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Hearing held before the  
Honorable Dale V. Atkinson

Multi-Page™

July 3, 2012

SC Court of Appeals

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1           like that; he didn't. He said, "Santee." The  
2           Court has properly found and I would submit that  
3           the Court properly interpreted the Will, and I ask  
4           the Court to stand by its Order.

5                     MR. MOORE: Judge, if he had said -- the Santee  
6           area, okay, but they weren't specific words,  
7           "Santee, South Carolina," and that has defined  
8           boundaries. And thank you for letting me --  
9           he looked at me and he gave me the last word. I'm  
10          not supposed to be talking. Thank you.

11                    THE COURT: Anything else?

12                    MR. YOUNG: That's all, Judge.

13                    MR. MOORE: Nothing further.

14                    THE COURT: All right. I am going to review  
15          the comments that were made today and read the  
16          Order again, and I will make a decision and let you  
17          know the decision.

18                    MR. MOORE: Thank you, sir.

19                    MR. YOUNG: Thank you, Judge.

LAST WILL AND TESTAMENT

OF

HERBERT FRANKLIN DICKSON, SR.

I, Herbert Franklin Dickson, Sr., of the State of South Carolina, County of Sumter, being of sound and disposing mind and memory, do hereby make, publish and declare this instrument to be and contain my Last Will and Testament, hereby expressly revoking any former Wills or Codicils heretofore made by me.

ITEM I  
DIRECTION TO PAY DEBTS

I direct that all my just debts, my funeral expenses (including the cost of a suitable gravestone) in an amount to be determined reasonable by my Personal Representative and the cost of the administration of my estate shall be paid as soon after my death as may be possible. The Personal Representative shall not be required to secure court approval of her expenditures for my burial and memorial or for perpetual care of my grave site although such expenditures exceed the limitations otherwise imposed by law. This clause is not to be construed to mean that debts barred by the Statute of Limitations or a non-claim statute must be paid. Further, this clause is not to be construed to force a pay-out of the mortgage on my home.

ITEM II  
PERSONAL PROPERTY

I may leave written memoranda disposing of certain items of my tangible personal property. Any such item of tangible personal property shall pass according to the terms of such memoranda in existence at the time of my death. If no such written memoranda is found or identified by my Personal Representative within ninety (90) days after my Personal Representative's qualification, it shall be conclusively presumed that there is no such memoranda, and any subsequently discovered memoranda shall be ineffective. Any property given and devised to a beneficiary who is not living at the time of my death and for whom no effective alternate provision has been made shall pass according to the provisions of the Residuary provision below, and not pursuant to any anti-lapse statute.

ITEM III  
SPECIFIC BEQUESTS AND DEVISES

I hereby make the following specific bequests and devises:

*HFD*

1. I will, give, devise and bequeath One Thousand and no/100s (\$1,000.00) Dollars to each of my issue, **Herbert Franklin Dickson, Jr.; Milton Oakley Dickson; Finley Mylo Dickson and Byron Eugene Dickson;** surviving me.
2. In the event my wife, Melba McSween Dickson, predeceases me, I will, give, devise and bequeath any property which I own at the time of my death in Santee, South Carolina and its contents to **Arthur B. Beasley, Jr.**, if he shall survive me. In the event he shall not survive me, then this bequest shall lapse and pass by the Residuary clause below.
3. In the event my wife, Melba McSween Dickson, predeceases me, I will, give, devise and bequeath my homeplace and its contents, if I own such property at the time of my death, to **Linda B. Chaplin**, if she shall survive me. In the event she shall not survive me, then this bequest shall lapse and pass by the Residuary clause below.

#### ITEM IV RESIDUARY

I will, give, devise and bequeath all the rest, residue and remainder of my estate, real, personal and mixed, of every kind and nature whatsoever, and wheresoever situate, unto my wife, **Melba McSween Dickson**. In the event my wife, Melba McSween Dickson, predeceases me, I will, give, devise and bequeath all of the above property to **Linda B. Chaplin; Arthur B. Beasley, Jr.; Herbert Franklin Dickson, Jr.; Milton Oakley Dickson; Finley Mylo Dickson and Byron Eugene Dickson;** in equal shares, provided, however, the issue of a deceased beneficiary surviving me shall take, by representation, the share their parent would have taken had he or she survived me.

#### ITEM V INCONTESTABILITY CLAUSE

In the event any person whomsoever shall challenge the validity of this Will or the distributions thereunder or shall cooperate with or in any manner assist another in doing so, such person or persons shall take as their full and complete share of my estate the sum of One and no/100s (\$1.00) Dollar and no more.

#### ITEM VI APPOINTMENT OF PERSONAL REPRESENTATIVE

I hereby nominate, constitute and appoint as Personal Representative of this my Last Will and Testament **Melba McSween Dickson** and direct that she shall serve without bond. If for any reason she is unable or unwilling to serve or continue to serve, then I hereby nominate, constitute and appoint as substitute or successor Personal Representative **Arthur B. Beasley, Jr.** to serve and direct that he shall serve without bond. If for any reason he is unable or unwilling to serve or

continue to serve, then I hereby nominate, constitute and appoint as substitute or successor Personal Representative **Linda B. Chaplin** to serve and direct that she shall serve without bond.

**ITEM VII**  
**POWERS OF PERSONAL REPRESENTATIVES AND TRUSTEES**

My Personal Representative and Trustee is authorized in its fiduciary discretion (which shall be subject to the standard of reasonableness and good faith to all beneficiaries) with respect to any property, real or personal, at any time held under any provision of this my Will and without authorization by any court and in addition to any other rights, powers, authority and privileges granted by any other provision of this my Will or by statute or general rules of law:

1. To retain any property or undivided interests in property owned by me at the time of my death, including residential property and shares of my Personal Representative's or Trustee's own stock, regardless of any lack of diversification, risk or non-productivity, as long as it deems advisable, and to exchange any such security or property for other securities or properties and to retain such items received in exchange, although such property represents a large percentage of the total property of my estate or the Trust Estate or even the entirety thereof.
2. To invest and reinvest all or any part of my Estate or the Trust Estate in any property and undivided interests in property, wherever located, including bonds, debentures, notes, secured or unsecured, stocks of corporations regardless of class, interests in limited partnerships, real estate or any interest in real estate whether or not productive at the time of investment, interests in trusts, investment trusts, whether of the open and/or closed fund types, and participation in common, collective or pooled trust funds of my Personal Representative or Trustee, insurance contracts on the life of any beneficiary or annuity contracts for any beneficiary, without being limited by any statute or rule of law concerning investments by fiduciaries.
3. To sell or dispose of or grant options to purchase any property, real or personal, constituting a part of my estate or the Trust Estate, for cash or upon credit, to exchange any property of my estate or the Trust Estate for other property, at such times and upon such terms and conditions as it may deem best, and no person dealing with it shall be bound to see to the application of any monies paid.
4. To hold any securities or other property in its own name as Personal Representative or Trustee, in its own name, in the name of a nominee (with or without disclosure of any fiduciary relationship) or in bearer form.
5. To keep, at any time and from time to time, all or any portion of my Estate or the Trust Estate in cash and uninvested for such periods or periods of time as it may deem advisable, without liability for any loss in income by reason thereof.
6. To sell or exercise stock subscription or conversion rights.

7. To refrain from voting or to vote shares of stock owned by my Estate or the Trust Estate at shareholders' meetings in person or by special, limited, or general proxy and in general to exercise all the rights, powers and privileges of an owner in respect to any securities constituting a part of my Estate or the Trust Estate.
8. To participate in any plan or reorganization or consolidation or merger involving any company or companies whose stock or other securities shall be part of my Estate or the Trust Estate, and to deposit such stock or other securities under any plan of reorganization or with any protective committee and to delegate to such committee discretionary power with relation thereto, to pay a proportionate part of the expenses of new securities received by my Personal Representative or Trustee pursuant to any such plan, to exercise all conversion, subscription, voting and other rights, of whatsoever nature pertaining to such property, and to pay any amount or amounts of money as it may deem advisable in connection therewith.
9. To borrow money and to encumber, mortgage or pledge any asset of my estate or the Trust Estate for a term within or extending beyond the term of the trust, in connection with the exercise of any power vested in my Personal Representative or Trustee.
10. To enter for any purpose into a lease as lessor or lessee with or without option to purchase or renew for a term within or extending beyond the term of the trust.
11. To subdivide, develop, or dedicate real property to public use or to make or obtain the vacation of plats and adjust boundaries, to adjust differences in valuation on exchange or partition by giving or receiving consideration, and to dedicate easements to public use without consideration.
12. To make ordinary or extraordinary repairs or alterations in buildings or other structures, to demolish any improvements, to raze existing or erect new party walls or buildings.
13. To continue to operate any business owned by me at my death and to do any and all things deemed needful or appropriate by my Personal Representative or Trustee, including the power to incorporate the business and to put additional capital into the business, for such time as it shall deem advisable, without liability for loss resulting from the continuance or operation of the business except for its own negligence; and to close out, liquidate or sell the business at such time and upon such terms as it shall deem best.
14. To collect, receive, and receipt for rents, issues, profits, and income of my Estate or the Trust Estate.
15. To insure the assets of my Estate or of the Trust Estate against damage or loss and my Personal Representative or Trustee against liability with respect to third persons.

16. In buying and selling assets, in lending and borrowing money, and in all other transactions, irrespective of the occupancy by the same person of dual positions, to deal with itself in its separate, or any fiduciary, capacity.
17. To compromise, adjust, arbitrate, sue on or defend, abandon, or otherwise deal with and settle claims in favor of or against my Estate or the Trust Estate as my Personal Representative or Trustee shall deem best.
18. To employ and compensate agents, accountants, investment advisers, brokers, attorneys-in-fact, attorneys-at-law, tax specialists, realtors, and other assistants and advisors deemed by my Personal Representative or Trustee needful for the proper administration of my Estate or the Trust Estate, and to do so without liability for any neglect, omission, misconduct, or default of any such agent or professional representative provided such person was selected and retained with reasonable care.
19. To determine what shall be fairly and equitably charged or credited to income and what to principal.
20. To hold and retain the principal of my Estate or the Trust Estate undivided until actual division shall become necessary in order to make distributions; to hold, manage, invest, and account for the several shares or parts thereof by appropriate entries on my Personal Representative's or Trustee's books of account; and to allocate to each share or part of share its proportionate part of all receipts and expenses; provided, however, the carrying of several trusts as one shall not defer the vesting in title or in possession of any share or part of share thereof.
21. To make payment in cash or in kind, or partly in cash and partly in kind upon any division or distribution of my Estate or the Trust Estate (including the satisfaction of any pecuniary distribution) without regard to the income tax basis of any specific property allocated to any beneficiary and to value and appraise any asset and to distribute such asset in kind at its appraised value; and when dividing fractional interests in property among several beneficiaries to allocate entire interests in some property to one beneficiary and entire interests in other property to another beneficiary or beneficiaries.
22. To exercise any power herein granted with reference to the control management, investment or disposition of my Estate or the Trust Estate either as Personal Representative or Trustee without having to declare in which capacity it is acting.
23. In general, to exercise all powers in the management of my Estate or the Trust Estate which any individual could exercise in his own right, upon such terms and conditions as it may reasonably deem best, and to do all acts which it may deem reasonably necessary or proper to carry out the purposes of this my Will.
24. To combine assets of two or more trusts if the provisions and terms of each trust are substantially identical; and to administer them as a single trust, if my trustee

reasonably determines that the administration as a single trust is consistent with my intent, and facilitates the trust's administration without defeating or impairing the interests of the beneficiaries.

25. To divide any trust into separate shares or separate trusts or to create separate trusts if my Trustee reasonably deems it appropriate and the division or creation is consistent with my intent, and facilitates the trust's administration without defeating or impairing the interests of the beneficiaries.
26. To elect or to allocate any portion or all of my generation-skipping transfer exemption provided for in Internal Revenue Code (IRC) section 2631 or under similar future legislation, in effect at the time of my death, to any portion or all of any other trusts or bequests in my Will or any other transfer which I am the transferor for purposes of the generation-skipping tax and to make the special election under IRC section 2652(a)(3) to the extent my Personal Representative deems in the best interest of my estate.

#### ITEM VIII TRUST FOR MINORS

If any principal of my estate shall become distributable to a person under the age of twenty-one (21) years of age, I designate and appoint **Arthur B. Beasley, Jr.** as Trustee for such beneficiaries, to serve without bond, to take title and possession of the portion of my estate designated for such persons, with power and duty to manage this property and to use the income and such part of the principal as in his judgment may be necessary and proper from time to time for the comfort, support, maintenance and education of such persons. Whenever my Trustee determines it appropriate to pay money for the benefit of a beneficiary for whom a trust is created hereunder, then such amounts shall be paid out by my Trustee in such of the following ways as my Trustee deems best:

1. Directly to such beneficiary;
2. To the legally appointed guardian of such beneficiary;
3. To some relative or friend for the care, support and education of such beneficiary;
4. By my Trustee using such amounts directly for such beneficiary's care, support and education.

Any unapplied principal and income shall be paid over to such devisee or distributee upon his attaining age twenty-one (21), or, if he shall die before attaining that age, to his estate. However, no one of these children shall for any reason receive for himself or for his benefit any amount exceeding his or her equal share according to the provisions of this Will. Should **Arthur B. Beasley, Jr.** predecease me or should we die simultaneous deaths, I designate and appoint **Linda B. Chaplin** to serve as substitute Trustee without bond.

**ITEM IX  
VOLUNTARY DISCLAIMER**

Any person may irrevocably disclaim and renounce any part of my estate to which such person is entitled, whether or not passing under this Will, or any power in his or her favor. In the event any person disclaims any part or all of any legacy or devise, then I direct that such disclaimed property shall be disposed of as if such person had not survived me. Any further interest in said property that takes possession or enjoyment following the interest disclaimed, including the determination of takers and the vesting of their interest, shall take effect as if the person making the disclaimer died before me. In the event of a disclaimer the "anti-lapse statute" [S.C. Code § 62-2-603 (1976, as amended)] shall not be applicable. This right to disclaim may also be exercised by the Personal Representative, administrator, Trustee, guardian, committee, attorney-in-fact, or other legal representative of any person entitled to disclaim hereunder.

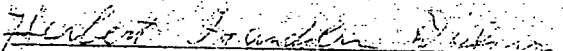
**ITEM X  
COMMON DISASTER PROVISION**

In the event that any of my beneficiaries and I should meet our deaths in a common disaster whereby it is impossible to determine who died first, then it shall be conclusively presumed that such beneficiaries predeceased me.

**ITEM XI  
DEFINITIONS**

As used in this Will, the masculine, feminine or neuter gender, and the singular or plural number shall be deemed to include the other whenever the context so indicates.

IN WITNESS WHEREOF I have set my hand and seal to this instrument at Sumter, South Carolina this 9 day of March, 2007.

  
Herbert Franklin Dickson, Sr., Sr.

The foregoing Will consisting of eight (8) typewritten pages, including Proof of Will, were this 9<sup>th</sup> day of March, 2007, signed, sealed, published and declared by the Testator as and for his Last Will and Testament in our presence, who in his presence, and in the presence of each other, at his request, have hereunto subscribed our names as witnesses.

Andree Marcella of Summit, SC

[Signature] of Summit, SC

STATE OF SOUTH CAROLINA )  
 )  
COUNTY OF SUMTER )

PROOF OF WILL

I, Andrea Marcella, on oath state that I am one of the two subscribing witnesses to the attached written instrument dated the 9<sup>th</sup> day of March, 2007, which purports to be the Last Will and Testament of **Herbert Franklin Dickson, Sr.** On the execution date of the instrument, the Testator, in my presence, signed the instrument at the end thereof and declared the instrument to be his Will, and requested that I attest to the execution thereof whereupon, in the presence of the Testator I signed my name as an attesting witness. At the time of the execution of the instrument, the Testator appeared to be over eighteen (18) years of age, of sound mind, and acting without undue influence, fraud or restraint.

Dated this 9<sup>th</sup> day of March, 2007.

Andrea Marcella

SWORN to before me this 9<sup>th</sup>  
day of March, 2007.

[Signature]  
Notary Public for South Carolina  
My Commission Expires: 3-9-14