

our children or our heirs, or minor heirs and the debts owing to me to be collected by our son D. S. LEWIS.

NOW THEREFORE our will and desire is that we for and in consideration of twenty-five dollars to us paid by our son, D. S. LEWIS, the receipt whereof is hereby acknowledged that is to perform the duties and comply with the request as afore stated and upon the proof of the fulfillment and obedience to the foregoing request then all of my property right acquiescence and demands is and shall be the property of our son D. S. LEWIS, and to his heirs and assigns forever and that the intention of the foregoing is to convey with a good and sufficient warranty all of our belongings of our personal or real property unto our son, D. S. LEWIS, in testimony whereof we have hereunto set our hands affixed our seals this the 17th day of May, 1928.

G. T. Lewis (seal)
M. E. Lewis (seal)

WITNESSES TO THE ABOVE WILL:

U. W. Cumber
C. H. Sellers
Layton Swain

STATE OF NORTH CAROLINA
COUNTY OF BRUNSWICK

I, J. B. ATKINSON, A NOTARY PUBLIC, in and for the above named county and state, do certify that the execution of the foregoing will and deed was this day acknowledged before me by G. T. Lewis, and his wife, M. E. Lewis, for the purpose therein expressed and the said wife of G. T. Lewis being by me privately examined separately and a part from her said husband or any other person as touching her voluntary execution of the same doth state that she signed the same freely and voluntarily without fear or compulsion of her said husband or any other person and that she doth still voluntarily assent thereto witness my hand and Notarial seal this the 17th day of May 1928.

My commission expires June the 29th, 1929.

J. B. Atkinson
NOTARY PUBLIC
BRUNSWICK COUNTY

STATE OF NORTH CAROLINA
GASTON COUNTY

I, EARL E. GROVES, a citizen and resident of the County of Gaston, State of North Carolina, do hereby revoke and declare utterly null and void any and all wills and codicils heretofore made by me; and I do hereby make, publish and declare this to be my last will and testament, in manner and form following, to-wit:

ITEM I.

I direct that all of my just debts, my funeral expenses, and the cost of such monument at my grave as my wife and/or family may approve, shall be paid as soon as practicable and convenient after my death; provided, however, that any debt for the payment of which I may have become and be obligated at the time of my death, either as maker, endorser, principal, surety or otherwise, and whether secured or unsecured, may be by the Executors and/or Trustees hereinafter named carried, renewed, extended and re-financed, from time to time, upon such terms and with such security as said Executors and/or Trustees may deem advisable. I also direct that all estate, inheritance, transfer, succession or other taxes or duties imposed and levied with respect to any property owned by me at the time of my death, or any property which may be taxable as a part of, or as if a part of, my estate, and including proceeds of insurance upon my life, shall be out of my general estate, as if an expense of the administration thereof, and shall not be charged against, or recovered from the several beneficiaries hereunder, or the takers of any such property or proceeds of insurance.

ITEM II.

I do give and bequeath all tangible personal property owned by me at the time of my death, excepting and excluding any tangible personal property which I, or any person, in which I may be a member, may own and use in connection with the operation of my business, to my wife, Lucia McLees Groves, if she shall have survived me; but if my said wife shall not have survived me, then I do give and bequeath same to my children as surviving, in equal shares and portions, and to be divided among them as my said surviving children may agree among themselves; or in the event my surviving children in such case should not be able to agree upon the division thereof, then the Executors under this will shall divide same equally among my surviving children in such manner as they may deem advisable and for their best interests. Any tangible personal property to which my minor beneficiary may become entitled under this Item of my will may be by my Executors turned over and delivered to the guardian or other person having the care and management of such minor beneficiary, whose receipt therefor shall be a full acquittance to the Executors; or my Executors may deliver any such tangible personal property to any other beneficiary whom they may deem to have attained such age and discretion as to such course, and whose receipt therefor shall be a full acquittance to my Executors.

ITEM III.

If during the administration of my estate and only before the setting up of the trust estates hereinafter provided for, the income and annuities received by my said wife, Lucia McLees Groves, and by my lineal descendants, from all sources whatsoever, including income which my said wife may receive as the natural guardian of any of my children for their use, benefit and support, shall not in the opinion of my Executors be sufficient to provide my said wife and my said lineal descendants with such comfortable maintenance, support and pleasure as they were used to enjoy during my lifetime, and in the case of my children, an education, including a collegiate education, then I direct my Executors to pay to my said wife out of my estate, and beginning immediately after my death if deemed necessary, and if in the opinion of my Executors my estate is solvent and will provide therefor, such amounts as they in their discretion shall deem reasonably necessary and sufficient, when added to such other annuities and income as may then be received by my said wife and/or my lineal descendants, to provide my said wife and my said lineal descendants with such reasonable support, maintenance, pleasures and education.

ITEM IV.

All of the rest, residue and remainder of my property and estate, of every kind, class and description and whatsoever situate, lying and being, of which I may die seized and possessed, or to which I may be in any way entitled at the time of my death, or to which I may become entitled hereafter become entitled, and which is here-

inafter sometimes referred to as my "residuary estate", I do hereby devise and bequeath as follows:

A. If, and only if, my said wife, Lucia McLees Groves, shall have survived me, then I do devise and bequeath to her in fee simple and absolutely, that portion or part of my residuary estate equal in value to forty per centum (40%) of my said residuary estate, valued and figured, however, before payment of, or any provision for payment of, and undiminished by, any federal estate taxes and/or state inheritance taxes; provided, however, and I do direct that there shall be included so far as possible in the share or portion of my residuary estate so devised and bequeathed to my said wife only such properties or interests therein as will qualify under federal estate tax laws then in force for inclusion within the so-called "marital deduction", if the federal estate tax laws shall then provide for such so-called "marital deduction".

B. All of the rest and remainder of my said residuary estate, or the whole of my said residuary estate in the event my said wife shall have predeceased me, shall be divided into such number of equal shares or portions as that one such equal share or portion shall be set aside for my son, Earl Thornwell Groves, who was born the 23rd day of June, 1927, or for his issue collectively if he shall have predeceased me leaving issue surviving; one such equal share or portion shall be set aside for my daughter, Miriam Elizabeth Groves, who was born the 27th day of April, 1929, or for her issue collectively if she shall have predeceased me leaving issue surviving; one such equal share or portion shall be set aside for my daughter, Jean Abney Groves, who was born the 9th day of June, 1934, or for her issue collectively if she shall have predeceased me leaving issue surviving; one such equal share or portion shall be set aside for my son, David McLees Groves, who was born the 3rd day of February, 1944, or for his issue collectively if he shall have predeceased me leaving issue surviving, and all subject to the following further terms and provisions, to-wit:

1. If my said son, Earl Thornwell Groves, shall have survived me, then the share or portion of my residuary estate so to be set aside for him as aforesaid shall go, belong and vest in him in fee simple absolute; but if my said son, Earl Thornwell Groves, shall have predeceased me leaving issue him surviving, the share or portion so to be set aside for his surviving issue shall be by the Trustees hereinafter named to be held in trust for such surviving issue under the provisions hereinafter set forth.

2. The shares or portions of the residuary estate so to be set aside for each of my other children above named, viz: Miriam Elizabeth, Jean Abney and David McLees, and for the issue collectively of any one of my children, including said Earl Thornwell, who shall have predeceased me leaving issue him surviving, I do devise and bequeath to my said wife, Lucia McLees Groves, my said son, Earl Thornwell Groves, and American Trust Company of Charlotte, North Carolina, a corporation organized under the banking laws of the State of North Carolina, with its principal office in said City, and who are hereinafter referred to as "Trustees", or to the survivor or survivors of them, in trust nevertheless for the equal use and benefit of my three younger children above named and the issue collectively of any one of my four children above named who may have predeceased me leaving issue him surviving and for the following uses and purposes and subject to the following limitations and conditions, and none other, to-wit:

The properties to be held in trust hereunder for each child of mine and for the issue collectively of each child of mine who may have predeceased me leaving issue shall be set up, handled and administered as a separate, segregated trust for each surviving child and the issue collectively of each such predeceased child.

The Trustees shall take, hold, manage and control all of the properties at any

time held in trust hereunder, and shall collect, receive and receipt for all income, gains, rents and profits therefrom; and after paying, or providing for the payment of, any and all taxes, fees and expenses incurred by the Trustees in the administration and preservation thereof, including, but not being limited to, commissions of the corporate Trustees, court costs and attorneys' fees, if any, the Trustees shall pay over, transfer, convey and assign the net income and also the principal of each of the aforesaid separate, segregated trusts, in the manner and installments, at the time, for the purposes and to or for the use and benefit of the beneficiaries as hereinafter provided, to-wit:

a. The word "Beneficiary" as hereinafter used in this Item IV shall be taken, held and construed as referring to and including only my lineal descendants for whom any part of my residuary estate shall have originally been set aside to be held in trust hereunder; and the masculine personal pronoun shall be construed as including also the feminine, unless in either case the context should otherwise indicate or require.

b. The net income from the property held hereunder for the use and benefit of each of the Beneficiaries hereunder, or only such part thereof as the Trustees in their unlimited discretion may deem under the circumstances reasonably necessary to provide for the support, maintenance and education of such Beneficiary, shall be paid to or used and applied by the Trustees for the use and benefit of each such Beneficiary until he shall have arrived at the age of twenty-three (23) years; provided that such part of said net income as shall not be paid out and distributed during the said time for the purposes aforesaid may be held, accumulated and from time to time invested by the Trustees and may thereafter and at any time be used and expended for the purposes aforesaid. Upon and after the arrival of each such Beneficiary at the age of twenty-three (23) years, he shall receive and be paid such income, if any, as shall theretofore have been accumulated and as may then be held for his use and benefit, and shall thereafter receive and be paid the entire net income from the property thereafter and from time to time held hereunder for his use and benefit and so long as he shall live; provided, however, that if the income received by any such Beneficiary under this paragraph of my will, when added to all other income and annuities received by such Beneficiary from any and all other sources or sources whatsoever, shall not in the opinion of the Trustees be sufficient to provide and afford such Beneficiary such reasonable care, support and education as his necessities and station in life would warrant, then the Trustees, in their discretion, may from time to time, and anything hereinafter provided with respect to the distribution of the principal of the trust property to the contrary notwithstanding, pay over and transfer to such Beneficiary such sums from the principal of the property held hereunder for his use and benefit as will in the opinion and discretion of the Trustees and when added to such other income and annuities received by the said Beneficiary provide him with such reasonable support, maintenance and education.

c. There shall be transferred, paid over and assigned to each female Beneficiary hereunder, as above defined and exclusive of my wife, only the following portions of the principal of the property held hereunder for her use and benefit at the times indicated, to-wit:-(a) if she shall have arrived, or upon her arrival, at the age of twenty-five (25) years, one fourth (1/4) thereof; and (b) if she shall have arrived, or upon her arrival, at the age of thirty (30) years, one-third (1/3) of the balance and remainder thereof. The balance of the principal of the property held hereunder for the use and benefit of any such female Beneficiary not distributed under the foregoing provisions shall continue to be held in trust hereunder for the use and benefit of such female Beneficiary so long as she shall live; but provided, however, that the foregoing provisions with respect to the distribution of principal to such female Beneficiary shall apply not only to the original property set aside to be held hereunder for her use and benefit, but also to accretions thereto from other trusts hereunder occurring by reason of the death of any other Beneficiary.

d. The principal of the property held hereunder for the use and benefit of any male Beneficiary as hereinbefore defined shall be paid over, delivered and transferred in fee simple to such male Beneficiary in the following installments and at the following times, to-wit: (a) if he shall have arrived, or upon his arrival, at the age of twenty-three (23) years, one-third (1/3) thereof; and (b) if he shall have arrived, or upon his arrival, at the age of twenty-eight (28) years, one-half (1/2) of the balance and remainder thereof; and (c) if he shall have arrived, or upon his arrival, at the age of thirty-five (35) years, the balance and remainder thereof; provided, however, that the foregoing provisions with respect to the distribution of principal of such male Beneficiary shall apply not only to the original property set aside to be held hereunder for his use and benefit, but also to accretions from other trusts hereunder occurring by reason of the death of any other Beneficiary.

e. If any Beneficiary as hereinbefore defined should die before final distribution to him of all of the principal and/or accumulated income of the property hereunder for his use and benefit, then the property then held in trust hereunder for the use and benefit of such Beneficiary so dying shall go, belong and be distributed as hereinafter directed in the light of the circumstances enumerated, to-wit: (a) if such Beneficiary so dying should leave a child, children or the issue of such Beneficiary, then to such child, children or issue of such Beneficiary, and/or a spouse with whom he shall have been living at the time of his death, surviving, then to such of the issue of such Beneficiary so dying and/or surviving spouse, in such proportions and subject to such limitations as such Beneficiary so dying may by his last will and testament appoint, provide and direct.

in order to effectuate a valid exercise of such restricted power of testamentary disposition, it shall not be necessary that such will shall specifically devise, bequeath or mention the properties held in trust hereunder for such testator, but any provisions of the will of such testator purporting to transmit and dispose of his own separate property and estate only to the limited classes of beneficiaries above described, shall be taken, held and construed as likewise transmitting and disposing of the property held in trust hereunder for such testator and provided further, that for the purposes, and only for the purposes, of this clause (a), any child who may have been legally adopted by such Beneficiary so dying and whose adoption shall be in full force and effect at the date of the death of such Beneficiary shall be considered the same as an actual child of such Beneficiary; (b) if such Beneficiary should die without having made any valid testamentary disposition of the whole or any part of the property held in trust hereunder for his or her use and benefit under the restricted power of disposition hereinbefore conferred and leaving a child, children or the issue of such him/her surviving, then said property, or the part thereof with respect to which said testamentary power of disposition shall not have been exercised, shall go and belong to such surviving child or children and the issue of such in fee simple and per stirpes; provided, however, that any property to which any minor may become entitled under this clause (b) shall continue to be held in trust hereunder by the Trustees for the use and benefit of such minor until he shall have arrived at the age of twenty-one (21) years; and until arrival of such minor at the age of twenty-one (21) years, the Trustees shall pay to, or use and apply for the benefit of such minor, so much of the net income and/or principal of the property held hereunder, from time to time, for his benefit as the Trustees in their sole discretion may deem to be reasonably necessary to furnish such minor with maintenance, support and educational opportunities, and any such income not so used and applied may be accumulated and invested and later and from time to time used and applied for the purposes aforesaid; and upon arrival of such minor at the age of twenty-one (21) years there shall be transferred and distributed to him, and he shall thereafter hold in fee simple and freed of trust all of the property, both accumulated income and principal, then held hereunder, for his use and benefit; and if such minor should die before having attained the age of twenty-one years, the property then held hereunder for his use and benefit shall go and belong in fee simple to, and finally vest in, those persons of my blood only who, under the laws of the State of North Carolina then in force, would be entitled to take his personal property in the event of his death intestate; (c) if such Beneficiary should die without having made any valid testamentary disposition of the whole or any part of the property held in trust hereunder for his or her use and benefit under the restricted power of disposition hereinbefore conferred and without leaving any child, children or the issue of such him surviving, then said property, or the part thereof with respect to which such testamentary power of disposition shall not have been exercised, shall go and belong in equal shares and portions in fee simple to and, except as hereinafter otherwise provided, shall be distributed to, such of my children as may then be living and the issue collectively of each child of mine who may theretofore have died leaving issue him then surviving, the division to be per stirpes; provided, however, that the share or portions of such property to which any Beneficiary for whom any property may then continue to be held in trust hereunder may become entitled, shall be added to, and become a part of, the trust property then held in trust hereunder for such Beneficiary and shall finally vest and be distributed as hereinbefore provided with respect to the principal of the original share of such Beneficiary, the word "Beneficiary" as used in the immediately preceding clause hereof to include any Beneficiary then entitled to receive income from property held hereunder in trust for his use and benefit; and (d) if such Beneficiary should die without having made any valid testamentary disposition of the whole or any part of the property held hereunder for his or her use and benefit under the power of testamentary disposition hereinbefore conferred and without leaving any child, children or the issue of such him or her surviving, and if at that time there should then be surviving no child of mine nor the issue of any child of mine, so that there shall have occurred a total failure of lineal descendants of mine, then the property then held in trust under this will as to which no such power of testamentary disposition shall have been exercised shall go and be transferred and assigned in fee simple absolute to my said wife, Lucia McLes Groves, if she be then living, or if she shall theretofore have died to those persons who under the laws of the State of North Carolina then in force would have been entitled to take and receive my personal property as next of kin had I died intestate immediately after the death of my last surviving lineal descendant.

f. The Trustees may make payments of income or principal when hereinbefore authorized to be made to or for the use and benefit of any person who is a minor or is incompetent to manage and control his own business and affairs by paying same to the guardian or other person having the care and custody of such minor or incompetent person during minority or incompetency, whose receipts therefor shall be full acquittances to the Trustees or the Trustees may, in their discretion use, apply and expend such payments in such manner as the Trustees may deem to be for the best interests of such minor or incompetent Beneficiary; and the Trustees may also, from time to time, make payments of income directly to any minor Beneficiary whom the Trustees may deem to have attained such age and discretion as to warrant such course.

g. If the whole of the principal and accumulated income of all of the Trusts set aside and held hereunder shall not theretofore have been finally distributed under the provisions hereinbefore contained, then I do direct that all of the principal and income of all of the Trusts hereunder then remaining undistributed shall be finally distributed at the expiration of twenty-one (21) years after the death of the last survivor of my said wife and such children of mine as shall have been living at the time of my death, such distribution to be made to the beneficiaries then in being and entitled to receive income from said Trusts in the same proportion in which they may then be entitled

to receive such income and such division to be per stirpes.

h. Payments of income hereinbefore provided for shall be made as often as ~~quarterly~~ and at least quarter-annually not later than the 15th days of each January, April, July and October.

ITEM V.

I do hereby provide and direct that my son, David McLees Groves, if he shall have arrived, or upon his arrival, at the age of twenty-one (21) years and of competent and willing to act, shall be, become, qualify and thereafter act, as a Co-Trustee hereunder with my said wife, my said son, Earl Thornwell Groves and said American Trust Company, and as such shall be vested with such titles, rights, powers and discretions, and be subject to such duties and obligations as if he had originally been named as Co-Trustee in the foregoing Item IV of this will.

ITEM VI.

I do hereby nominate, constitute and appoint my said wife, Lucia McLees Groves, and my said son, Earl Thornwell Groves, Executors of this my last will and testament, to execute the same and every part and clause thereof, according to its true intent and meaning.

ITEM VII.

So long as my said wife and my said son, Earl Thornwell Groves, shall live and act as Trustees hereunder, and if my said son, David McLees Groves shall have attained the age of twenty-one (21) years, and shall qualify and act as Trustee hereunder, and thereafter so long as they shall live, they, my said wife and my said sons, and the survivors or survivor of them, shall have the right, upon request to vote, or to nominate and appoint a person or persons to vote by proxy, any and all corporate stocks at any time and from time to time held by the Trustees hereunder at all meetings of the stockholders of the issuing corporation; and the corporate Trustee shall give timely notice to the other Trustees hereunder then serving of all such corporate meetings of which it shall have received notice, and shall execute and deliver to the other Trustees hereunder, viz: my wife and such son or sons of mine as may then be acting as Trustee(s) hereunder upon their demand such proxies as will enable them or their nominee(s) to vote such stocks. No part of any Stock in Groves Thread Co., Inc. belonging to my estate, or at any time held in trust hereunder shall be sold or otherwise disposed of (except and unless for the purpose of raising funds wherewith to pay any of my debts, any estate or inheritance taxes, or the costs of the administration of my estate) except by and with the written consent and approval of a majority of my wife, if she be living, and of my adult children, or the survivor(s) of my wife and of my adult children; Provided, however, if there shall be only two such persons and they cannot agree as to whether any such stock shall be sold or otherwise disposed of, then such question of difference shall be settled by the Corporate Trustee hereunder. Expressly subject to and limited by the foregoing provisions of this item, I do hereby grant to and vest in my said Executors and the Trustees acting hereunder, and the survivor or survivors and/or the successor and successors of them, neither of said offices, the following discretionary power with respect to any and all property, whether real or personal, which may at any time constitute a part of my estate or of any Trust Estate under this will, to-wit: to invest non-distributable income from time to time as they deem advisable; to hold so long as they may deem advisable any uninvested funds on deposit or without interest in any financial institution; to retain so long as they may deem proper, to partition, to mortgage or pledge, to sell at either public or private sale for cash or on credit, and/or to exchange, any such property; to lease any such property for any term or terms (although for more than five years and although any such term may extend beyond the period of any trust estate under this will) without application to any court, and with any covenants or agreements relating to the property leased or any improvements then or which may thereafter be erected therein; to grant options for the purchase or leasing of any such property; to make ordinary repairs, alterations and improvements to and any such property; to invest and reinvest in property of any character, including but not being limited to, bonds, notes, debentures, mortgages, certificates of deposit, and common and preferred stocks, without being limited to the class of properties and securities in which trustees may be authorized by law or any rule of court to invest trust funds; to participate in any plan of reorganization, consolidation, merger, combination, merger, combination or similar plan with respect to any corporation, stock of which may be held hereunder; to consent to any such plan and any action thereunder, or to any contract, lease, mortgage, purchase, sale or other action by any such corporation; to deposit any property which may at any time be held by them as such Executors or as such Trustees with any protective, reorganization or similar committee; to delegate discretionary power to such committee, and to share in payment of its expenses and compensation, and to pay any assessment levied with respect to such property; to exercise all conversion, subscription, voting and other rights of whatsoever nature pertaining to any such property; and to grant proxies, legacies or division or distribution respect thereto; to borrow money; to make payment of legacies or division of the proceeds of property in kind, or partly in kind and partly in cash, the decisions of the Executors and/or Trustees as to valuations to be binding upon all parties; to enter into agreements and/or Trustees as to valuations to be binding upon all parties; to give or receive money or other property of partition with co-owners of real property and to give or receive money or other property for equality of partition; to appoint agents and to take all such proceedings and exercise powers to them; and generally to do all such acts, take all such proceedings and exercise all such rights and privileges, although not hereinbefore specifically mentioned, with relation to any property at any time held by them or under their control as such Executors or as such Trustees as if the absolute owners thereof, and in connection therewith to make, execute and deliver any instrument and to enter into any covenants or agreements binding my estate or any trust under this will, so long as my said wife

my said sons shall live and act as Trustee(s) hereunder, all discretionary actions taken or omitted to be taken by the Trustees hereunder shall be by agreement and with the approval of a majority of the Trustees; provided that said American Trust Company, or its successor corporate Trustee hereunder, shall upon any such question have one vote; and the non-corporate Trustee(s) shall together, as the case may be, have one vote; and if the Trustees in any such ~~and~~ voting basis above provided should differ and be unable to agree by a decisive vote with respect to taking or omitting to take any such discretionary action hereunder, then any question of difference between them shall be submitted to the Judge of the Superior Court of North Carolina then resident in the judicial district within which the City of Gastonia, North Carolina, shall then be located as an arbitrator, whose findings and decisions with respect to such matters rendered in a writing signed by him shall be final and binding upon all parties, and the Trustees shall act and be fully protected in acting thereon. This provision does not contemplate the institution of any formal court action for obtaining the advice of the court, but is intended to constitute such Judge ex officio as an arbitrator.

Said American Trust Company as Trustee hereunder, or any corporate Trustee which may succeed said Trust Company as such, shall: have and hold in custody all of the assets of the several trust estates hereunder; collect, receive, receipt for and disburse all funds payable to and to be disbursed by the Trustees; keep accurate and correct records of all of the assets of the several trust estates hereunder and of all transactions of the Trustees; render annual statements of receipts, disbursements, transactions and assets to each adult beneficiary under this will with respect to the property held in trust hereunder for such beneficiary; prepare and file all necessary tax returns and reports and the accounts and settlements of the Trustees hereunder in the office of court of proper jurisdiction; and perform all other purvey ministerial and non-discretionary powers and duties of the Trustees hereunder.

I do direct that the division and segregation of my residuary estate into the several shares or portions as hereinbefore directed shall be made as nearly as practicable in kind; but any real or personal property which may not be readily susceptible of division or partition or as to which my Executors and/or the Trustees may deem such division or partition thereof to be harmful to the interests of the several beneficiaries hereunder may be allocated for the common account of any two or more shares or portions of my residuary estate; but, nevertheless, each of the separate segregated shares or portions of the property which are to be held in trust hereunder shall be held, administered and considered as a separate trust.

Neither my wife nor either of my said sons, respectively, shall have any vote, voice or decision with respect to the question of the exercise or non-exercise of any discretionary power or authority hereunder involving the payment or distribution to herself or himself of any portion of the principal of any property held in trust hereunder or forming a part of my estate, such question to be decided by the other Executor(s) and/or Trustee(s) who are not personally interested therein.

ITEM VIII.

If my said wife, Lucia McLees Groves, and I should die as the result of a common accident or calamity or otherwise under such circumstances as to render it doubtful which of us died first, it shall be conclusively presumed for the purposes of this will that my said wife survived me. If any beneficiary hereunder, except and excluding my said wife, and I should die as the result of a common accident or calamity, or otherwise under such circumstances as to render it doubtful which of us died first, it shall be conclusively presumed for the purposes of this will that such beneficiary, other than my said wife, predeceased me.

ITEM IX.

Neither my said wife nor either of my said sons shall receive or be paid any commissions or compensation for acting as Executor and/or Trustee hereunder, nor shall they be required to give any bond in either of the said Capacities.

As compensation for acting as trustee hereunder, said American Trust Company, or any corporate successor to it as Trustee hereunder shall retain and/or receive the following fees and commissions:

- Five percentum (5%) of the annual gross income from all of the property held in trust hereunder not in excess of \$10,000.00, and 2½% of that portion of the annual gross income of all the property held hereunder in excess of \$10,000.00, to be taken annually; and
- One per centum (1%) of the then current value of the personal property received by it and its co-Trustees to be held in trust hereunder to be taken at the time of the receipt of the said personal property; and
- Thereafter annually during each of the first twenty (20) years the property is held in trust hereunder, but not thereafter, the following percentages of the current value of the personal property from time to time held in trust hereunder, to-wit: (a) 2/10ths of 1% of such current value up to and not exceeding \$100,000.00; (b) 1/10th of 1% of such current value in excess of \$100,000.00, but not in excess of \$250,000.00; and (c) 1/20th of 1% of such current value in excess of \$250,000.00; and
- Upon partial or final distribution of the principal of the personal property held in trust hereunder, 1% of the current value of the principal of such personal property so distributed; provided that:

5. The total commissions or compensation received or retained by the said under the immediately preceding paragraphs numbered 2 through 4 inclusive shall exceed a combined total of more than 5% of the value of the principal of the property involved.

IN WITNESS WHEREOF I have hereunto set my hand and seal this 25th day of November, A. D., 1949.

Earl E. Groves (SEAL)

Signed, sealed, published and declared by the testator, Earl E. Groves, to be his last will and testament, in the presence of us who at his request and in his presence and in the presence of each other do subscribe our names as witnesses thereto, the day and year last above written.

W.K. Reid

James Bracy

Ruby Falls

(SEAL)

A true and correct copy-March 17, 1952

Paul E. Monroe
Clerk Superior Court
Gastonia County, N. C.

purporting to be the last will and testament of Dempsey G. Atkinson, and that he saw (or heard him acknowledge the execution of) this writing as his last will and testament, and that affiant attested it in the presence and at the request of said Dempsey Atkinson, deceased; and that at the time of its execution (or at the time its execution was acknowledged) said Dempsey G. Johnson was, in affiant's opinion, of sound mind and disposing mind.

Adrian L. Willetts
C. T. Willetts

Personally subscribed and sworn to before me, this 31st day of May, 1952.

S. T. Bennett
Clerk Superior Court Brunswick County

and thereupon it is considered and adjudged by the Court that the said paper-writing is the last will and testament of Dempsey G. Johnson, deceased, and that the same, with the foregoing examination and this certificate, be recorded and filed.

this 31st day of May 1952.

S. T. Bennett
Clerk Superior Court of Brunswick County

STATE OF NORTH CAROLINA
COUNTY OF BRUNSWICK

I, Dempsey G. Johnson, of the County of Brunswick, in the State of North Carolina, being of sound and disposing mind and memory, but considering the uncertainty of my earthly existence, do make, publish and declare this to be my last Will and Testament, in manner and form following and none other, that is to say:

Item 1. My executor hereinafter named, shall give my body a decent burial according to the wishes of my friends and relatives, and pay all my just debts out of the first monies coming into his hands belonging to my estate.

Item 2. I give, devise and bequeath unto J. S. Johnson and P. R. Johnson all that tract of land owned by me in Towncreek Township, Brunswick County, North Carolina, originally supposed to contain 100 acres, more or less, excepting however, such portions or parts of said 100 acres as have been heretofore conveyed to J. T. Hickman, R. E. Sellers and David R. Johnson.

Item 3. I do hereby appoint H. L. Willetts as executor of this my Last Will and Testament, to serve without bond, to execute the provisions thereof according to its true intent and meaning, and every part thereof, hereby revoking and declaring utterly null and void any and all other Wills, which may have heretofore been made by me.

In witness whereof, I the said Dempsey G. Johnson have hereunto set my hand and seal, this the 25th day of December, 1944.

his mark
Dempsey G. Johnson (Seal)

Signed, sealed, published and declared by Dempsey G. Johnson, to be his last Will and Testament, who at his request and in his presence and in the presence of each other, do subscribe our names as witnesses thereto.

C. T. Willetts

Adrian L. Willetts

NORTH CAROLINA
BRUNSWICK COUNTY

IN THE SUPERIOR COURT
BEFORE THE CLERK

IN THE MATTER OF THE WILL OF DEMPSEY G. JOHNSON, DECEASED:

The paper-writing hereto attached and purporting to be the last will and testament of Dempsey G. Johnson, deceased is exhibited before the undersigned Clerk of the Superior Court of Brunswick County, North Carolina, by H. L. Willetts, the executor named in and thereupon the following proof thereof is taken by the oath and affirmation of H. L. Willetts and C. T. Willetts, the subscribing witnesses thereto, as follows:

NORTH CAROLINA
BRUNSWICK COUNTY

Adrian L. Willetts and C. T. Willetts being duly sworn, depose and say that he is a subscribing witness to the said will and

STATE OF NORTH CAROLINA
COUNTY OF BRUNSWICK

I, EDWARD R. WEEKS, of Brunswick County, North Carolina, do hereby revoke all former wills made by me, and do hereby make, publish and declare this my last will and testament in manner and form as follows:

ITEM ONE

I direct my executrix, or executrices, hereinafter named, to pay all my just debts, funeral expenses and to erect at my grave such monument as they may deem proper.

ITEM TWO

I will, devise and bequeath all my personal property of every kind and description unto my beloved wife, Annie Russ Weeks.

ITEM THREE

I will, devise and bequeath all my real property, which includes my home on Moore Street in the City of Southport, North Carolina, together with all my household furniture located therein, unto my beloved wife, Annie Russ Weeks, to use as she sees fit during her natural life. By this my last will and testament I intend my beloved wife to have the right to mortgage, sell or otherwise dispose of this property in any manner which she may deem advisable, after her death if there be any property remaining, the same to vest in my beloved daughters, Annie Jeanne Detwiler and Barbara Walker Weeks, as tenants in common, to share and share alike.

ITEM FOUR

I hereby constitute and appoint my beloved wife, Annie Russ Weeks, the executrix of this my last will and testament, she to serve without bond or other security.

ITEM FIVE

In case my wife shall die prior to my decease, or in case we meet our death in a common disaster, and under such circumstances that there is no presumption of survivorship in law, then either of said events, I, Edward R. Weeks, hereby give, devise and bequeath all of my real property of which I may die seized and possessed, unto my beloved daughters, Annie Jeanne Detwiler and Barbara Walker Weeks, to share and share alike, and one half of all the personal property of which I may die seized to Lula V. Russ, provided she is living at the time of my death. I also give, devise and bequeath one half of my personal property to my beloved daughters, Annie Jeanne Detwiler and Barbara Walker Weeks, to share and share alike. But in the event that Lula V. Russ predecease me, then in that event I hereby give, devise and bequeath all my personal property to my beloved daughters, Annie Jeanne Detwiler and Barbara Walker Weeks, to share and share alike.

ITEM SIX

In the event that my wife shall predecease me, I nominate and appoint my beloved daughters, Annie Jeanne Detwiler and Barbara Walker Weeks my lawful executrices, to serve without bond or other security.

IN TESTIMONY WHEREOF, I have hereunto set my hand and seal this the 7th day of February

Edward R. Weeks (SEAL)