

*** Certified Copy Page ***

I, Andrew Weathington, Judge of Probate, do hereby certify that the foregoing is a FULL, TRUE and CORRECT copy of the Instruments(s) herewith set out as same appears of record in: WILL BOOK - 2025, AT PAGE - 2169 in said court.

Witness my hand and seal this 10 Day of June, 2025.

A handwritten signature in black ink, reading "Andrew Weathington", is written over a horizontal line.

Judge of Probate
St. Clair County, Alabama

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Andrew Weathington - Judge of Probate
St. Clair County, Alabama

**WILL
OF
ALLEN C. FOSTER III**

I, Allen C. Foster III, domiciled in St. Clair County, Alabama, being eighteen years of age or older, hereby make, publish and declare this to be my will and hereby revoke all prior wills and codicils.

**ARTICLE 1
Family Members and Probate Estate**

Section 1.1 - At the time of the execution of this will, I have two (2) children, namely Susanne Foster Maldonado ("my daughter Suzie") and Allen Blair Foster ("my son Blair"). My spouse, Patricia Elaine Foster, is deceased. My said spouse had one child by a previous marriage, Randy Lee Sellers. For purposes of this will, the terms "lineal descendant" and lineal descendants," when used to describe a lineal descendant or lineal descendants of mine, shall include my daughter Suzie, my son Blair, and any lineal descendants of my daughter Suzie or my son Blair, but such terms shall not include any lineal descendants of my said deceased spouse or any lineal descendants of a prior spouse of mine (other than as identified in this sentence).

Section 1.2 - In this will, the term "my probate estate" means all property, real and personal and wheresoever situated, that I own at my death or to which I or my estate or any personal representative of mine may be or become entitled, and I intend to dispose of all thereof by this will. However, the term "my probate estate" shall not include (i) any assets which provide for a beneficiary designation (e.g., retirement plan benefits, IRA's, insurance policy proceeds) and name beneficiaries other than my estate or my personal representative, or (ii) any assets that are owned jointly with right of survivorship between me and another person who survives me. Also, I do not by this will exercise any power of appointment of which I may be or become the donee; accordingly, the term "my probate estate" shall not include any property that may be subject to any such power of appointment.

**ARTICLE 2
Payment of Expenses, Debts and Taxes**

Section 2.1 - I direct my personal representative to pay the following items out of my probate estate: (1) the expenses of my last illness; (2) my funeral and burial expenses, including the costs of any grave marker or tombstone; (3) the expenses of administering my estate, including the reasonable expenses of safekeeping and delivery of estate property; and (4) my debts, except such

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debts of mine secured by pledge, mortgage or other security interest not by their terms due at my death that my personal representative may deem unnecessary or undesirable to pay.

Section 2.2

(A) I direct that all transfer, estate, inheritance, succession and other death taxes (exclusive of any tax imposed on a direct skip under Chapter 13 of the Internal Revenue Code) and any interest and penalties thereon (collectively "Death Taxes"), payable by reason of my death with respect to property passing under this will shall be paid as an administration expense out of my residuary estate (as defined in Article 7) without apportionment, subject to paragraph (E) of this section.

(B) I direct that all Death Taxes resulting from the inclusion in my gross estate of gift taxes with respect to gifts made by me within three years of my death shall be paid as an administration expense out of my residuary estate without apportionment.

(C) I direct that all Death Taxes payable by reason of my death with respect to any property passing under a qualified retirement plan of any type or an individual retirement account (each referred to as a "Retirement Plan Account") shall be apportioned against and paid by the persons or entities in possession of such property or benefitted thereby, in an amount equal to the amount by which the Death Taxes payable by reason of my death are increased as a result of the inclusion of such property in my gross estate for federal estate tax purposes; provided, however, if a beneficiary of my residuary estate and a beneficiary of a Retirement Plan Account are the same, either directly or indirectly (i.e., a beneficiary of my residuary estate is a trust, and the income beneficiary of such trust is also a beneficiary of a Retirement Plan Account), the Death Taxes attributable to such beneficiary's share of such Retirement Plan Account may, in the discretion of my personal representative, be paid by my personal representative out of such beneficiary's share of my residuary estate.

(D) I direct that all Death Taxes payable by reason of my death with respect to all property other than that described in paragraphs (A), (B) and (C), including any tax imposed on a direct skip under Chapter 13 of the Internal Revenue Code, shall be apportioned against and paid by the persons or entities in possession of such property or benefitted thereby, in an amount equal to the amount by which the Death Taxes payable by reason of my death are increased as a result of the inclusion of such other property in my gross estate for federal estate tax purposes; provided, however, that if payment of Death Taxes from such property is directed by any instrument governing such property or by operation of law, then the amount apportioned against such person or entities shall only be the difference, if any, between the amount determined above and the amount paid as directed by such governing instrument or by operation of law.

(E) If the disposition of part of my residuary estate shall qualify for the charitable deduction and the disposition of the remaining part (the "remaining part") of my residuary estate shall not so qualify (whether by disclaimer or otherwise), I direct that all Death Taxes payable out of my residuary estate shall be apportioned first against and paid out of such

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remaining part (on a pro rata basis if there is more than one beneficiary of such remaining part), and that Death Taxes shall be charged against the charitable part only after all assets in the remaining part have been used to pay Death Taxes (on a pro rata basis if there is more than one charitable beneficiary).

Section 2.3 - I direct that any income taxes imposed upon or chargeable to the income of my estate shall be apportioned to and deducted from the shares of all beneficiaries (exclusive of any charitable beneficiary) having an interest in such income, in such equitable manner as my personal representative may determine; and any such determination by my personal representative shall be conclusive and binding as to all persons or entities interested in my estate.

ARTICLE 3 Gift of Tangible Personal Property and Personal Effects, Digital Assets and Digital Accounts

Section 3.1 - I give to my son Blair all of my interests in the following property located at the real property I own in Coosa County, Alabama, at the time of my death: my sporting equipment, books, pictures, paintings; all hobby collections; all personal papers; all household furniture, furnishings, and equipment, whether useful or ornamental; and all other articles of household, premises, or personal use or adornment. If my son Blair does not survive me, this gift shall lapse.

Section 3.2 - I give to my daughter Suzie, to be hers absolutely, all such interests in tangible personal property and personal effects as I shall own or be entitled to at my death, wheresoever the same may be located, together with all policies and rights of casualty insurance relating to any such property, other than those items disposed of in Section 3.1 above. The phrase "tangible personal property and personal effects" for purposes of this Section includes, but is not limited to, the following:

all vehicles, boats and sporting equipment; all books, pictures, paintings, ornaments, jewels, jewelry, watches, wearing apparel, silver, silverware, china, crystal, linen and utensils; all hobby collections; all personal papers; all household furniture, furnishings, and equipment, whether useful or ornamental; and all other articles of household, premises, or personal use or adornment.

If my daughter Suzie shall not survive me, I give such property to the lineal descendants of my daughter Suzie, per stirpes, to be theirs absolutely.

Section 3.3 - I give to my daughter Suzie, per stirpes, to be theirs absolutely, all digital assets and digital accounts as I shall own or be entitled to at my death, wheresoever the same may be located.

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For purposes of this will, the terms "digital assets" and "digital accounts" are defined in Section 14.5.

Section 3.4 - I am relying on the persons, if more than one, taking property described in this article to divide such property among themselves; provided, however, if such persons shall fail to agree on such divisions, my personal representative shall make such divisions which shall be conclusive and binding on all interested persons, irrespective of any adverse interest of my personal representative. My personal representative's decisions about what particular items of property are designated hereinabove shall be binding on all interested persons.

Section 3.5 - It may be that after my death there will be discovered a memorandum or memoranda containing some requests or suggestions by me regarding the disposition of certain items of property described in this article. Without in any way derogating the absolute character of the gifts of such property heretofore made in this article, I express the mere hope and wish, precatory only, that the person or persons given such items of property will honor whatever requests or suggestions are contained in such memorandum or memoranda although I recognize that such person or persons shall be under no legal obligation to do so.

ARTICLE 4

Specific Pecuniary Gifts to the Extent Not Satisfied by Beneficiary Designation of Lincoln Benefit Life Company Life Insurance Policy

Section 4.1 - I have designated the following individuals to receive the death benefit from my life insurance issued by Lincoln Benefit Life Company, having a policy number of LBF1131671 (this policy or any other similar policy is referred to as the "Lincoln Policy"):

(A) My stepson, Michael David Phillips, to receive approximately \$100,000.00 (I have designated him to receive 33.4% of the death benefits of the Lincoln Policy);

(B) My friend, James Lanier, to receive approximately \$50,000.00 (I have designated him to receive 14.2% of the death benefits of the Lincoln Policy);

(C) My daughter Suzie, to receive approximately \$150,000.00 (I have designated her to receive 52.4% of the death benefits of the Lincoln Policy). I would like to note that the reason I am making this gift to my daughter Suzie under this article and not a similar gift to my son Blair is an attempt to roughly equalize the disparity of assets passing to my son Blair (or his descendants) and the assets passing to my daughter Suzie (or her descendants) pursuant to that certain irrevocable life insurance trust created by me during my lifetime, the Allen C. Foster III Second to Die Children's Trust dated March 20, 1992 ("my Insurance Trust"), which is the owner and beneficiary of a policy on my life and the life of my former spouse, Shirley H. Foster,

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with a face value of \$300,000.00. My Insurance Trust provides that at the death of the last to die of my former spouse and me, the principal of my Insurance Trust is to be distributed 75% to my son Blair, or the lineal descendants of my son Blair, and 25% to my daughter Suzie, or the lineal descendants of my daughter Suzie. Since I am unable to change the provisions of my Insurance Trust to equalize the division between my children, I wish to provide an equalizing gift to my daughter Suzie under this article to roughly equalize the gifts she and my son Blair will receive from my Insurance Trust.

Section 4.2 - If for some reason, the cash benefits as provided above are not paid to any of the above beneficiaries from the death proceeds from the Lincoln Policy, I give and devise to each of the beneficiaries as provided in the above Section, to be theirs absolutely, a gift of the difference the value of the amount designated as provided in the above Section and the amount actually given to them under the Lincoln Policy. For example, if Michael David Phillips does not receive any funds from the custodian with regard to the Lincoln Policy upon my death, then I give to Michael David Phillips \$100,000.00 upon my death. As a condition of any of the beneficiaries provided in this article to receive the gift provided in this article (as applicable), they shall provide any relevant documentation as issued by Lincoln Benefit Life Company to my personal representative.

Section 4.3 - Additionally, should either my stepson Michael David Phillips or my friend James Lanier predecease me, the gift provided to said predeceased individual under this article shall lapse. If my daughter Suzie shall predecease me, the gift as allocated for the benefit of my daughter Suzie shall be given to the lineal descendants of my daughter Suzie, per stirpes, to be theirs absolutely, subject to the provisions of Article 8.

ARTICLE 5 Specific Pecuniary Gifts

Section 5.1 - I give the following pecuniary gifts:

(A) One Hundred Thousand and No/100 Dollars (\$100,000.00) to The Alabama Wildlife Federation, located in Millbrook, Alabama, at the time of the execution of this will, to be used for its Conservation Education Center in Millbrook, Alabama.

(B) One Hundred Thousand and No/100 Dollars (\$100,000.00) to my daughter Suzie, to be hers absolutely, if she is then living, and if not, to the lineal descendants of my daughter Suzie, per stirpes, to be theirs absolutely. I would like to note that the reason I am making this gift to my daughter Suzie under this article and not a similar gift to my son Blair is an attempt to make a roughly equal gift of the amount of the loan I have made to my son Blair and his spouse that has not been paid back to date and which I do not anticipate will be paid back to my estate at my death. I am making this note not in order to request that my personal representative attempt to collect on the loan and, in fact, I direct my personal representative not to collect on this debt. Rather, I am

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providing this information to explain the difference in treatment of my two children under this article.

(C) One Hundred Thousand and No/100 Dollars (\$100,000.00) to each of my grandchildren, Brittany Ellis and Delaney Suzanne Terry, if then living, and if either of my said grandchildren shall not survive me, the gift provided to them shall be given to the said deceased grandchild's lineal descendants, per stirpes, to be theirs absolutely.

(1) Any gift made in this article or the prior and next article may be satisfied by money or property or any combination thereof, in the discretion of my personal representative; provided, however, that in any determination of the extent to which such gift has been satisfied by the distribution of an item of property, the fair market value of the item of property at the time of its distribution or other allocation to such person shall govern.

(2) Notwithstanding any provision of law (including, but not limited to, Section 43-2-138 and Sections 43-2-580-585 of the Code of Alabama of 1975 and any similar or corresponding provisions of any later code) to the contrary, my personal representative, in the absolute and uncontrolled judgment and discretion of my personal representative, shall satisfy the pecuniary gifts made in this article and the prior and next article at such time or times as my personal representative shall determine, and, irrespective of when such gifts are satisfied, neither my personal representative nor my estate shall be liable for any interest that might otherwise be due on any such pecuniary gifts not satisfied within some period of time established by law.

ARTICLE 6

Gift of Real Estate and Equalizing Gifts

Section 6.1 - I give the following gifts of real estate:

(A) My interest in real estate located in Coosa County, Alabama, which I estimate is approximately 350 acres, together with all improvements on any of the aforesaid and all policies and rights of casualty insurance relating to any thereof, to my son Blair, to be his absolutely, if he is then living, and if not, to the lineal descendants of my son Blair, per stirpes, to be theirs absolutely, subject to the provisions of Article 8. If neither my son Blair nor any descendant of my son Blair shall survive me, the gift provided under this paragraph shall lapse.

(B) My interest in real estate located in Calera, Alabama, together with all improvements on any of the aforesaid and all policies and rights of casualty insurance relating to any thereof, to my daughter Suzie, to be her absolutely, if she is then living, and if not, to the lineal descendants of my daughter Suzie, per stirpes, to be theirs absolutely, subject to the provisions of Article 8. If neither my daughter Suzie nor any descendant of my daughter Suzie shall survive me, the gift provided under this paragraph shall lapse.

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(C) My interest in real estate located in St. Clair County, Alabama, including my house located in Odenville, Alabama, together with all improvements on any of the aforesaid and all policies and rights of casualty insurance relating to any thereof, to my daughter Suzie, to be her absolutely, if she is then living, and if not, to the lineal descendants of my daughter Suzie, per stirpes, to be theirs absolutely, subject to the provisions of Article 8. If neither my daughter Suzie nor any descendant of my daughter Suzie shall survive me, the gift provided under this paragraph shall lapse.

Section 6.2 - I intend to make an equal gift under this article to each of my two children to the extent possible as a result of my death. Accordingly, shortly after the letters testamentary are issued to my personal representative, my personal representative shall hire a qualified appraiser, to be selected in the sole discretion of my personal representative, to determine the fair market value of the real estate identified in Section 6.1 as of my date of death. My personal representative shall provide the appraisal report of the properties to the parties who are to receive any of the properties under this article shortly after his or her receipt of the same. If the value of the properties devised to my son Blair or his descendants under this article are greater than the value of the properties devised to my daughter Suzie or her descendants under this article, I give to my daughter Suzie, per stirpes, to be theirs absolutely, subject to the provisions of Article 8, a gift of the difference in the values of such gifts. If the value of the properties devised to my daughter Suzie or her descendants under this article are greater than the value of the properties devised to my son Blair or his descendants under this article, I give to my son Blair, per stirpes, to be theirs absolutely, subject to the provisions of Article 8, a gift of the difference in the values of such gifts.

ARTICLE 7

Gift of Residuary Estate

So much of my probate estate as shall remain after the satisfaction of the preceding articles of this will, including any lapsed bequests and devises hereinbefore made, shall constitute my "residuary estate," from which Death Taxes, if any, shall be paid as provided in Section 3.2. If any lineal descendant of mine shall survive me, I give and devise my residuary estate to such lineal descendants of mine as shall survive me, per stirpes, to be theirs absolutely, effective at my death, subject to the provisions of Article 8. If no lineal descendant of mine shall survive me, my residuary estate shall be subject to Article 9 effective at my death.

ARTICLE 8

Gifts for Lineal Descendants under Age Forty

Section 8.1 - If an individual entitled to a share of property pursuant to the preceding articles (other than Article 3) is less than forty (40) years of age at my death, then, effective at such time, I give and devise the share created for such individual to my trustee, to constitute the principal of a

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separate trust of which such individual shall be the "beneficiary" and which shall be governed by this article.

Section 8.2 -

(A) My trustee shall, effective from the time at which the beneficiary's trust is to be created, pay to or for the benefit of the beneficiary so much of the beneficiary's trust's income and, upon the exhaustion of such income, so much of the trust's principal as, in the discretion of my trustee, shall be necessary to provide for the beneficiary's health, education (including preparatory, college and professional education) and support in such beneficiary's accustomed manner of living. My trustee shall retain in trust the residue, if any, of such income and shall once each trust-accounting year irrevocably add such residue to the principal of the trust from which it shall have been derived. In exercising the aforesaid discretionary power, my trustee need give only such consideration to other resources of the beneficiary known to my trustee as my trustee may deem appropriate.

(B) In addition to the provisions of paragraph (A), if a beneficiary's trust governed by this article is itself the beneficiary or owner of a deferrable retirement benefit, then during each year (including the year of my death), my trustee shall withdraw from such deferrable retirement benefit the required minimum distribution for such deferrable retirement benefit for such year. My trustee shall then pay the withdrawn required minimum distribution to the beneficiary of the trust governed by this article. In addition, my trustee shall have the authority to withdraw from such deferrable retirement benefit any amount in excess of the required minimum distribution as, in the discretion of my trustee, shall be necessary to provide for the beneficiary's health, education (including preparatory, college and professional education) and support in such beneficiary's accustomed manner of living. My trustee shall then pay such excess withdrawn amount to the beneficiary. In exercising the aforesaid discretionary power, my trustee need give only such consideration to other resources of the beneficiary known to my trustee as my trustee may deem appropriate. For purposes of this paragraph, the terms "deferrable retirement benefit" and "required minimum distribution" are defined in Section 14.4.

Section 8.3

(A) A trust governed by this article shall terminate and the principal of such trust shall vest in, and be distributed free of trust to, its beneficiary as follows: one-half when the beneficiary attains thirty-five (35) years of age and the remainder when the beneficiary attains forty (40) years of age. If a beneficiary's trust is created after the time at which such beneficiary attains thirty-five (35) years of age, such beneficiary shall be entitled to receive all of the distributions of principal such beneficiary would have received from such beneficiary's trust had it been in existence since the time such beneficiary attained thirty-five (35) years of age.

(B) If a beneficiary (called "such deceased beneficiary" hereinafter in this paragraph) shall not survive the time of termination of such deceased beneficiary's trust, then,

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effective at such deceased beneficiary's death, the principal of such deceased beneficiary's trust shall be apportioned into shares, per stirpes, among the following individuals to be theirs absolutely, subject to the next sentence: among such deceased beneficiary's lineal descendants who shall survive such deceased beneficiary and, if none, then among the then-living lineal descendants of such deceased beneficiary's nearest (in terms of kinship) ancestor who is a lineal descendant of mine and who has then-living lineal descendants and, if none, then among my then-living lineal descendants. Any share apportioned pursuant to the preceding sentence for an individual who is less than forty (40) years of age at such deceased beneficiary's death shall, effective at such deceased beneficiary's death, constitute the principal of a separate trust of which the person for whom it was apportioned shall be the "beneficiary" and which shall be governed by this article; provided, however, if such individual shall be the "beneficiary" of an existing trust created pursuant to this article, such share shall be added to such existing trust to be held on the same terms as such trust. If no lineal descendant of such deceased beneficiary, no lineal descendant of any ancestor of such deceased beneficiary who is a lineal descendant of mine, and no lineal descendant of mine shall survive such deceased beneficiary, then, effective at such deceased beneficiary's death, any unappointed principal of such deceased beneficiary's trust shall be subject to Article 9.

Section 8.4 - Notwithstanding the foregoing provisions of this article, if my trustee shall have a concern that the beneficiary of a trust governed by this article may be a user of illegal drugs, may have an addictive behavior problem, or may have any other disorder or condition which affects such beneficiary's ability to manage assets responsibly, I authorize my trustee to require such beneficiary to submit to drug testing or other medical evaluation as a condition to any distributions to such beneficiary from such trust. If such testing or evaluation indicates that the beneficiary uses illegal drugs, has an addictive behavior problem or has any other disorder or condition that affects such beneficiary's ability to manage assets responsibly, I authorize my trustee (other than the beneficiary) to reduce or withhold income and principal distributions to such beneficiary until my trustee believes, in my trustee's discretion, that such drug abuse, addictive behavior problem or other disorder has been remedied by the beneficiary. Any such withheld income shall be irrevocably added to the principal of such trust by my trustee once each trust-accounting year. In addition, I authorize my trustee (other than the beneficiary) to alter or extend the principal distribution schedule set forth in this article to whatever schedule my trustee deems appropriate (even to the point that no distributions of principal are made to such beneficiary during such beneficiary's lifetime) to minimize or eliminate the risk, insofar as possible, that a principal distribution will serve to finance a beneficiary's drug abuse or addictive behavior problem or will be made to a beneficiary lacking the ability to manage assets in a responsible manner as a result of some other disorder or condition. My trustee shall be authorized to use the income and principal of a beneficiary's trust to pay for any testing or evaluation of the beneficiary or for any treatment for the beneficiary that my trustee believes would be helpful to the beneficiary in overcoming such drug abuse, addictive behavior problem or other disorder or condition.

Section 8.5 - In any event, the principal of any trust governed by this article, if not already vested pursuant to the previous provisions of this article, shall vest absolutely in the beneficiary of such

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trust (the "vested beneficiary") on the day preceding the last day of the longest period that property may be held in trust under this article pursuant to the applicable law and rules governing perpetuities, vesting, duration of trusts and the like (such day hereinafter referred to as the "Time of Vesting"). In this regard, if such longest period is determined with reference to the death of the last survivor of a group of individuals who are living at a particular time, then such group of individuals shall consist of my lineal descendants who shall be living at my death. If the vested beneficiary is, at the Time of Vesting, at least twenty-one (21) years of age, then, effective at the Time of Vesting, such trust shall terminate and the principal thereof shall be distributed free of trust to the vested beneficiary. If the vested beneficiary is, at the Time of Vesting, under twenty-one (21) years of age, then the principal, although absolutely vested, shall be retained by my trustee in trust and the income and principal of such trust shall be dealt with as stated in Section 8.2 until the vested beneficiary attains the age of twenty-one (21) years or dies at an earlier age, whereupon such trust shall terminate and the principal of such trust shall be distributed free of trust to the vested beneficiary or, as the case may be, to the personal representative of the vested beneficiary's estate.

ARTICLE 9

Contingent Beneficiaries

Effective at such time as any property is made subject to this article (any of such time(s) hereinafter in this article called the "Apportionment Time"), I give and devise such property to those persons who would have been entitled to take such property from me under the laws of descent and distribution of the State of Alabama in effect at the Apportionment Time had I died intestate immediately after the Apportionment Time and the owner of such property.

ARTICLE 10

Appointment of Personal Representative and Trustee

Section 10.1 - I appoint my daughter Suzie and my stepson Michael David Phillips ("Mike"), as personal representatives of this will. If only one of such individuals shall survive me or shall be qualified and acting as a personal representative, I appoint my granddaughter, C. Brittany Ellis ("my granddaughter Brittany"), to serve with such individual as personal representatives of this will. If only one of my daughter Suzie, Mike and my granddaughter Brittany shall survive me or shall be qualified and acting as a personal representative, then they shall serve as sole personal representative of this will.

Section 10.2 - I appoint my granddaughter Brittany as trustee of each trust created under this will. If my granddaughter Brittany shall not survive me or shall become incapable or shall fail for any reason to act as trustee of any such trust, I appoint my granddaughter Brittany's spouse, Bradley Ellis, as trustee of such trust.

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Section 10.3 - With respect to any trust created under this will (hereinafter any such applicable trust called the "Trust" in this section), (i) prior to funding of the Trust, any individual appointed to act as a trustee of the Trust, in the order so appointed, and (ii) after the funding in part or all of the Trust, any individual then acting as a trustee of the Trust, shall have the power (acting by a majority if more than one individual trustee is so appointed or is then acting) at any time and from time to time (1) to appoint one or more individuals and/or entity to act with or succeed them, him or her, as the case may be, as a trustee of the Trust; (2) to delete, change or alter the appointment, order, tenure or succession of any entity or individual appointed as a trustee of the Trust by me or by any individual pursuant to this section; and (3) to remove any entity or individual appointed as a trustee of the Trust by me or by any individual pursuant to this section. Notwithstanding the provisions of the preceding sentence, to take any action under (2) and (3) above with respect to any individual appointed or acting as a trustee of a Trust, all individuals authorized to take such action, other than the individual with respect to whom the action is to be taken, must approve the action to be taken. Any individual granted powers in the first sentence of this section with respect to a Trust shall also have the same powers with respect to any new or different trust or trusts that may be formed or created by the transfer of assets from the Trust upon the termination of such Trust. In addition to the powers granted in this section to the individual appointed or acting as a trustee, I also give to my then-acting individual personal representative (acting by a majority if more than one), at any time and from time to time prior to the funding of any trust created hereunder, the power to delete, change or alter the appointment, order, tenure or succession of any entity appointed by me as a trustee of any such trust, but only if there is no individual appointed to act as a trustee of such trust who is capable of taking such action pursuant to the first sentence of this section.

Section 10.4 - At any time there is no individual serving as a trustee of a trust created under this will and the income beneficiary of the trust (being the person then entitled to receive income of the trust, either outright or at the discretion of the trustee) is twenty-five (25) years of age or older, then such income beneficiary shall at all times and from time to time have the power to remove the entity then-serving as trustee of such trust (whether appointed pursuant to other provisions of this will or by virtue of the exercise of the power granted to the beneficiary in this section) and to appoint another entity as successor trustee of the affected trust. Likewise, if at any time the individual or entity serving as sole trustee of a trust created under this will shall resign or otherwise cease to act as such trustee, and there is no individual or entity appointed as a successor trustee of such trust pursuant to the preceding provisions of this article, then the beneficiary of the trust who is twenty-five (25) years of age or older shall have the power to appoint any entity as successor trustee of such trust. If there is more than one income beneficiary of the trust who has attained the age set forth above, then such power of removal and appointment may be exercised by a majority of such income beneficiaries.

Section 10.5 - Any appointment of a trustee, any deletion, change or altering of the appointment, order, term or succession of a trustee, or any removal of a trustee under this will (any of such

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actions hereinafter sometimes referred to as the "Action") shall be by instrument (the "Instrument"), executed by the person(s) authorized to take the Action and filed with the records of such trust maintained by the Trustee (hereinafter sometimes the "trust records"). The Instrument shall specifically refer to this section and to the section of this will which authorizes the Action, and the Action shall take effect upon the filing of the Instrument with the trust records. Any appointment of a trustee which would require such trustee to begin serving immediately upon the filing of the Instrument shall require the prior written acceptance of the appointed trustee, which shall be attached to the Instrument filed with the trust records. If the Instrument does not require the appointed trustee to begin serving until some time in the future (i.e., an instrument which changes future, contingent trustees), then the written acceptance of such appointed trustee shall not be required to be filed with the Instrument; however, prior to the time such appointed trustee would otherwise be obligated to serve as a trustee, the written acceptance of such trustee to serve in such capacity must be filed with the trust records. An Instrument which removes a trustee then serving as a trustee of a trust under this will or appoints a new trustee to serve as a trustee under this will shall be delivered to the removed trustee or the appointed trustee after the filing of the Instrument. Upon the filing of an Instrument which removes a then-serving trustee, the removed trustee shall by appropriate acts and instruments cooperate with any remaining or successor trustee in making a complete, orderly and expeditious transfer of all properties and records pertaining to the affected trust. Unless otherwise specifically provided by this will or any Instrument filed pursuant to this section, any trustee serving as a trustee for the benefit of any person who dies and whose death shall, under this will, cause the properties held in such trust to constitute any new or different trust or trusts shall also serve as trustee of any such new or different trust or trusts. Any entity appointed as a co-trustee or successor trustee under any Instrument must be a banking association, corporation, trust company, or other entity that has trust powers. Any Action that may be exercised by an individual during his or her lifetime pursuant to Section 10.3 by an Instrument as provided in this section may also be exercised at death by a will of such individual that is admitted to probate as the will of such individual and thereafter filed with the trust records, provided such individual was acting as the sole individual trustee of the applicable trust at his or her death.

Section 10.6 - Except as otherwise specifically provided in this will, references in any other article of this will to "my personal representative" shall be deemed to designate all parties, whether one or more, from time to time in fact qualified and acting as a personal representative of this will. In addition, any reference to "executor" in the Code of Alabama shall be deemed to refer to my personal representative.

Section 10.7 - Except as otherwise specifically provided in this will, references in this will to "my trustee" shall be deemed to designate all parties, whether one or more, from time to time in fact qualified and acting as a trustee under this will. In addition, if this will provides for the creation of more than one trust, the references in this will to "my trustee" (and to the powers, discretions, duties, immunities, limitations and restrictions of such trustee) shall be deemed to refer in each instance to the trustee appointed for such applicable trust under this article (and to the powers,

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discretions, duties, immunities, limitations and restrictions of such trustee with respect to such applicable trust).

Section 10.8 - Except as otherwise specifically provided in this will, any additional or successor trustee appointed pursuant to the provisions of this will shall be vested with all powers, discretions, duties, and immunities granted to my trustee under this will with respect to such applicable trust, and shall be subject to all limitations and restrictions of my trustee with respect to such applicable trust; provided, however, that any additional or successor individual trustee appointed pursuant to the provisions of this will shall not have any powers and discretions which have not been given to other individual trustee(s) of such applicable trust. No successor trustee shall be liable for the actions of a predecessor trustee, and any such successor trustee may accept the assets delivered by a predecessor trustee without requiring any accounting of such predecessor trustee's actions and shall incur no liability therefor.

Section 10.9 - The incapacity of an individual to serve as a personal representative or trustee hereunder shall be determined by the attending physician of such individual, and a determination of incapacity shall be evidenced by a written statement from such attending physician indicating that such individual does not have the mental or physical capacity to serve as a personal representative or trustee hereunder.

ARTICLE 11

Spendthrift and Other Miscellaneous Trust Provisions

Section 11.1 - I hereby direct that, pursuant to Section 19-3B-502 of the Code of Alabama of 1975, as amended, and any similar or corresponding provisions of any later code, or the law of any other state, the interest of any person in any trust governed by this will shall not be liable for the obligations or debts of such person and shall not be assignable in any manner by such person, except for assignments that shall be specifically permitted by this will; and, except as permitted in this section, no part of any trust, or income therefrom, shall be pledged, encumbered or hypothecated in any manner by such person, nor shall any part of any trust, or income therefrom, be taken on execution, reached by creditor's bill, garnishment, or other process or writ by any person or entity having, or claiming to have, a claim against such person whether the same is contracted or incurred before or after the creation of any such trust. In this regard, it is my intent that each trust governed by this will shall be a "spendthrift trust" and accordingly, any interest of a beneficiary in a trust governed by this will shall be subject to a spendthrift trust that restrains both voluntary and involuntary transfers of such beneficial interests. The foregoing provision shall not be deemed a material purpose of any trust hereunder for purposes of Section 19-3B-411 of the Alabama Uniform Trust Code.

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Section 11.2 - Notwithstanding any preceding provision of this will, no special power of appointment conferred upon any person by this will shall be construed to confer upon such person any power to appoint the property subject to such power to himself or herself, any creditor of his or hers, his or her estate or any creditor of his or her estate; nor shall any such power be construed to permit the person on whom such power is conferred to make any appointment that constitutes a violation of the Rule against Perpetuities or of any rule of law relating to the permissible duration of a trust or power.

Section 11.3 - Notwithstanding any preceding provision of this will, no power granted to any individual as trustee of any trust created under this will to pay, distribute or use income or principal of any such trust to or for the benefit of any beneficiary of any such trust may be exercised by such trustee for the purpose of discharging a legal obligation of such trustee, including any legal obligation to support such beneficiary.

Section 11.4 - Notwithstanding any preceding provision of this will, no payment of principal (before the termination of any trust of which that principal is a part) to or for the benefit of any person to or for whom it may be paid shall be construed to be a debt of the person to or for whom it was paid, and, accordingly, no such payment shall be recouped in any way at any time.

Section 11.5 - My trustee may, in the discretion of my trustee, merge the assets of any trust governed by this will with the assets of any other trust, by whomsoever created, maintained for the same beneficiary or beneficiaries upon substantially the same terms. It is my expectation that my trustee will only exercise such power to merge trusts if the merged trust has the same inclusion ratio or treatment for GST tax purposes as the trust into which the merged trust will merge.

Section 11.6 - If the current market value of the assets available for the funding of any trust governed by this will shall be less than \$250,000 at the time of the funding of such trust, or if during the administration of any trust governed by this will the current market value of the principal of such trust shall be less than \$250,000, I direct that such trust shall not be funded or shall terminate, as the case may be, and that the assets which would have been distributed to, or are in, such trust shall be distributed free of trust to the person who under the applicable provisions of such article would be entitled to receive from such trust if funded, or who is then receiving, either outright or at the discretion of my trustee, all or any part of the income of such trust. If the assets of any trust governed by this will are merged with the assets of another trust, then I direct that, for purposes of this section, such trusts, as merged, shall terminate only when the aggregate current market value of the trusts, as merged, is less than \$250,000.

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ARTICLE 12
Powers of Trustee

Section 12.1 - The term "trust estate," as used in this article, shall be deemed to designate singly and collectively each and all of the following: the properties and property interests from time to time and at any time constituting my probate estate and each and every part and asset thereof and the properties and property interests from time to time and at any time constituting each and every trust under this will and each and every part and asset thereof.

Section 12.2 - In the course of the administration of the trust estate, my trustee may do and have done with respect to the trust estate all things that, in the uncontrolled judgment and discretion of my trustee, may seem necessary, desirable or proper to protect, promote or conserve the trust estate and the interests of any beneficiary hereunder in like manner as if my trustee were beneficially entitled to the trust estate; and every determination by my trustee in the construction of powers or in any matter with respect to which my trustee may be empowered to act, proceed or exercise any discretion shall be binding on all persons, organizations and entities howsoever interested in the trust estate and shall not be questioned or effectively objected to on any grounds by anyone. Notwithstanding either the intentionally broad language of the preceding sentence or the breadth of the language by which any power is conferred upon my trustee by this will, I declare and direct that all powers, discretions and immunities conferred upon my trustee by any provision of this article or otherwise shall constitute administrative, fiduciary powers, discretions and immunities and shall not constitute or be deemed to constitute powers of appointment; and, furthermore, each and every such power and discretion shall be exercisable only in the interests of the trust estate and of those beneficially interested therein and not for the personal benefit of my trustee.

Section 12.3 - Without limiting the generality of the first sentence of the immediately preceding section of this article in any way but solely to define with particularity certain of the powers, discretions and immunities conferred upon my trustee, I declare that my trustee shall have and may exercise, publicly or privately, personally or by attorney or agent, without prior approval, consent or order of any court and, unless otherwise explicitly provided in this will, without previous or other notice to or consent by anyone, each and all of the following powers, discretions and immunities in addition to any other powers, discretions and immunities that may be conferred upon my trustee by law or otherwise, all of which shall be broadly construed:

(1) To receive from any source, retain, acquire, make, sell or dispose of investments in any property of any kind, nature, character or description, whether real, personal or mixed and wheresoever situated, whether domestic, foreign or alien, and whether or not any of the same may be deemed permissible for trustees under the constitution or laws of any state or the United States, under the rules of any court or under any rule of policy anywhere, specifically including, but without limitation thereto, investments in any limited partnerships and other pass-through taxable entities and investments in regulated investment companies or other mutual funds;

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(2) To invest in the securities of new ventures, commodities, gold, silver and other precious metals, foreign securities, foreign currencies, oil, gas, minerals, timber and other interests in natural resources, futures contracts, spot contracts, puts, calls, straddles, short and long contracts, any form of option agreements, warrants, debt, convertible debt, repurchase agreements, and financial agreements of any nature whatsoever, and to engage in any form of investment or investment strategy whatsoever;

(3) To acquire or dispose of any asset of the trust estate, including real property in Alabama, another state or any other jurisdiction, for cash or on credit, at public or private sale; and manage, develop, improve, exchange, partition, change the character of, or abandon any asset of the trust estate;

(4) To retain, make, hold or dispose of investments and reinvestments without regard to any actual or potential lack of diversification of such investments;

(5) To hold any or all stock, securities or other paper whatever in bearer form; or to hold any or all such stock, securities or other paper or any or all personal or real property in the name of any personal representative or trustee of mine or in the name of some other person, organization or entity, all without disclosing any fiduciary relationship;

(6) To access, take control of, handle, manage, continue, distribute, or terminate any of my digital assets and digital accounts (as defined in Section 14.5), which authority shall include my trustee's authority over the content of any electronic communications set or received by me, all as authorized in and pursuant to the Alabama Revised Uniform Fiduciary Access to Digital Assets Act, as amended. In carrying out the powers granted herein, my trustee shall be authorized to obtain copies of any electronically stored files or information from any person or entity that possesses, custodies, or controls any such files or information and I further authorize any such person or entity that possesses, custodies, or controls any such files or information or that provides an electronic communication service or remote computing service, whether public or private, to divulge and release to my trustee: (a) any electronically stored files or information of mine; (b) the contents of any communication that is in electronic storage by such service or that is carried or maintained on such service; (c) any record or other information pertaining to me with respect to such service. The foregoing authorization is to be construed to be my lawful consent under the Electronic Communications Privacy Act of 1986, as amended; the Computer Fraud and Abuse Act of 1986, as amended; the Alabama Revised Uniform Fiduciary Access to Digital Assets Act, as amended; and any other applicable federal or state data privacy law or criminal law. My trustee may employ any consultants or agents to advise or assist my trustee in decrypting any electronically stored files or information or in bypassing, resetting, or recovering any password or other kind of authentication or authorization, and I hereby authorize my trustee to take any of these actions to access and control any of the following belonging to me: (i) any computing device; (ii) any data storage device or medium; (iii) any electronically stored file or information; and (iv) any user account. The terms used in this paragraph are to be construed as broadly as possible, and the term "user account" includes without limitation an established relationship between a user and a computing device or between a user and a provider of Internet or other network access, electronic communication services, or remote computing services, whether public or private;

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(7) To lease, as lessor or lessee, with or without options to purchase, renew or otherwise, grant easements over, make any agreements or contracts whatever with respect to, grant options upon, sell, exchange or in any other way dispose of, convey or transfer all or any part or asset of the trust estate for such consideration, on such terms and conditions, and for such period(s) of time (even though such period(s) may or does or do extend beyond the administration of my estate or the term of an applicable trust) as my trustee may deem desirable;

(8) To convert any property, whether real, personal, or mixed in any ratio, into any other property, whether real, personal, or mixed in any ratio;

(9) To manage, operate and administer all real property and interests therein; to make repairs or alterations (ordinary or extraordinary), to erect, maintain, replace, tear down, demolish, and raze, any improvements, buildings or other structures placed or to be placed on any such real property;

(10) To subdivide, develop, or dedicate land to public use, make or obtain the vacation of plats and adjust boundaries; to adjust differences in valuation on exchange or partition by giving or receiving considerations; and to dedicate easements to public use without consideration;

(11) To drill, explore, test, mine or otherwise exploit oil, gas or other minerals or natural resources; to enter into leases and arrangements for exploration and removal of oil, gas or other minerals or natural resources; and to enter into pooling and utilization agreements;

(12) To conduct environmental assessments, audits, and site monitoring to determine compliance with any environmental law or regulation thereunder, to take all appropriate remedial action to contain, clean up, or remove any environmental hazard, either on my trustee's own accord or in response to an actual or threatened violation of any environmental law or regulation; to institute legal proceedings concerning environmental hazards or contest or settle legal proceedings brought by any governmental agency concerned with environmental compliance or by a private party; and to comply with any order of a governmental agency or court directing an assessment, abatement, or cleanup of environmental hazards;

(13) To engage in, continue, dispose of or terminate any business, including farming and timbering, as a partner in a partnership (general, limited, limited liability or limited liability limited), as a member or manager of a limited liability company, sole proprietor, or as an owner of any other business entity;

(14) To organize or join with others in organizing or in forming any business entity or organization for any business, property or assets of mine, and to make changes from time to time, by organization, incorporation, agreement, sale, exchange, reorganization or dissolution of any character, in the style or form of the ownership or the conduct of any business or venture;

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(15) To manage, and to vote in person or by general or limited proxy with or without full power of substitution, all stock, securities and rights and interests evidenced by any other type of paper in any public or private corporation, trust, general partnership, limited partnership, limited liability company, registered limited liability partnership or association, in respect of all matters ordinary and extraordinary, including without limitation: the borrowing of money; the issuance or retirement of any of such stock, securities and other paper; the sale, exchange or other disposition of some or all assets; conversion; consolidation; merger; recapitalization; liquidation; dissolution; any other transaction or reorganization of any character whatever, whether or not in bankruptcy; and to retain any or all property received as a consequence thereof, without limitation as to time;

(16) From time to time but within a time permitted by law, to assign and transfer to a voting trustee or trustees, who may be or include any personal representative or trustee of mine, any or all stock in any public or private corporation; to select the voting trustee or trustees; and to propose, negotiate, fix, consent to or change the voting trustee or trustees, the terms, and any or all conditions and provisions subject to which any such stock shall be held by the voting trustee or trustees;

(17) To oppose, propose, become a party to, participate fully, partly or not at all in or carry out any transaction or any formal or informal plan of reorganization of any character whatever affecting any public or private corporation or other business unit any of whose stock, securities or other paper or any interest in which may be included in the trust estate; and to retain, without limitation as to time, any or all securities or other property that may be received in pursuance of any such action or plan of reorganization;

(18) To borrow, lend or advance money with or without security; and on any terms whatever to give or obtain security therefor by mortgage, pledge, security interest or any other means; and to sell, mortgage, or lease any real or personal property of the trust estate or any interest therein for cash, credit, or for part cash and part credit, and with or without security for any unpaid balance;

(19) On changed or unchanged terms, to renew or extend loans or any other indebtedness, however evidenced, at any time owing by or to me, any personal representative or trustee of mine in such capacity, or the trust estate;

(20) To compromise, settle, adjust or submit to arbitration any matter of dispute;

(21) To institute, prosecute, defend, become a party to, and participate in, any formal or informal actions, suits or proceedings, whether at law, in equity, or merely administrative;

(22) To keep the trust estate insured against casualty; and to insure the owners or users thereof or those beneficially interested therein against loss or damage with reference to the same;

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(23) To make all tax elections and determinations and to exercise all discretionary powers related to any such tax election or determination. Without limiting any such tax election or determination, I specifically authorize the trustee of any trust created under this will (other than any trustee who is also a beneficiary of such trust), within the meaning of Treas. Reg. § 1.643(a)-3(b) and (e), to (i) deem discretionary distributions of principal as being paid from capital gains realized during the year, or (ii) treat discretionary distributions of principal as being paid from capital gains realized during the year from the sale of certain specified assets or a particular class of investments. Such trustee may take any action that may be necessary in order for such deeming, treatment or other determination to be respected for income tax purposes so that such realized capital gains are included in the distributable net income of such trust;

(24) To effectuate the removal from Alabama of any part or all of the trust estate or, subject to Section 19-3B-108 of the Alabama Uniform Trust Code (and any similar or corresponding provisions of any later code or the law of any other state), to change the situs of administration of a trust from one jurisdiction to another jurisdiction (which may be another state or any other jurisdiction, including any jurisdiction outside of the United States) and to elect, by an instrument filed with the trust records, that the law of such other jurisdiction shall govern the administration of the trust to such extent as may be appropriate; provided, however, that no such election shall be made if it would alter any beneficial interest under the applicable trust;

(25) To mingle any or all of the property held in any of the trust estate created hereunder with, or in, investments held by or for any other trust estate or estates held hereunder, and accordingly to allocate the proper part thereof to each participating trust estate or any share thereof, all without designation to indicate any such division or allocation, so that, unless otherwise indicated, the property from time to time held by the trustee so mingled shall be deemed allocable in the proper proportions to each of the said trusts created or to be created hereby that are participants in any such mingled investments therein;

(26) To delegate investment discretion with respect to any of the trust estate to a co-personal representative, co-trustee or third party;

(27) To establish and change trust-accounting years and to establish, maintain or change the accounts, the bookkeeping and accounting systems, and the periods of time with respect to which the records of my estate and the trusts created under this will are maintained and taxes, income, gains and losses, and capital changes are determined;

(28) To allocate receipts and disbursements between income and principal in a manner consistent with applicable state law, including the power to adjust between income and principal as provided in, and subject to the limitations of, the provisions of Section 19-3A-104 of the Code of Alabama of 1975, as the same may be amended from time to time;

(29) To make distributions, including both pro rata and non-pro rata distributions, in cash or in specific property, real or personal, or an undivided interest therein, or partly in cash and partly in such property, to any beneficiaries under this will (including any trust or any beneficiary of any trust), and to do so, without regard to the income tax basis of specific

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property allocated to any beneficiary, without the consent of any beneficiary, and, as set forth above, without securing from any court any prior approval or other determination as to any such property to be distributed; and

(30) To pay reasonable compensation to any personal representative or trustee of mine, unless otherwise specifically provided in this will; provided, however, any trustee acting as a trustee of a trust hereunder agrees that no termination, severance or similar fees shall be payable to such trustee upon the distribution of any part or all of such trust or the termination of such trust or in the event such trustee resigns or is removed from acting as a trustee of such trust.

ARTICLE 13

Administrative Provisions

Section 13.1 - Each personal representative and trustee serving under this will shall be entitled to reasonable compensation for its services and shall, in addition, be reimbursed from the appropriate part of my probate estate or the appropriate trust for all costs and expenses reasonably incurred by such personal representative or trustee in the administration of my estate or any trust created under this will.

Section 13.2 - In the administration of my estate and the trusts created under this will, every personal representative and trustee may act personally or by, or in reliance upon the advice of, attorneys, accountants, investment advisors and managers, agents and other persons, organizations and entities and shall not be responsible to my estate or to any beneficiary of my estate for the acts or omissions or negligence of any thereof but shall be held only to the exercise of reasonable care in selecting, employing and retaining the same. Without limiting the generality of the first sentence of this section, I direct that while any individual is acting as a co-personal representative with any entity, or as a co-trustee with any entity, such individual shall be authorized to direct my personal representative or my trustee to employ any person, organization or entity to give investment advice and counsel to my personal representative or my trustee, and my personal representative or my trustee will employ such investment advisor and rely on such investment advisor's advice. If my personal representative or my trustee shall employ an investment advisor recommended by such individual personal representative or individual trustee, I direct that the entity serving as a co-personal representative or co-trustee shall not be responsible to my estate or to any beneficiary of my estate or any trust thereunder either for the acts, omissions or negligence of such investment advisor, or for the selection, employment or retention of such investment advisor. Likewise, the individual personal representative or individual trustee shall not be responsible to my estate or to any beneficiary of my estate or any trust thereunder for the acts, omissions or negligence of such investment advisor, but shall be held only to the exercise of reasonable care in selecting, employing and retaining such investment advisor.

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Section 13.3 - No person, organization or entity dealing with any personal representative or trustee of mine shall be under any obligation or liability to inquire into the authority of such personal representative or trustee to do any act done or sought to be done in the performance of any duty or in the exercise of any power or discretion conferred upon such personal representative or trustee; nor shall any person, organization or entity be under any obligation or liability to see to the proper application or disposition by any personal representative or trustee of the purchase price or other consideration for any property or to see to the proper disposition of any money or property lent or delivered to any personal representative or trustee.

Section 13.4 - Subject to the provisions of the next sentence, my personal representative, at all times during the administration of my estate, shall have and may exercise, for all of the same purposes or for any other purpose that may be necessary or desirable in the administration of my estate, all the powers and discretions, and shall have the benefit of all the immunities, granted to or conferred upon my trustee by any provision of this will or otherwise; and my personal representative shall have such powers, discretions and immunities with respect to my entire probate estate, irrespective of whether any trust shall in fact be due to be created under this will. However, no natural person who shall be both a personal representative and a trustee shall, in that person's capacity as a personal representative, have or exercise any power, discretion or immunity denied to, or not conferred on, such person as a trustee.

Section 13.5 - All the powers and discretions conferred on my personal representative and my trustee, by this will or otherwise, may be exercised by such personal representative and trustee after, as well as before, the vesting of any interest in my probate estate or in any trust created by this will until distribution in fact shall have been effectively completed.

Section 13.6 - No personal representative or trustee of mine shall be required (A) to make any bond for the faithful performance of any duties conferred upon such personal representative or trustee by this will or otherwise or (B) to make or file, for or in any court, any report, inventory, appraisal, settlement or accounting. No trustee of mine shall have any duty to inform any beneficiary or send any report or listing to any beneficiary under Section 19-3B-813 of the Alabama Uniform Trust Code, except for any non-waivable duty of such trustee to respond to a qualified beneficiary's request for information.

Section 13.7 - If any person to whom any property is given or devised, or to whom or for the benefit of whom any income or principal may be distributed pursuant to this will, is at the time of such gift, payment or distribution under any legal disability, such as minority or incompetence, according to the laws then in effect at such person's domicile, then my personal representative or trustee, in the discretion thereof, may deliver such property or pay or distribute such income or principal to such person, to the conservator of such person's property, to a custodian for the benefit of such person as may be designated by my personal representative or trustee under any applicable Uniform Transfers to Minors Act, or to some third party (including any personal representative or

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trustee of mine) for the benefit of such person; and the receipt of the person, organization or entity to whom such property is so delivered or such income or principal is so distributed shall discharge my personal representative or trustee with respect to the property, income or principal to which such receipt relates.

Section 13.8

(A) It is my desire to reduce the expenses of administration of my estate as much as possible and to provide for a consent settlement of my estate without notice or publication or posting pursuant to Section 43-2-506 of the Code of Alabama of 1975, as amended, which settlement shall be effective with respect to each legatee, distributee and devisee (hereinafter collectively referred to as "Beneficiary") under this will. Accordingly, in the event any Beneficiary entitled to receive property outright under this will is a minor or legally incompetent at the time of settlement of my estate, a parent, guardian, conservator or custodian (who may be designated by my personal representative), or an attorney-in-fact (referred to as "Agent" under Alabama law), of such Beneficiary may approve a consent settlement on behalf of such Beneficiary. In the event any Beneficiary entitled to receive property outright under this will is not living at the time of settlement of my estate, the personal representative or heirs of such deceased Beneficiary's estate may approve a consent settlement on behalf of such deceased Beneficiary or such deceased Beneficiary's estate. In the event any Beneficiary entitled to receive property under this will is a trust, or trustee of such trust, created under this will, I specifically direct that the trustee of such trust may approve a consent settlement of my estate on behalf of such trust, and such approval shall constitute the approval and consent of, and be binding on, such trust and all beneficiaries of such trust (whether any such beneficiary is born or unborn, is legally competent, a minor or legally incompetent, or has a present, future, vested or contingent interest in such trust). The preceding sentence shall be applicable and effective notwithstanding that my personal representative and the trustee of such trust are the same; provided, however, it shall not be applicable where the same entity (as opposed to an individual) is my sole personal representative and the sole trustee. I further direct that my personal representative, in a consent settlement of my estate, shall be fully discharged and relieved of any obligations and liabilities as such personal representative with respect to all Beneficiaries under this will, including any trust which is a Beneficiary and the beneficiaries of such trust, and I direct that the trustee of any trust created under this will, in approving a consent settlement, shall be fully discharged and relieved of any obligations and liabilities with respect to the beneficiaries of such trust.

(B) It is also my desire that any trust created under this will, at the time of the termination of such trust, may be settled by consent without notice, publication, posting or further court proceeding, upon the receipt of consents by the beneficiaries of such trust. Consents by beneficiaries of a trust may be made in the same manner as consents are provided for in paragraph (A) above for Beneficiaries under my will. With respect to any possible beneficiary of a trust who is then unborn, any person who would be deemed to be an appropriate virtual representative for such unborn beneficiary may approve a consent settlement of such trust on behalf of such unborn beneficiary. Any consent to settlement of a trust upon its termination as provided in this paragraph shall be by written instrument properly executed and notarized; shall be binding upon the

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beneficiary or beneficiaries (whether born or unborn) for whom such consent is executed, his or her respective heirs, lineal descendants or appointees; shall fully discharge and relieve the trustee of the terminating trust of any obligation or liabilities with respect to the beneficiary or beneficiaries of the terminating trust; and shall fully discharge and relieve the trustee of a trust which is a beneficiary of the terminating trust of any obligation or liabilities with respect to the beneficiary or beneficiaries of such trust.

Section 13.9 - My personal representative is authorized, in my personal representative's sole discretion, to allocate any portion of my GST exemption under Section 2631(a) of the Internal Revenue Code to any property as to which I am the transferor, including any property transferred by me during life as to which I did not make an allocation prior to my death.

Section 13.10 - My trustee is authorized, in my trustee's sole discretion, to divide property to be held in any trust to be administered hereunder by such trustee, which would otherwise have an inclusion ratio, as defined in Section 2642(a)(1) of the Internal Revenue Code, of neither one nor zero, into two separate trusts representing two fractional shares of the property being divided, one to have an inclusion ratio of one and the other to have an inclusion ratio of zero.

ARTICLE 14

Definitions and Other Miscellaneous Provisions

Section 14.1 - Any person conceived but unborn before any time that is material under this will, and thereafter born alive and surviving for ninety (90) days, shall for all purposes of this will be deemed to have been living at that time and to have survived a person dying at that time.

Section 14.2 - The terms "child," "descendant" and "lineal descendant," and the plural of each, as used in this will, shall for all purposes of this will be deemed to include persons legally adopted, provided that such adoption occurs prior to the adopted person attaining twenty-one (21) years of age. In addition, the terms "descendant" and "lineal descendant," and the plural of each, as used in this will, shall for all purposes of this will be deemed to include both persons of the blood of, and persons legally adopted by, legally adopted persons, provided that such adoption occurs prior to the adopted person attaining twenty-one (21) years of age.

Section 14.3 - If any person who might receive property outright under this will or who might be the beneficiary of a trust created under this will shall not survive me by ninety (90) days [, I direct that for purposes of determining whether any gift of property is made to, or in trust for the benefit of, such person under this will, such person shall be deemed to have predeceased me.

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Section 14.4 - The terms "deferrable retirement benefit" and "required minimum distribution" as used in this will shall mean the following:

(A) "Deferrable retirement benefit" shall mean any retirement benefit, as defined in this paragraph, that meets the following two requirements. First, it is subject to the minimum distribution rules, as defined in paragraph (B) below. Second, the trust which is the owner or beneficiary of such retirement benefit has the option (either under the terms of the plan or arrangement that governs such retirement benefit, or by transferring such retirement benefit to an inherited IRA) to take distributions from such retirement benefit in annual installments over the life expectancy of a beneficiary of such trust or a term of years such as ten (10) years. Benefits payable under a plan or arrangement that is not subject to the minimum distribution rules, such as a nonqualified deferred compensation plan under current law, are not deferrable retirement benefits. The term "retirement benefit" shall mean a trust's interest in one or more of the following types of assets if payable to such trust as beneficiary or if owned by such trust: a qualified or nonqualified annuity; a benefit under a qualified or nonqualified plan of deferred compensation; any account in or benefit payable under any pension, profit-sharing, stock bonus, or other qualified retirement plan; any individual retirement account or trust; and any and all benefits under any plan or arrangement that is established under one or more of Sections 408, 408A, 457, 403 or 401 (or similar provisions) of the Internal Revenue Code.

(B) "Required minimum distribution" for any year shall be, for each retirement benefit, (i) the value of the retirement benefit determined as of the preceding year-end, divided by (ii) the applicable distribution period; or such greater amount (if any) as my trustee shall be required to withdraw from the retirement benefit to avoid penalty. Notwithstanding the preceding sentence, the required minimum distribution for the year of my death shall be, for each retirement benefit, (i) the amount which I was required to withdraw or take from such retirement benefit during the year of my death, less (ii) any amount(s) actually distributed to me from the retirement benefit during such year. The term "minimum distribution rules" shall mean the rules of Section 401(a)(9) of the Internal Revenue Code, including the applicable regulations thereunder. The terms "life expectancy" and "applicable distribution period" shall have the same meaning as under the minimum distribution rules.

Section 14.5 - For purposes of this will, the term "digital assets" shall mean all digital and electronic files or information (such as emails, documents, images, audio, video, and similar files or information which currently exist or may exist as technology develops or such comparable items as technology develops) which is stored on digital devices, including, but not limited to, desktops, laptops, tablets, peripherals, storage devices, mobile telephones, smartphones, and any similar digital device which currently exists or may exist as technology develops or such comparable items as technology develops, regardless of the disposition of the digital device upon which the digital asset is stored. For purposes of this will, the term "digital accounts" shall mean all email accounts, software licenses, social network accounts, social media accounts, file sharing accounts, domain registration accounts, domain name service accounts, web hosting accounts, tax preparation service accounts, online stores, affiliate programs, other online programs, including frequent flyer

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and other bonus programs, and similar digital items which currently exist or may exist as technology develops or such comparable items as technology develops.

Section 14.6 - Within nine months after my death, any person, or the personal representative of any person who shall not survive me nine months, may disclaim all or part of any interest in property given or devised to such person under the provisions of this will by written instrument delivered to my personal representative, which instrument shall be recorded in the probate office in which this will is probated, and, unless otherwise specifically provided by the terms of this will, the disclaimed property shall pass under the terms of this will as if such person had predeceased me. If provisions of this will provide for the specific disposition of property in the event of a disclaimer, I direct that such property shall pass as specifically provided. In addition, if such provision relates to a disclaimer of property to be placed in trust, I direct that the disclaimer solely by the person so designated in such provision shall constitute the complete and effective disclaimer of such property by all persons having an interest in the trust, such as the trustee or other beneficiaries (including both income and remainder beneficiaries), and such disclaimed property shall pass as provided in such provision.

Section 14.7 - The beneficiary of any trust created hereunder, who is entitled to income of such trust and who dies during the term of such trust, shall be entitled to all undistributed income and all accrued income as of the date of death of such beneficiary, unless otherwise specifically provided by this will. Upon the death of such beneficiary, such income shall be payable to the personal representative of such beneficiary's estate. For purposes of this section, the beneficiary of a trust which provides for the distribution of income to the beneficiary only at the discretion of the trustee shall not be deemed to be entitled to the income (whether accumulated or accrued) of such trust upon the death of such beneficiary, and such income shall be administered and distributed in the same manner as the principal of such trust (including the exercise of any power of appointment), unless otherwise specifically provided by this will.

Section 14.8 - This will contains provisions for one or more trusts with an interest for a beneficiary for life or a term of years and with the remainder to beneficiaries to be determined upon the death of such life beneficiary or upon the expiration of such term of years. Unless the provisions of this will specifically direct the disposition of property subject to any such trust in the event of a disclaimer, I direct that if a life or term beneficiary should disclaim part or all of such life or term interest, (i) the beneficiaries to receive the remainder interest under such trust shall be determined at the time when such life interest or term of years would have commenced and not at the time of the death of such life beneficiary or the expiration of such term of years; and (ii) the remainder interest under such trust shall be accelerated and the property to be held during such life or term interest shall be distributed in accordance with the terms of this will as if such life or term beneficiary were not living at the time when such life or term interest would have commenced.

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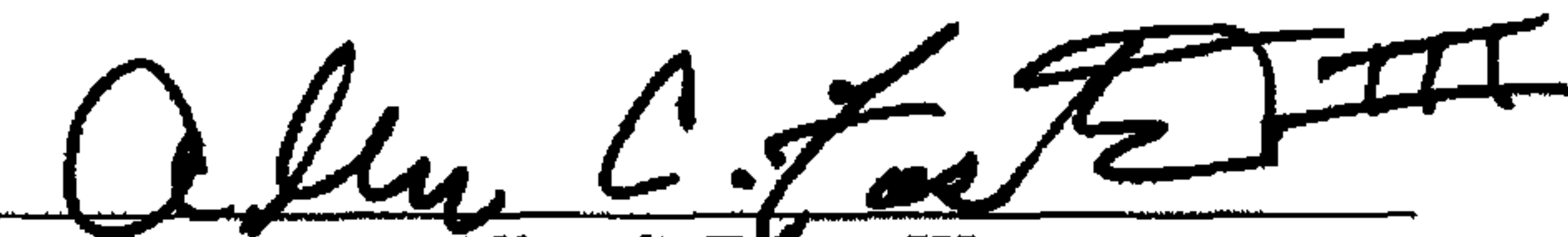
Section 14.9 - References in this will to the "Internal Revenue Code" shall mean the Internal Revenue Code of 1986, as amended, and reference to any provision or section of that Code shall also be deemed to refer to the provision or section of the federal tax law, in effect at my death or such other applicable time, that corresponds to the provision or section referred to in this will.

Section 14.10 - References in this will to Alabama Wildlife Federation shall be deemed to designate the entity existing or known by that name at the time of the execution of this will or any entity that succeeds immediately, intermediately or ultimately to such entity or to all or substantially all (as defined in the next sentence) of the assets of such entity by whatever means such succession may occur, including a dissolution of such entity. For purposes of the preceding sentence, "substantially all" shall mean not less than eighty percent (80%) of the assets.

Section 14.11 - The headings in this will are for convenience of reference only and shall not limit or otherwise affect any of the terms hereof. Unless otherwise specified, references in this will to articles, sections or paragraphs by their numbers, designations or location shall be deemed to designate the appropriate article, section or paragraph of this will.

Section 14.12 - If any person shall (i) contest the probate or validity of my will or codicils thereto, any other trust created by me, any other estate planning document of mine (collectively, "Estate Planning Documents") or any provision of said Estate Planning Documents, (ii) institute or join in (except as a party defendant) any proceeding to contest the validity of any Estate Planning Documents or any provision of said Estate Planning Documents, or (iii) prevent any provision of any Estate Planning Documents from being carried out in accordance with its terms either by contesting its validity or by consenting to a settlement of a proceeding contesting the validity of any Estate Planning Documents or any provision of said Estate Planning Documents, regardless of whether or not such proceedings are instituted in good faith and with probable cause, then such person and his or her descendants shall receive no part of either of my estate or any trust referred to herein, and the person as well as his or her descendants shall instead be deemed to have predeceased me for all intents and purposes.

I, Allen C. Foster III, the testator, sign my name to this instrument on this the 10th day of April, 2025, 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 eighteen years of age or older, of sound mind and under no constraint or undue influence.


Allen C. Foster III

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Andrew Weatherston - Judge of Probate

St. Clair County, Alabama

We, Kimberly Calvert and Linda Knight, 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 the testator's last will and that the testator 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 eighteen years of age or older, of sound mind and under no constraint or undue influence.

SIGNATURE OF WITNESS

ADDRESS OF WITNESS

Kimberly Calvert

1819 Fifth Avenue North
Birmingham, AL 35203

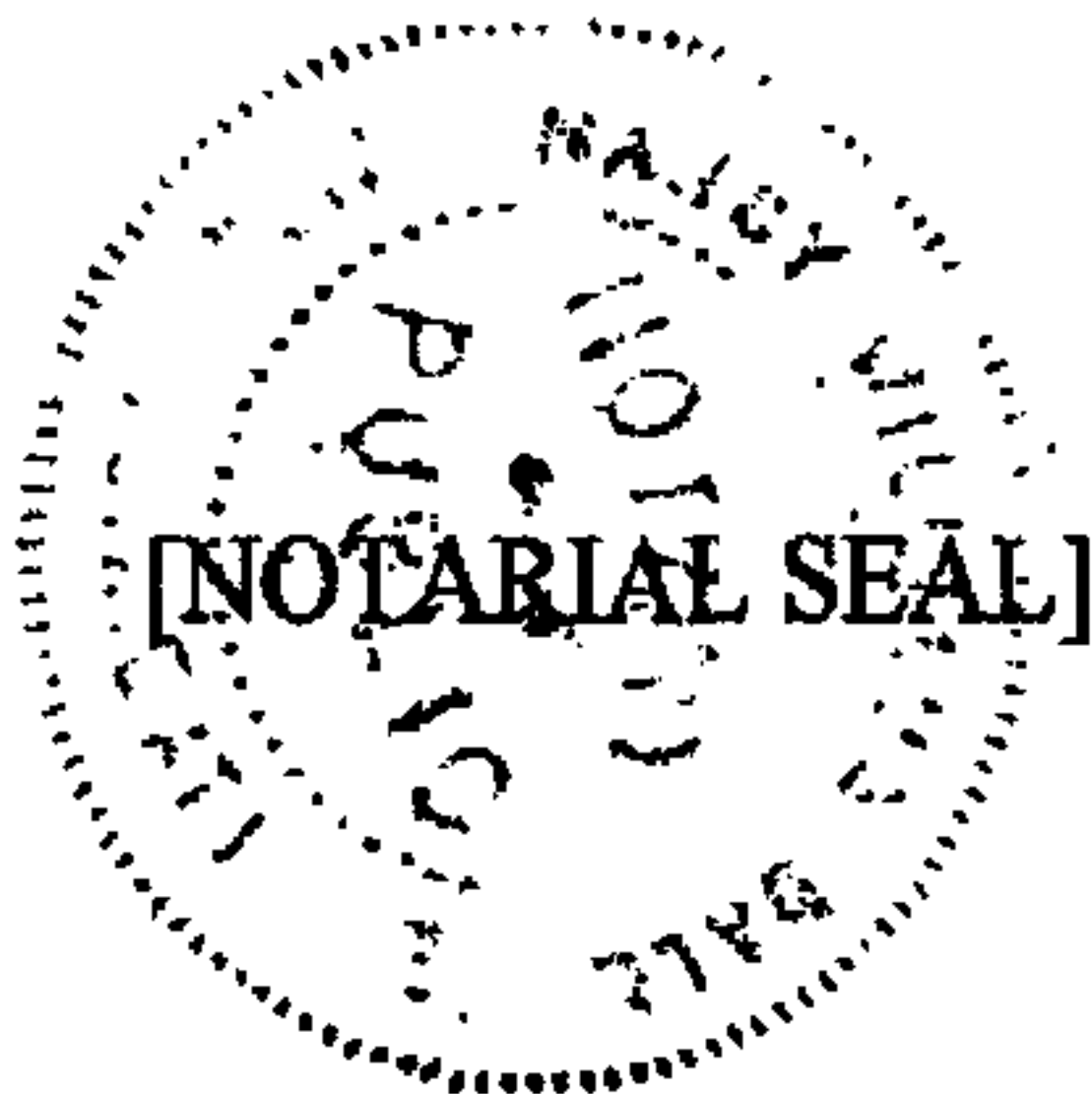
Linda Knight

1819 Fifth Avenue North
Birmingham, AL 35203

STATE OF ALABAMA)

COUNTY OF ST. CLAIR)

Subscribed, sworn to and acknowledged before me by Allen C. Foster III, the testator, and subscribed and sworn to before me by Kimberly Calvert and Linda Knight, witnesses, this the 10th day of April, 2025.



My WE kel
Notary Public

My Commission Expires: August 31, 2027

This instrument prepared by
Nancy W. Ball
Bradley Arant Boult Cummings LLP
One Federal Place
1819 Fifth Avenue North
Birmingham, AL 35203-2119
(205) 521-8000

*** Certified Copy Page ***

I, Andrew Weathington, Judge of Probate, do hereby certify that the foregoing is a FULL, TRUE and CORRECT copy of the Instruments(s) herewith set out as same appears of record in: WILL BOOK - 2025, AT PAGE - 2202 in said court.

Witness my hand and seal this 10 Day of June, 2025.

A handwritten signature in black ink, reading "Andrew Weathington", is written over a horizontal line.

Judge of Probate

St. Clair County, Alabama

**IN THE PROBATE COURT FOR ST. CLAIR COUNTY, ALABAMA
NORTHERN DIVISION IN ASHVILLE**

**IN THE MATTER OF THE ESTATE OF: ALLEN C. FOSTER III A/K/A ALLEN
CLAUDE FOSTER III, deceased**

CASE NO. N-2025-188

**DECREE ADMITTING WILL TO PROBATE
AND GRANTING LETTERS TESTAMENTARY**

This cause came before this Court on the sworn Petition For Probate of Self-Proving Will by **SUZANNE FOSTER MALDONADO AND MICHAEL DAVID PHILLIPS** to have admitted to probate and record an instrument which purports to be the Will of **ALLEN C. FOSTER III A/K/A ALLEN CLAUDE FOSTER III** notice having been issued and served as required by law upon the spouse and next of kin, (service of notice having been accepted by those who are over the age of nineteen years and of sound mind), and the Court having heard the evidence offered and the Court being satisfied from the said evidence that the instrument, which purports to be the Will of the said decedent is the legal Will of the said decedent.

IT IS THEREFORE, ORDERED by this Court that the said instrument which purports to be the Will of the said decedent was duly and legally executed by **ALLEN C. FOSTER III A/K/A ALLEN CLAUDE FOSTER III** that the said instrument is the legal Will of the said decedent; that the said Self-Proving Will is hereby admitted to Probate and Record in this Court; and that pursuant to **Code of Alabama 43-2-21 (1975)**, Letters Testamentary be granted to the Personal Representative(s) under said Will.

It is further **ORDERED** by this Court that the said Personal Representative(s) shall have all the powers and duties provided in the Will and all the general powers, without limitation, authorized for transactions enumerated in **Code of Alabama 43-2-843 (1975 as amended)**.

It is further **ORDERED** that the said Personal Representative(s) proceed without delay to collect and take possession or control of the personal property and evidence of debt of the said decedent, except the personal property exempted under **Alabama Code 43-8-111 (1975, as amended)** in favor of the surviving spouse. (The Will expressly relieves the Personal Representatives of the requirement to post bond or file an inventory.) The said Will of the decedent, together with the evidence and testimony of the subscribing witnesses, be recorded in the Probate Records of St. Clair County, Alabama, as provided by law.

Dated this 28 day of May, 20 25.



Hon. Andrew Weathington, Judge of Probate

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Andrew Weathington - Judge of Probate
St. Clair County, Alabama

**IN THE PROBATE COURT FOR ST. CLAIR COUNTY, ALABAMA
NORTHERN JUDICIAL DIVISION AT ASHVILLE**

**IN THE MATTER OF THE ESTATE OF:
ALLEN C. FOSTER III A/K/A ALLEN CLAUDE FOSTER III., deceased**

CASE NO. N-2025-188

LETTERS TESTAMENTARY

BE IT REMEMBERED AND MADE KNOWN TO ALL WHOM IT MAY CONCERN:

That the Will of the above-named deceased having been duly admitted to record in said County, **Letters Testamentary** are hereby granted to **Suzanne Foster Maldonado and Michael David Phillips**, Co-Personal Representatives named in said Will, who have duly qualified in compliance with the requisites of the laws, and is authorized to administer such estate in accordance with the procedures provided in *Alabama code 43-2-830, et seq., (supp. 1993)*, including the power permitted in *43-2-843 Code of Alabama, 1975* without prior court order, as further modified expressly in the Will.

Dated this 28 day of May, 2025.



Hon. Andrew Weathington, Judge of Probate

I, **Rebecca L. Watson**, Chief Clerk of the Court of Probate for St. Clair County, Alabama, hereby certify that the foregoing is a true, and correct and full copy of the **Letters Testamentary** issued in the above-styled cause as appears of record in said Court. I further certify that said **Letters** are still in full force and effect.

Given under my hand and official seal of the said Court, this the _____ day of

_____, 20____.

Rebecca L. Watson, Chief Clerk

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Andrew Weathington - Judge of Probate
St. Clair County, Alabama



Filed and Recorded
Official Public Records
Judge of Probate, Shelby County Alabama, County
Clerk
Shelby County, AL
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Allen S. Beigel