

**LAST WILL AND TESTAMENT
OF
GUY RONALD EASON**

I, **GUY RONALD EASON**, presently of Shelby County, Alabama, do make and publish this, my Last Will and Testament, hereby revoking all other Wills and Codicils heretofore made by me.

ITEM ONE
FAMILY

I am married to **MARYBETH EASON**, and all references in this Will to “my wife” are to her. I have three children, **TONYA LOUISE EASTMAN, TIFFANY ANNE DAGGETT and SYDNEY LAVONNE EASON.**

ITEM TWO
DISPOSITION OF BODY

I wish my body to be buried at the Alabama National Cemetery in Montevello, Alabama, and a suitable memorial erected in my Executor’s discretion, and the entire cost of such shall be borne by my estate and paid by my Executor.

ITEM THREE
PAYMENT OF DEBTS

All of my due and payable debts (including expenses associated with my last illness, if any) and any unpaid charitable pledges, whether or not legally enforceable against my estate, shall be paid by my Executor as soon as practicable after my death.

ITEM FOUR
PERSONAL PROPERTY

A. Any interest which I may have in household furniture and furnishings, books, pictures, objects of art, silverware, jewelry, clothing, and other such tangible personal property, and any automobiles and boats I may own at the time of my death, I give and bequeath to my

wife, **MARYBETH EASON**, if she survives me. If my wife fails to survive me, then said property shall, in the sole discretion of my Executor, be equitably distributed among my surviving children, or be sold and the proceeds be added to the residue of my estate (or be partially distributed and partially sold).

B. Notwithstanding the preceding provisions of this Item, I may leave a list of bequests of tangible personal property with my Will. In the event I do leave such a list, it is my desire and request (but I recognize that this is not legally binding and that such a list is not a part of this Will) that my Executor distribute the personal property so listed in accordance with my wishes as set forth in said list, and I specifically request the beneficiaries of my estate to respect my wishes as set forth in said list.

ITEM FIVE

JOINT ACCOUNTS

All stocks, bonds, savings accounts, checking accounts, certificates of deposit, money market funds and other similar property I may own at the time of my death in the name of myself and any other person which are in terms payable on or after my death to such person shall be the sole property of such person, and my Executor shall make no claim against such person on account thereof.

ITEM SIX

RESIDENCE

I give and devise any interest in my principal residence that I may own at the time of my death to my wife, **MARYBETH EASON**, if she survives me, subject to any loan, mortgage, or other encumbrance that exists against said residence. If my said wife does not survive me, then this bequest shall lapse and pass as part of the residue of my estate.

ITEM SEVEN

RESIDUE

All the rest, residue and remainder of my property of every kind and description and wherever located, including any lapsed or void legacy or devise, I give, devise and bequeath to my wife, if she survives me, and if not, then equally to my children, **TONYA LOUISE**

EASTMAN, TIFFANY ANNE DAGGETT and SYDNEY LAVONNE EASON, if they survive me, and if any of my said children should predecease me, such deceased child's share of the residue of my estate shall be distributed to such deceased child's descendants, if any, per stirpes, subject, however, to the provisions of paragraphs A. and B. of Item Nine of this my Will, and if none, then such deceased child's share shall be distributed to the survivors of my children or their descendants, per stirpes.

ITEM EIGHT
PAYMENT OF TAXES

Any and all estate or inheritance taxes payable by my estate, together with any interest and penalties thereon, other than any taxes imposed by Section 2032A, Section 2056A, or Chapter 13 of the Internal Revenue Code of 1986, as amended, shall be paid from the residue of my estate, and no claim shall be made against any life insurance beneficiary for payment of any part of such taxes. Notwithstanding the foregoing, my Executor shall make claim for any such taxes, if and to the extent permitted by law, against the distributee of any property includible in my gross estate because of any power of appointment or any qualified terminable interest I may have.

ITEM NINE
FACILITY OF PAYMENT

A. Whenever any fiduciary is directed or authorized to deliver any money or property (whether income, principal, direct legacy or upon trust termination) to any person who has not attained age twenty-one (21), or, in the fiduciary's absolute and uncontrolled discretion, is otherwise determined to be under a disability, or to use the same for the benefit of any such beneficiary, the fiduciary need not, in its discretion, require the appointment of a guardian but shall be authorized to deliver the same to the person having custody of such beneficiary, to deliver the same to a legal guardian for such beneficiary if one has been appointed, to deliver same to a custodianship for the benefit of such beneficiary created under or governed by the Alabama Transfers to Minors Act or the similar act of any other state, or to use the same for the benefit of such beneficiary. The fiduciary shall have no duty to see to the proper application of such assets by any such recipient.

B. In addition to the above, whenever any fiduciary is directed to distribute any money or property in partial or final distribution of my estate or in partial or final termination of a trust to a person who has not attained age twenty-one (21), the fiduciary may continue to hold the share of such beneficiary in trust for such beneficiary until he or she attains age twenty-one (21) and in the meantime shall use such part of the income or principal (or both) of the share of such beneficiary as said fiduciary may deem necessary or appropriate to provide for the proper support, maintenance, health and education of such beneficiary.

C. Whenever in this Will the terms "children" or "descendants" (or similar terms denoting class for purposes of inheritance) are used, the same shall be deemed to include children by adoption and descendants by adoption regardless of whether the adopting parent was a natural born member of the class referred to or whether such adopting parent was, himself or herself, a member of such class by adoption.

ITEM TEN

APPOINTMENT OF FIDUCIARIES

A. I hereby appoint my wife, **MARYBETH EASON**, as Executrix of this Will (termed "Executor" elsewhere herein). Should she die, or fail or refuse for any reason to serve as Executrix hereunder, then I appoint my daughter, **TONYA LOUISE EASTMAN**, as successor Executor of this Will.

B. No successor fiduciary shall be required to inquire into or audit the acts or doings of any predecessor fiduciary or to make any claim against such predecessor fiduciary or such predecessor's estate. Any successor fiduciary shall have and may exercise any or all of the powers herein conferred on the predecessor fiduciary as fully and to the same extent as such predecessor fiduciary.

C. At my death I may own an interest or interests in real estate located outside the state of my domicile. In such event or in the event ancillary administration on my estate is needed for any other reason, I appoint my domiciliary Executor as such ancillary Administrator; and if such domiciliary Executor is unable or unwilling to qualify as such, then I appoint the person or persons selected by my domiciliary Executor to act as such ancillary Administrator.

D. Any Executor (hereinafter termed "fiduciary") may at any time resign such office by an instrument in writing signed by such fiduciary and delivered to the sui juris persons who

are income beneficiaries of my estate, if any, and, in the case of an Executor, to the Judge of the Court having jurisdiction of the administration of my estate. If there is no nominated successor then willing and able to act, the sui juris persons who are then income beneficiaries of the estate or such trusts, as the case may be, shall be entitled to designate in writing a successor fiduciary, forwarding such designation to the incumbent fiduciary (and to the Judge of the applicable Court in the case of an Executor). If there are no sui juris income beneficiaries of the estate or of such trust, or if no written designation of a successor is made by all such sui juris income beneficiaries within sixty (60) days from the delivery of notice of resignation, the resigning fiduciary may file notice with the Judge of the applicable Court, whereupon the resignation of such fiduciary shall be complete. Then and thereafter the resigning fiduciary shall be relieved of all further duties, liabilities, and responsibilities. The applicable Judge shall be authorized to appoint successors.

ITEM ELEVEN

FIDUCIARY POWERS

A. All Executors hereunder are relieved from any obligation to file or make any bond, inventory, appraisement, return or report to any court, but shall, upon written request, render annually a statement to income beneficiaries and sui juris beneficiaries with vested remainder interests showing the condition of the estate and the receipts and disbursements during the preceding twelve (12) months.

B. My Executor (and their successors and survivors in office) shall have all of the powers set forth in Titles 19 and 43 of the Code of Alabama, as amended, which are hereby incorporated by reference into this instrument and specifically made a part hereof. In addition, my Executor shall, without order of any court, have the power to:

- (1) Sell, exchange, partition or otherwise dispose of estate property at public or private sale, for cash or upon terms, with or without advertisement;
- (2) Improve or repair or lease (as lessor or lessee) any real estate and to grant or receive options to purchase property; and a lease or option may be made for a term that may extend beyond the period of the administration of my estate or any trust created hereunder;
- (3) Insure the property of the estate against damage or loss and my Executor or Trustee against liability with respect to beneficiaries and other persons;

(4) Retain any property owned by me or which the fiduciary may receive or acquire, including any stock and securities of any corporate fiduciary serving hereunder; to invest in stocks, bonds, loans, securities, mutual funds, money market funds, or any other property, real or personal, or in any collective or common trust fund (including any of any corporate fiduciary serving hereunder or any of its subsidiaries or affiliates); to buy securities from or sell securities to any corporate fiduciary serving hereunder as principal or as agent, and to pay reasonable compensation therefor, all without regard to any statute or rule of law now or hereafter in force limiting the class of investments for fiduciaries; to hold securities or other property in the name of a nominee without disclosure of the fiduciary relationship, or unregistered so that ownership may pass by delivery, and transfer possession of such property to a nominee; and to do all of same without obligation to diversify investments or liability for failure to diversify investments;

(5) Borrow money for any purpose that the fiduciary may deem proper, including the power to borrow from any corporate fiduciary serving hereunder, upon reasonable terms, and to secure such indebtedness by deed to secure debt, trust or loan deed, or otherwise;

(6) Employ real estate brokers, attorneys, accountants or other expert assistants, including any who may be subsidiaries or affiliates of any corporate fiduciary serving hereunder, and to pay reasonable compensation from fiduciary funds for their services;

(7) Compromise, adjust, arbitrate, bring or defend actions on, abandon or otherwise deal with and settle any and all claims for or against my estate in the fiduciary's sole discretion; and to make, rescind or modify any contract affecting my estate, all in such manner and upon such terms as the fiduciary deems best;

(8) Make division or distribution in kind or in money, or partly in kind and partly in money; and any asset distributed in kind need not be distributed pro rata or in fractional shares among beneficiaries;

(9) Vote any stock by itself or by proxy; to enter into any plan or agreement for the sale, merger, consolidation, liquidation, recapitalization or other disposition of any estate or of any corporation or other entity issuing securities held as part of my estate, and to accept in such transaction any cash, securities or property that the fiduciary deems proper;

(10) Exercise any and all options which I may own at my death whether such be options to purchase stock (qualified, non-qualified, restricted or other), or whether such shall be options to purchase other types or kinds of property;

(11) Make, fail to make, or terminate any election permitted under the Internal Revenue Code of 1986, as amended, without liability for any reasonable exercise of discretion. Adjustments may, but need not, be made because of any such election but no adjustments may be made which would adversely affect any deductible bequest;

(12) Determine the allocation of dividends, distributions, profits resulting from the maturity or sale of any asset, and any other receipts and the allocation of payments and expenses as between income and principal; provide (or not provide) reserves from income otherwise distributable for depreciation, obsolescence, or other prospective loss, reduction in value, or casualty; amortize (or not amortize) premiums, and accumulate (or not accumulate) discounts, at which securities or other assets were acquired; provided that all such determinations, allocations and other actions are reasonable;

(13) Initiate, terminate, continue or participate in any business or other enterprise, effect incorporation, organization, dissolution, or other change in the form of any business or other enterprise, and act without limitation as director, officer, member, limited partner or general partner in any business or other enterprise, at the risk of the estate or any trust hereunder and without any personal liability on the part of the fiduciary for any resulting losses;

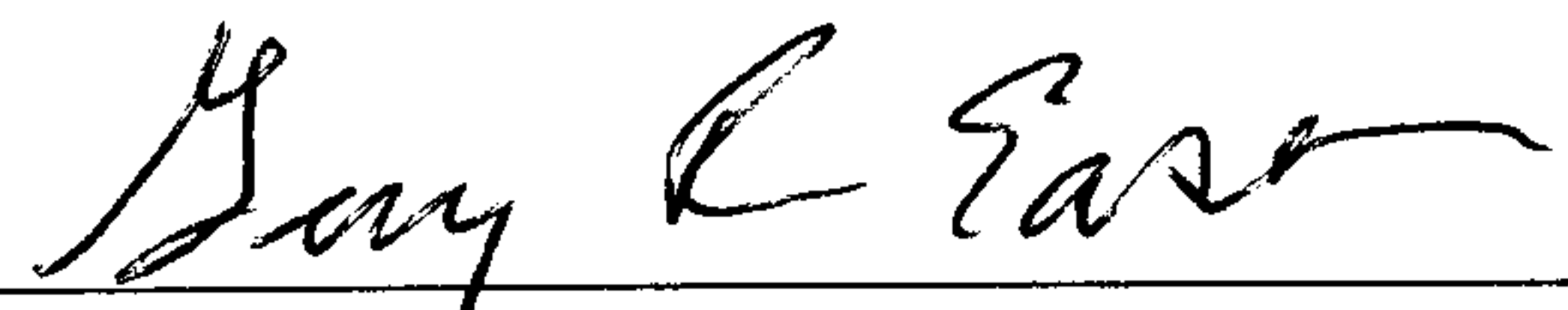
(14) Anything herein to the contrary notwithstanding, if at any time: (a) the Executors are authorized to determine without reference to an ascertainable standard (as that term is defined under §2041 of the Internal Revenue Code of 1986, as amended, and the regulations promulgated thereunder) the amount of income or principal to be received by or paid for the benefit of any beneficiary who is then acting as a Co-Executor, such individual Co-Executor shall take no part in the determination of the amount to be received by or paid for the benefit of him or her, but such determination shall be made solely by the other named Executors; (b) my Executors are authorized to determine with or without reference to an ascertainable standard the amount of income or principal to be received by or paid for the benefit of a person to whom a Co-Executor in his or her personal capacity owes any legal obligation, of support or otherwise, in no such event shall such individual Co-Executor take part in the determination of the amount to be received by or paid for the benefit of such person to whom such an obligation is

owed, but such determination shall be made solely by the other named Executors; and (c) there is only one Executor serving hereunder, such fiduciary's authority over the distribution of income and principal to himself or herself, if any, shall be strictly limited to such amounts as the Executor may deem necessary for his or her support, health, maintenance, and education, and in no event shall such sole Executor use income or principal to discharge any legal obligation, of support or otherwise, he or she owes in his or her personal capacity to a beneficiary hereunder. The purpose of this paragraph is to prevent an Executor or his or her estate from being taxed because of such power. This paragraph shall not apply to any power an Executor may have in his or her personal capacity and not as Executor.

ITEM TWELVE
STATUTORY SPOUSAL PROVISIONS

I deem the provisions which I have made herein for my wife to be ample for her comfortable support and maintenance following my death; and, accordingly, such provisions are in lieu of statutory allowance, share or other rights or special provisions of law for a surviving spouse.

I, **GUY RONALD EASON**, the Testator, sign my name to this instrument, this 10 day of Oct, 2012 and being first duly sworn, do hereby declare to the undersigned authority that I sign and execute this instrument as my Last Will and that I sign it willingly, that I execute it as my free and voluntary act for the purposes therein expressed and that I am 19 years of age or older, of sound mind and under no constraint or undue influence.



GUY RONALD EASON (SEAL)

We, Stephen Adams and Jason Matherson, the witnesses, sign our names to this instrument, being first duly sworn, and do hereby declare to the undersigned authority that the Testator signs and executes this instrument as his Last Will and that he signs it willingly, and that each of us, in the presence and hearing of the Testator, hereby signs this Will as witness to the Testator's signing, and that to the best of our knowledge the Testator is 19 years of age or older, of sound mind and under no constraint or undue influence.



Witness

3080 Pelham Pkwy Pelham, AL 35724

Address



Witness

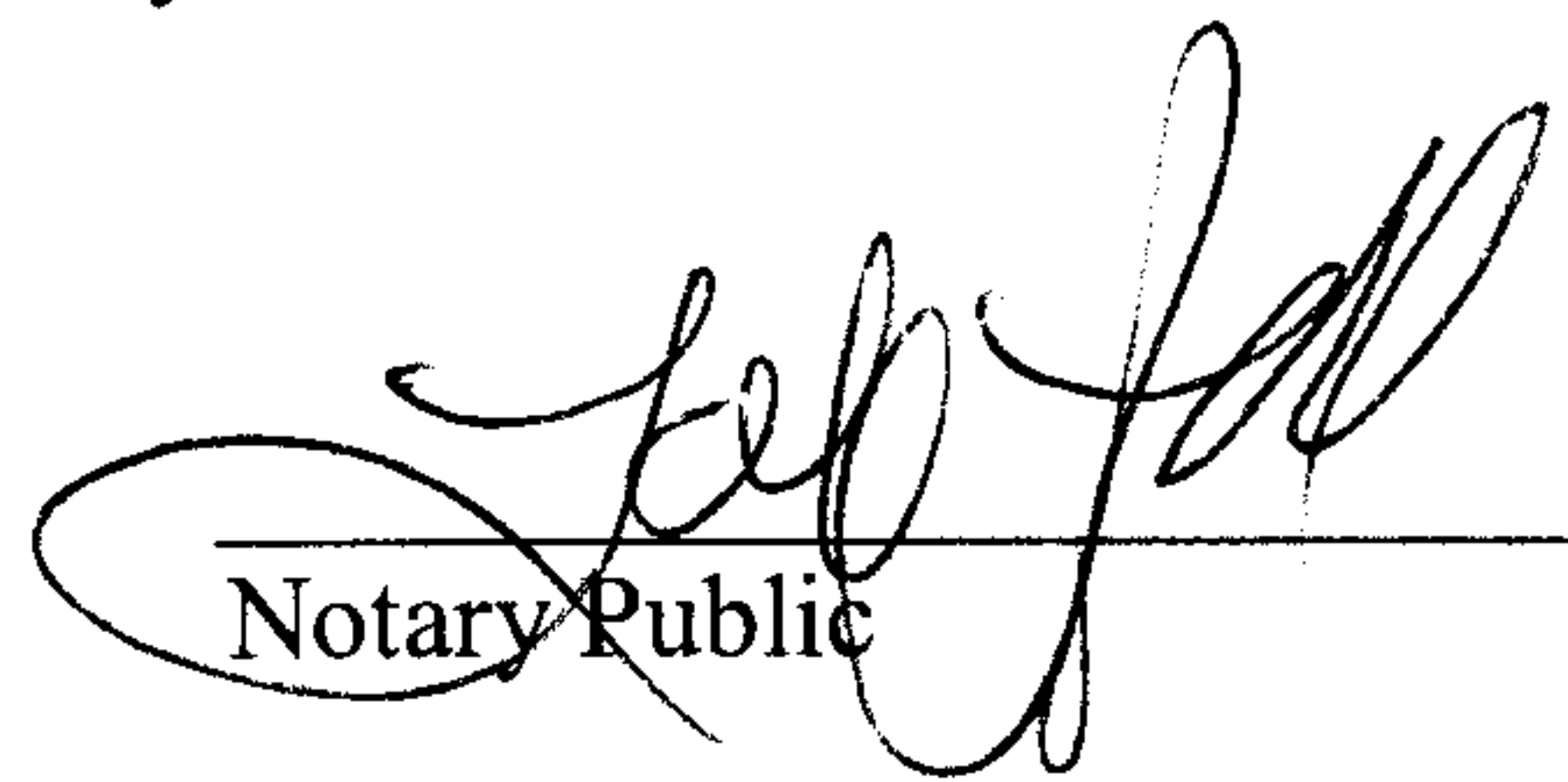
3080 Pelham Pkwy Pelham, AL 35724

Address

GEORGIA, MUSCOGEE COUNTY.

Subscribed, sworn to and acknowledged before me by **GUY RONALD EASON**, the Testator, and subscribed and sworn to before me by the above-named witnesses, this 10 day of Oct, 2012.

MY COMMISSION EXPIRES September 30, 2015



Notary Public [SEAL]

**Last Will
and
Testament
of**

GUY RONALD EASON



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Shelby Cnty Judge of Probate, AL
12/06/2012 09:05:57 AM FILED/CERT

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