

*Filed
12.29.10
10:55 AM
Jeanette Hall
Deputy Clerk*

STATE OF NORTH CAROLINA
COUNTY OF ORANGE

LAST WILL AND TESTAMENT

I, ELIZABETH ANANIA EDWARDS, of Orange County, North Carolina, do hereby revoke all Wills and Codicils heretofore made by me and do hereby make, publish and declare this my Last Will and Testament in the form and manner as follows:

ARTICLE I

I direct that all my just debts, my funeral expenses (including the cost of a suitable grave marker), the expense of my last illness, and the costs of administering my estate be paid out of the assets of my estate as soon as practicable after my death.

ARTICLE II

I direct that all estate and inheritance taxes and other taxes in the general nature thereof (together with any interest or penalty thereon) which shall become payable upon or by reason of my death with respect to any property passing by or under the terms of this Will or any Codicil to it hereafter executed by me, or with respect to any other property included in my gross estate for the purpose of such taxes (including life insurance proceeds) shall be paid by my Executor out of my residuary estate, without apportionment.

ARTICLE III

I appoint my daughter, CATHARINE ELIZABETH EDWARDS, to be the Executor of this my Last Will and Testament, and I direct that no bond be required of her as Executor. If my daughter shall not survive me or for any reason shall not serve as Executor, or, having qualified, shall die resign, I appoint BARBARA B. WEYHER to

be the Executor of this my Last Will and Testament, and I direct that no bond be required for her as executor.

If I am the surviving parent of any child of mine who shall be a minor at the time of my death, I appoint my daughter, CATHARINE ELIZABETH EDWARDS, to be the guardian of the person of any of my minor children, and I direct that no bond be required of her as guardian.

ARTICLE IV

All of my furniture, furnishings, household goods, jewelry, china, silverware and personal effects and any automobiles owned by me at the time of my death I give and bequeath to my children who shall be living at the time of my death and to the living issue of any deceased child per stirpes, to be divided among them with such equality and appropriateness as my Executor, in her sole discretion, shall determine.

If any beneficiary of property under this Article shall be a minor, the minor's share may be delivered to the person with whom the minor is residing, or to the minor's legal guardian, or directly to the minor. The receipt of the guardian, or the person with whom the minor resides, or the receipt of the minor shall constitute a full acquittance of my Executor with respect to the property so delivered. This authority is given my Executor notwithstanding any statute or rule of law to the contrary. I direct that any expenses incurred in safeguarding or delivering such property be paid from my estate as an administrative expense thereof.

ARTICLE V

I bequeath and devise and appoint all the residue and remainder of my property and estate of every nature and wheresoever situated, hereinafter referred to as my residuary estate, to CATHARINE ELIZABETH EDWARDS, or to the then acting Trustee, in trust, as an addition to the property held by her as Trustee under the terms of a certain Revocable Declaration of Trust, entered into by me, as Grantor and Trustee, dated December 2, 1992, but amended and restated prior to the execution of this Will, to be a part of the trust and to be managed in accordance with the terms and provisions of the Revocable Declaration of Trust as amended and restated.

ARTICLE VI


I hereby grant to my Executor, including any substitute or successor personal representative, the continuing absolute, discretionary power to deal with any property, real or personal, held in my estate, as freely as I might in the handling of my own affairs. Such power may be exercised independently and without prior or subsequent approval of any court or judicial authority, and no person dealing with my Executor shall be required to inquire into the propriety of any of her actions.

Subject to North Carolina General Statutes, Section 32-26, I hereby grant to my Executor all the powers set forth in North Carolina General Statutes, Section 32-27, and these powers are hereby incorporated by reference and made a part of this instrument, and such powers are intended to be in addition to and not in substitution of the powers conferred by law.

ARTICLE VII

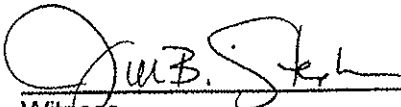
I have three living children, CATHARINE ELIZABETH EDWARDS, EMMA CLAIRE EDWARDS and JOHN ATTICUS EDWARDS. As used in this Will, the term "issue" shall include adopted and afterborn issue. Where required by context in this Will, the masculine and feminine genders shall be deemed to include the other gender; the singular shall be deemed to include the plural, and the plural the singular.

IN TESTIMONY WHEREOF, I, ELIZABETH ANANIA EDWARDS, sign my name to this instrument, this 1st day of ~~October~~ ^{December} ~~2010~~ ^{BC}, and being duly sworn, do hereby declare to the undersigned authority that I sign and execute this instrument as my Last Will and Testament, 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 (18) years of age or older, of sound mind, and under no constraint or undue influence.

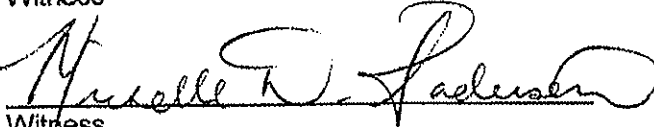


ELIZABETH ANANIA EDWARDS, Testator (SEAL)

We, the undersigned 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 her Last Will and Testament and that she 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 (18) years of age or older, of sound mind, and under no constraint or undue influence.



Witness



Witness

STATE OF NORTH CAROLINA

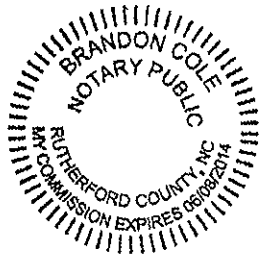
COUNTY OF ORANGE

Subscribed, sworn to and acknowledged before me by ELIZABETH ANANIA EDWARDS, the Testator, and subscribed and sworn to before me by

Jill B. STEPHENS and Michelle D. Anderson

Witnesses, this 1st day of ~~October~~, 2010. bc
December

(Notary Seal)



BJC
Notary Public

Brandon Cole
Type or print name

My Commission Expires: 6/8/14