

FOR DEPOSIT ONLY

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2008 JAN 22 PM 3:45

KAREN E. RUSHING
CLERK OF CIRCUIT COURT
SARASOTA COUNTY, FL

LAST WILL AND TESTAMENT

OF

WILLIAM F. BAGGERMAN

KNOW ALL MEN BY THESE PRESENTS that I, **WILLIAM F. BAGGERMAN**, a resident of Florida, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking any and all former Wills and Codicils at any time heretofore made or executed by me. I direct that my property be disposed of as follows:

ARTICLE I

I hereby revoke all Wills and Codicils made by me at any time heretofore made.

ARTICLE II

A. I direct my Personal Representative to pay from my Estate, other than property specifically given and property that in the judgment of my Personal Representative should not be sold, all federal and other estate taxes with respect to property included in my estate for estate tax purposes whether disposed by this Will or not. These taxes shall be an expense of administration without apportionment to anyone except as provided in **THE WILLIAM F. BAGGERMAN LIVING TRUST** established by me as Grantor by instrument dated July 5, 1990.

B. In the event that the assets of my probate estate, other than property specifically given and property that in the judgment of my Personal Representative should not be sold, are insufficient to pay claims, all federal and other estate taxes with respect to property included in my estate for estate tax purposes and costs of administration, I have directed the Trustee of **THE WILLIAM F. BAGGERMAN LIVING TRUST** to make payment of those items or to provide funds to my Personal Representative for those purposes upon request of my Personal Representative.

ARTICLE III

I hereby nominate, constitute and appoint my Wife, **JANE G. BAGGERMAN**, of Sarasota, Florida, as Personal Representative of this my Last Will and Testament and request that she be allowed to serve without the necessity of posting bond. If she should predecease me or for any reason fail to qualify or decline to act as Personal Representative, I nominate and

appoint **PAUL A. MORAN**, of Sarasota, Florida, as alternate personal representative, and request that he be allowed to serve without the necessity of posting bond. If he should predecease me or for any reason fail to qualify or decline to act as Personal Representative, I nominate and appoint **US BANCORP**, as alternate personal representative, and request that they be allowed to serve without the necessity of posting bond.

ARTICLE IV

I give my said Personal Representative the fullest power and authority in all matters and questions and to do all acts which I might or could do if living, including, without limitation, complete power of authority to sell at public or private sale, convey, for cash or credit, with or without security, mortgage, lease and dispose of all property, real and personal, at such times and upon such terms and conditions as they may determine, all without Court Order.

ARTICLE V

If I leave a signed list of tangible personal property, not specifically disposed of in this Will or a codicil to it, by which I direct my personal representative to distribute the property to the persons named in the signed list, I intend that the signed list, as it may read at the time of death, be a legally binding disposition of the tangible personal property described therein. In the event that my personal representative is unable to locate such signed list within fifteen (15) days after my death, it shall be conclusively presumed that such signed list does not exist, irrespective of whether such list is later found.

ARTICLE VI

A. All the rest, residue and remainder of my Estate, I give in trust to the Trustee of **THE WILLIAM F. BAGGERMAN LIVING TRUST** described above, which gift is to be added to the property then held in trust by the Trustee and to be held, managed and distributed in accordance with the terms of the trust as now existing and as from time to time hereafter amended.

B. If the above-described Trust shall not be in existence at the time of my death, or if for any reason a Court of competent jurisdiction shall declare the trust to be ineffective for disposition of the assets of my estate, I give the residue of my estate to the Trustee named in the Trust instrument, to be held, managed and distributed in the manner described in the trust

instrument, for the period beginning with the date of my death, giving effect to all then existing amendments of the trust that shall be valid, and in any event giving effect to all terms of the trust now in effect; and for those purposes I incorporate by reference the trust instrument as it now exists into this Will.

C. This Residuary Clause shall not be construed to be an exercise of any power of appointment I may have.

D. As to every trust that may be created under this Will, I waive compliance by the Trustee with the provisions of the Trust Accounting Law, which is Chapter 737 of the Florida Statutes, as that Chapter now exists or may be amended hereafter, and I waive compliance with any other law requiring qualification of trustees or administration or accounting by Trustees under the supervision of any Court. Should the Trustees elect to be required to establish their qualifications with any court, as to every trust that may be created under this Will, I waive notice to all of the beneficiaries of the proceedings to establish the qualifications of the Trustees.

ARTICLE VII

It is the Testator's intention by this Article VII to exercise that certain Power of Appointment granted by his mother's Last Will and Testament identified hereby as the Last Will and Testament of Emma L. Baggerman, executed August 28, 1958, in the County of St. Louis, Missouri. In order to clarify the directions of the Testator in that Last Will and Testament and specifically the remainder and residuary clause of the Testamentary Trust created therein, Testator of this Last Will and Testament hereby exercises the Power of Appointment as provided therein by directing that the residue of that Testamentary Trust be divided and distributed on or as soon as practicable after his death as follows:

TEN PERCENT (10%) each to Testator's sons, **ROBERT WILLIAM BAGGERMAN** and **JAMES H. BAGGERMAN**, and Testator's grandsons, **WILLIAM BAGGERMAN** and **DANIEL BAGGERMAN**, if they survive Testator by at least ninety (90) days.

TWENTY PERCENT (20%) to Testator's wife, **JANE G. BAGGERMAN**, if she survives Grantor by at least ninety (90) days.

The rest, residue and remainder to Testator's daughters, ANNE (BAGGERMAN) FREJ and JANE (BAGGERMAN) BARKER., in equal shares, or to the survivor of them.

IN WITNESS WHEREOF I have hereunto set my hand and seal this 12th day of February, 2007.

William F. Baggerman

WILLIAM F. BAGGERMAN

The foregoing instrument was signed, sealed, published and declared by the above-named Testator as and for his Last Will and Testament, in the presence of us, who were all present at the times, and who, in his presence, at his request in the presence of each of us have hereunto subscribed our names as witnesses this 12th day of February, 2007.

Kornel Marinkovic, residing at Sarasota, FL

Beba Novkovic, residing at Sarasota, FL

STATE OF FLORIDA
COUNTY OF SARASOTA

I, WILLIAM F. BAGGERMAN, declare to the officer taking my acknowledgment of this instrument, and to the subscribing witnesses, that I signed this instrument as my last will.

William F. Baggerman

WILLIAM F. BAGGERMAN

WE, Kornel Marinkovic, and BEBA NOVKOVIC, have been sworn by the officer signing below, and declare to that officer on our oaths that the testator declared the instrument to be the testator's will and signed it in our presence and that we each signed the instrument as a witness in the presence of the testator and of each other.

Kornel Marinkovic
WITNESS

Beba Novkovic
WITNESS

ACKNOWLEDGED and subscribed before me by the testator, WILLIAM F. BAGGERMAN, who is personally known to me, or who has produced _____ as identification, and sworn to and subscribed before me by the witnesses, Kornel Marinkovic and BEBA NOVKOVIC, who are personally known to me or who has produced _____ as

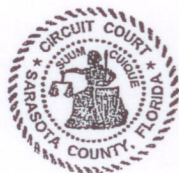
identification, and subscribed by me in the presence of the testator and the subscribing witnesses, all on February 12, 2007.

Paul A. Moran

Notary Public

My Commission Expires:

PAUL A. MORAN
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # DD190348
EXPIRES 04/04/2007
BONDED THRU 1-888-NOTARY1



"STATE OF FLORIDA, COUNTY OF SARASOTA
I hereby certify that the foregoing is a true and correct copy
of pages 1 through 5 of the instrument filed in
this office. The original instrument filed contains 5
pages.

This copy has no redactions. This copy has been redacted pursuant to law.

Witness my hand and official seal this 28 day of

Karen E. Rushing
KAREN E. RUSHING, CLERK OF THE CIRCUIT COURT

By: *[Signature]*
Deputy Clerk