

WILL
INSTRUMENT # 2012-0131

Will of John D. Wilson

I, **John D. Wilson**, of Farmville, Virginia, make this my will. I revoke all wills and codicils I have previously made.

Article I. Family.

I am married to Jean C. Wilson ("my wife"). I have no children.

Article II. Distribution of My Estate.

A. Tangible Personal Property.

1. I may make a written statement or list expressing how I wish certain items of my tangible personal property to be distributed. I intend that the statement or list be given effect under Section 64.1-45.1 of the Code of Virginia.

2. I give my remaining tangible personal property to my wife if she survives

me.

3. If my wife does not survive me, I give all tangible personal property located at my death at the Rice farm in Lockett District, Prince Edward County, Virginia, consisting of approximately 1.65 acres and described as tax parcel numbers 040 A 2 and 040 A 3, including, but not limited to, farm vehicles, farm equipment, tools, supplies, furniture and household furnishings, to my nephew Steven D. Druen if he survives me.

4. If my wife does not survive me, I direct the Executors to sell my remaining tangible personal property and add the net proceeds to the residue of my estate.

B. *Rice Farm*. If my wife does not survive me, I give my undivided interest in the farm property in Lockett District, Prince Edward County, Virginia, consisting of approximately 101.69 acres and described as tax parcel number 040 A 5, to my brother James B. Wilson if he survives me, and otherwise to his descendants who survive me, *per stirpes*.

C. *Partnership Interests*. If my wife does not survive me, I give all my partnership interests in WFLO Real Estate Farmville and WFLO Real Estate Crewe, or any successor partnerships, limited liability companies or other entities, to Henry M. Fulcher if he survives me, and otherwise to Francis Eugene Wood, Jr., if he survives me.

D. *Colonial Broadcasting Co. of Farmville, Inc.* If my wife does not survive me, I give my shares in Colonial Broadcasting Co. of Farmville, Inc., or any successor corporation (the "Farmville Corporation"), to the following individuals in the specified percentages, provided in each case (1) the individual survives me, (2) the individual is employed by the Farmville Corporation at my death or serving on the board of directors of the Farmville Corporation at my death, and (3) the individual agrees to accept such shares subject to the terms and restrictions of

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any buy/sell or similar agreement among the shareholders of the Farmville Corporation in effect immediately before my death. If any such individual does not survive me or fails to satisfy the other requirements, I direct the Executors to add the percentage share designated for such individual to the other percentage shares proportionately.

1. 34.0% to Francis Eugene Wood, Jr.
2. 6.0% to Christine Wood.
3. 6.0% to Polly Davis.
4. 6.0% to Patricia Wilkerson.
5. 6.0% to Elliott Irving.
6. 6.0% to Lucille Campbell.
7. 6.0% to Ann McGahey.
8. 6.0% to Jack Evans.
9. 6.0% to Christopher Brochon.
10. 6.0% to William McKay.
11. 6.0% to T. J. Fulcher, Jr.
12. 6.0% to Karen Franklin.

F. *Colonial Broadcasting Co. of Crewe, Inc.* If my wife does not survive me, I give my shares in Colonial Broadcasting Co. of Crewe, Inc., or any successor corporation (the "Crewe Corporation"), to the following individuals in the specified percentages, provided in each case (1) the individual survives me, (2) the individual is employed by the Crewe Corporation at my death or serving on the board of directors of the Crewe Corporation at my death, and (3) the individual agrees to accept such shares subject to the terms and restrictions of any buy/sell or similar agreement among the shareholders of the Crewe Corporation in effect immediately before my death. If any such individual does not survive me or fails to satisfy the other requirements, I direct the Executors to add the percentage share designated for such individual to the other percentage shares proportionately.

1. 40.0% to Francis Eugene Wood, Jr.
2. 10.0% to Steve Winn.
3. 10.0% to Kim Kenny.
4. 8.0% to Melvin Payne.
5. 8.0% to Linda Fox.
6. 8.0% to Patricia Wilkerson.
7. 8.0% to Polly Davis.
8. 8.0% to Elliott Irving.

F. *Residue of Estate.* I give the residue of my real and personal estate to the Trustee or Trustees serving under the John D. Willson Trust Agreement dated February 19, 2002 (the "Trust Agreement"), to be held in trust under the terms in effect at my death.

Article III. Debts, Taxes and Other Charges.

A. *Debts and Expenses.* The Executors shall pay or arrange for the payment of my legally enforceable debts, my written charitable pledges, and the expenses of my funeral and burial or cremation. The Executors shall pay the expenses of delivering my tangible personal property, including transportation, storage and insurance, as a cost of administering my estate.

B. Taxes. The Executors shall pay or provide for the payment of all estate, inheritance and similar taxes (excluding foreign death taxes and generation-skipping transfer taxes) incurred at my death with respect to assets passing under this will or the Trust Agreement, including interest on taxes, as a cost of administering my estate and without apportionment. The Executors may take advantage of any provisions in the Trust Agreement for payment of such taxes and interest. All estate, inheritance and similar taxes incurred at my death with respect to assets included in my gross estate but not passing under this will or the Trust Agreement shall be apportioned and paid by the recipients of such assets as provided by Virginia law. All foreign death taxes and generation-skipping transfer taxes incurred at my death shall be paid as otherwise provided by applicable law.

Article IV. Executors.

A. Designation. I name my wife, Jean C. Wilson, and The Trust Company of Virginia to be the Executors. I request that no security be required any named Executor.

B. Ancillary Executor. The Executors may designate any individual or any bank or trust company having trust powers to serve as Executor in any other jurisdiction in which ancillary administration of my estate may be appropriate. I request that no bond or security be required of such ancillary Executor. Each reference in my will to the Executors shall include any ancillary Executor.

C. Compensation. Any individual serving as Executor shall be entitled to receive reasonable compensation for fiduciary services. Any corporate Executor shall be entitled to receive the compensation provided for similar fiduciary services on its published fee schedule in effect when services are rendered.

Article V. Administration of Estate.

A. Fiduciary Powers. In addition to the powers granted by law, I grant the Executors the powers set forth in Section 64.1-57 of the Code of Virginia. If those statutory powers are not recognized in any jurisdiction in which my estate or ancillary estate is administered, I grant the Executors the powers set forth below.

1. The Executors may sell, exchange, lease or encumber any assets of my estate upon such terms as the Executors may deem appropriate.

2. The Executors may borrow money for any purpose deemed in the best interests of my estate, including borrowings from any corporate Executors, and secure such borrowings with any assets of my estate.

3. The Executors may grant security interests and execute mortgages, deeds of trust and other instruments creating security interests upon such terms as the Executors may deem appropriate.

4. The Executors may compromise and adjust any claims against or on behalf of my estate upon such terms as the Executors may deem appropriate.



5. The Executors may make distributions to beneficiaries in cash or in specific property, or partly in each, and without making pro rata distributions of specific property.

B. *Delegation.* Any Executor may delegate any fiduciary powers, duties and discretions to any other Executor by written notice to and written acceptance by the other Executor. The delegating Executor shall have no further responsibility and shall not be liable for the exercise or nonexercise of such powers, duties and discretions while the delegation remains in effect. The delegating Executor may revoke the delegation at any time by written notice to the other Executor.

C. *Retention of Investments.* I may own closely held business interests, partnership, and LLC interests, real estate investments or other assets which are not considered suitable investments for the Executors. I authorize the Executors to retain any such assets for as long as the Executors may deem appropriate, whether or not such assets satisfy the prudent investor standard for fiduciary investments, produce income or represent an over concentration in one investment. The Executors may continue the operation and participate in the management of any closely held business, partnership, LLC or real estate investment without liability for any decisions or actions made in good faith.

D. *Tax Elections.* The Executors may make tax elections and allocations as the Executors may deem appropriate. Any elections or allocations made by the Executors in good faith shall not be subject to challenge by any person.

Article VI. Miscellaneous Provisions.

A. *Survivorship.* A beneficiary shall be deemed to have survived me only if the beneficiary survives me by 120 hours.

B. *Terms.* References to "the Executors" shall mean the Executor or Executors of my estate serving at the time. Where appropriate to the context, pronouns or other terms expressed in the singular shall be deemed to include the plural, and vice versa. Tax-related terms shall be construed in the context of the federal revenue laws in effect at my death.

I have signed and sealed my will consisting of 5 typewritten pages on this 19 day of

February, 2002.

John D. Wilson
[Seal]

John D. Wilson

The testator signed, sealed and declared this as his will in our presence on the date shown above. At the testator's request we have both signed our names as witnesses. All of this occurred at the same time and we and the testator were present together throughout.

<u>Address</u>	<u>Witness</u>
<u>Be. - New Va.</u>	<u>Thomas H. May</u>
<u>Address</u>	<u>Witness</u>
<u>Thomas H. May</u>	<u>Anna B. Cogg</u>

8 Nov

Commonwealth of Virginia
)
) ss.)
City of Richmond

Before me, the undersigned authority, on this day personally appeared John D. Wilson, Linda B. Call and Maom, M. Beyer, known to me to be the testator and the witnesses, respectively, whose names are signed to the attached or foregoing instrument and, all of these persons being by me first duly sworn, John D. Wilson, the testator, declared to me and to the witnesses in my presence that said instrument is his Last Will and Testament and that he had willingly signed and executed it in the presence of said witnesses as his free and voluntary act for the purposes therein expressed; that said witnesses stated before me that the foregoing will was executed and acknowledged by the testator as his Last Will and Testament in the presence of said witnesses who, in his presence and at his request, and in the presence of each other, did subscribe their names thereto as attesting witnesses on the day of the date of said will, and that the testator, at the time of the execution of said will, was over the age of eighteen years and of sound and disposing mind and memory.

Sworn and acknowledged before me by John D. Wilson, the testator, Linda B. Call and Maom, M. Beyer, witnesses, this 19th day of February, 2002.

Notary Public

(SEAL) My commission expires: 7-31-2002