

Last Will and Testament of Richard M. Nixon

I, RICHARD M. NIXON, residing in the Borough of Park Ridge, County of Bergen and State of New Jersey, being of sound and disposing mind and memory, do hereby make, publish and declare this to be my Last Will and Testament, revoking all prior Wills and codicils.

ARTICLE ONE

I give and bequeath to THE RICHARD NIXON LIBRARY AND BIRTHPLACE (hereinafter sometimes referred to as the "Library") for its uses, an amount equal to the "adjusted proceeds amount" (as hereinafter defined); provided, however, that if there are any outstanding and unpaid amounts on pledges I have made to the Library, including, specifically, any amounts unpaid on the One Million Two Hundred Thousand Dollar pledge made in 1993, then the adjusted proceeds amount under this bequest shall be paid first directly to the Library to the extent necessary to satisfy such charitable pledge or pledges, and provided further, that if at the time of my death or distribution the Library is not an organization described in Sections 170(c) and 2055(a) of the Internal Revenue Code of 1986, as amended (the "Code"), which would entitle the estate to a charitable deduction for Federal Estate Tax purposes, I give and bequeath such property to THE NIXON BIRTHPLACE FOUNDATION, provided further, if THE NIXON BIRTHPLACE FOUNDATION is not then an organization described in Sections 170(c) and 2055(a) of the Code, I give and bequeath such property to such organization or organizations described in said Sections of the Code in such shares as my executors shall designate by written and acknowledged instrument filed within six months from the date of my death with the clerk of the court in which this Will shall have been admitted to probate.

In the event such property is distributed to an organization other than the RICHARD NIXON LIBRARY & BIRTHPLACE, I request such organization to bear in mind my wish that such property ultimately repose in such Library, if and when it qualifies as a charitable organization under Sections 170(c) and 2055(a) of the Code.

The term "adjusted proceeds amount" shall be defined as the excess of

(i) the amount due or paid to me and/or my estate under the judgment entered following the decision of the United States Court of Appeals for the District of Columbia Circuit in the case of Richard Nixon v United States of America, decided on November 17, 1992, and/or any concurrent or subsequent proceedings relating or pertaining thereto, and any related or subsequent case, provided that any such amounts paid during my life shall only be included as adjusted proceeds to the extent such amounts as of the date of my death are held or invested in a segregated and traceable account or accounts over

(ii) the sum of (a) the amount of all attorneys' fees and other costs or expenses, whether previously paid or unpaid, associated with or incurred in connection with such proceedings or any case similar to or relating thereto and all other attorneys' fees from 1974 on, which my estate or I have paid or which are outstanding, excluding, however, any attorneys' fees paid to the firm of which William E. Griffin has been a member, and (b) One Million Four Hundred Fifty Thousand Dollars, the amount equal to my contribution to the Library made in 1992. The amounts under (a) and (b) of this subparagraph (ii) shall be part of my residuary estate.

It is my intention, by this bequest, to make a charitable gift of any "windfall" received under the lawsuits referred to above, and to first make my family whole by recovering all of the legal expenses I have incurred or my estate is to incur because of these and other lawsuits.

ARTICLE TWO

A. Subject to the restrictions contained in this paragraph and any other restrictions contained in this Will, I give and bequeath all items of tangible personal property that I shall own at my death which relate to events of my official or personal life or the official or personal life of my deceased wife, PATRICIA R. NIXON, which have had historical or commemorative significance, except for my "personal diaries", which are defined and disposed of in Paragraph B of this Article, to THE RICHARD NIXON LIBRARY & BIRTHPLACE; provided, however, that if at the time of my death or distribution such Library is not an organization described in Sections 170(c) and 2055(a) of the Code, which would entitle the estate to a charitable deduction for Federal Estate Tax purposes, I give and bequeath such property to THE NIXON BIRTHPLACE FOUNDATION, provided further that if THE NIXON BIRTHPLACE FOUNDATION is not then an organization described in Sections 170(c) and 2055(a) of the Code, I give and bequeath such property to such organization or organizations described in said Sections of the Code in such shares as my executors shall designate by written and acknowledged instrument filed within six months from the date of my death with the clerk of the court in which this Will shall have been admitted to probate.

In the event such property is distributed to an organization other than the RICHARD NIXON LIBRARY & BIRTHPLACE, I request such organization to bear in mind my wish that such property ultimately repose in such Library, if and when it qualifies as a charitable organization under Sections 170(c) and 2055(a) of the Code. Such tangible personal property shall include, without limitation, awards, plaques, works of art of all kinds, medals, membership or achievement certificates, commemorative stamps and coins, religious items, commemorative and personal photographs and all correspondence, documents, notes, memoranda, letters and all other writings that I own at my death, of whatever kind and nature, personal or public, whether inscribed by me or not inscribed by me and whether written by me or to me. I direct that the determination as to which items of my tangible personal property are included in this bequest, and which items are items of tangible personal property disposed of under Paragraph C of this Article, shall be based on the decision of my executors; however, it is my wish that my executors consult with my surviving daughters in making this determination. The determination of my executors shall be conclusive and binding upon all parties interested in my estate.

Notwithstanding the above provisions, my daughters, PATRICIA NIXON COX and JULIE NIXON EISENHOWER, or the survivor, or if neither daughter is surviving, my executors, shall have the right, within six months of my date of death, to go through all of such tangible personal property, to take any such property appraised at no value, or any other items of such tangible personal property, provided that under no circumstances shall the amount of such property taken by my daughters exceed in value three (3%) percent of the total value of all such property included in this Paragraph A.

B. I give and bequeath my "personal diaries" (as hereinafter defined) in equal shares to my daughters, JULIE NIXON EISENHOWER and PATRICIA NIXON COX, or all to the survivor. If either or both of my daughters shall, disclaim some or all or parts of my "personal diaries", such disclaimed items shall be distributed to THE RICHARD NIXON

LIBRARY AND BIRTHPLACE (the "Library") for its uses; provided, however, that if at the time of my death or distribution the Library is not an organization described in Sections 170(c) and 2055(a) of the Internal Revenue Code of 1986, as amended (the "Code"), which would entitle the estate to a charitable deduction for Federal Estate Tax purposes, I give and bequeath such property to THE NIXON BIRTHPLACE FOUNDATION, provided further that if THE NIXON BIRTHPLACE FOUNDATION is not then an organization described in Sections 170(c) and 2055(a) of the Code, I give and bequeath such property to such organization or organizations described in said Sections of the Code in such shares as my executors shall designate by written and acknowledged instrument filed within six months from the date of my death with the clerk of the court in which this Will shall have been admitted to probate.

In the event such property is distributed to an organization other than the RICHARD NIXON LIBRARY & BIRTHPLACE, I request such organization to bear in mind my wish that such property ultimately repose in such Library, if and when it qualifies as a charitable organization under Sections 170(c) and 2055(a) of the Code.

If neither of my daughters survives me, I direct my executors to collect and destroy my "personal diaries. Notwithstanding any other provisions of this Will, if neither of my daughters survives me, the property constituting my "personal diaries" shall be subject to the following restrictions: At no time shall my executors be allowed to make public, publish, sell, or make available to any individual other than my executor (or except as required for Federal tax purposes) the contents or any part or all of my "personal diaries" and, provided further, that my executors shall, within one year from the date of my death or, if reasonably necessary, upon the later receipt of a closing estate tax letter from the Internal Revenue Service, destroy all of my "personal diaries". My "personal diaries" shall be defined as any notes, tapes, transcribed notes, folders, binders, or books that are owned by me or to which I may be entitled under a judgment of law including, but not limited to, folders, binders, or books labeled as Richard Nixon's Diaries, Diary Notes, or labeled just by dates, that may contain my daily, weekly or monthly activities, thoughts or plans. The determination of my executors as to what property is included in this bequest shall be conclusive and binding upon all parties interested in my estate; however, it is my wish that my executors consult with my surviving daughters and/or my office staff in making this determination.

C. If at the time of my death any lawsuit or lawsuits are pending regarding the ownership of any of my tangible personal property including, but not limited to, all of the tangible personal property listed in Paragraph A above, I Specifically direct my executors to continue such lawsuits for as long as they, in their discretion, deem it appropriate to do so, knowing my wishes in this matter.

D. I give and bequeath the balance of the tangible personal property I shall own at my death, not otherwise effectively disposed of in this Will, to my issue, per stirpes. If both of my daughters, PATRICIA NIXON COX and JULIE NIXON EISENHOWER, shall survive me, such tangible personal property shall be divided between my daughters in such manner as they shall agree, or in the absence of agreement, or if any child is a minor, as my executors determine, which determination shall be conclusive upon all persons interested in my estate.

E. I authorize and empower my executors to pay, and to charge as administration expenses of my estate, the expenses of storing, packing, insuring and mailing or delivering any article of tangible personal property hereinabove disposed of.

ARTICLE THREE

A. If my granddaughter, MELANIE EISENHOWER, survives me, I give and bequeath to her the sum of Seventy Thousand (\$70,000.00) Dollars.

B. If my grandson, ALEXANDER RICHARD EISENHOWER, survives me, I give and bequeath to him the sum of Thirty Thousand (\$30,000.00) Dollars.

C. If my grandson, CHRISTOPHER COX, survives me, I give and bequeath to him the sum of Ten Thousand (\$10,000.00) Dollars.

The specific bequests to my grandchildren named above are made to equalize the gifts made to all of my grandchildren during my life. The disparity in amounts, or lack of a bequest, is not intended and should not be interpreted as a sign of favoritism for one grandchild over another.

ARTICLE FOUR

All of the rest, residue and remainder of my estate, real and personal, wherever situated, including any lapsed or ineffective legacies or devises (but excluding any property over which I may have a power of appointment, it being my intention not to exercise any such power), herein sometimes referred to as my "residuary estate", I dispose of as follows:

A. I give and bequeath the sum of Fifty Thousand (\$50,000.00) Dollars to each grandchild of mine who survives me.

B. I give, devise and bequeath the balance of my residuary estate to my issue, per stirpes.

C. Notwithstanding any other provisions of this will, if any bequest or share of my estate under this Article FOUR would be payable to a grandchild of mine for whose benefit a separate trust created under the Will of my deceased wife, PATRICIA R. NIXON, is then in existence, I direct that such bequest or share of my estate shall be distributed to the trustee(s) of such trust, to be added to, administered and disposed of as part of the principal of such trust in accordance with the terms Of such trust; and, provided further, that if the addition of any portion or all of this residuary bequest or share of my estate to a trust for a grandchild under the Will of PATRICIA R. NIXON shall cause such trust to have an inclusion ratio greater than zero for purposes of the Generation Skipping Transfer Tax provisions of Article 13 of the Code (the "GST tax"), then any portion, up to the whole, of such bequest or share of my estate, that is not exempt from the GST tax shall not be added to the trust, but shall be given to such trustee(s) to be held in a separate trust under the same terms and conditions, my intention being to create two separate trusts, one of which has, for GST tax purposes, an inclusion ratio of zero, and one of which has an inclusion ratio greater than zero.

ARTICLE FIVE

If upon my death no issue of mine shall then be living, I give, devise and bequeath my residuary estate, or the then remaining principal and, except as hereinabove otherwise provided, any undistributed or accrued income of such trust, as the case may be, to THE RICHARD NIXON LIBRARY & BIRTHPLACE, and if such organization is not then in existence, to the persons who would have been my heirs under the laws of intestate distribution of New Jersey then in effect had I died on the date of the event requiring a

distribution.

ARTICLE SIX

I direct that all estate, inheritance and other death taxes (including any interest and penalties thereon) imposed by any jurisdiction whatsoever by reason of my death upon or with respect to any property includable in my estate for the purposes of any such taxes, or upon or with respect to any person receiving any such property, whether such property shall pass under or outside, or shall have passed outside, the provisions of this Will, except for additional estate taxes imposed by Section 4980(A)(d) of the Code and generation-skipping transfer taxes imposed under Section 13 of the Code ("GST taxes") which may be payable by reason of my death, shall be paid, without apportionment, from the principal of my residuary estate. Any GST tax payable by reason of my death shall be charged and the liability for the payment of such GST taxes shall be determined according to the law of the jurisdiction imposing such GST tax.

ARTICLE SEVEN

If any beneficiary under this Will and I shall die simultaneously or in such circumstances as to render it difficult or impossible to determine who predeceased the other, it shall conclusively be presumed for the purposes of this Will that I survived.

ARTICLE EIGHT

I hereby nominate, constitute and appoint my friends, WILLIAM E. GRIFFIN, and JOHN R. TAYLOR, to be the co-executors of this Will.

The appointment of my attorney, WILLIAM E. GRIFFIN, as a co-executor is made with my knowledge and approval of his receipt of commissions as provided by law, and his law firm's receipt of compensation for legal services rendered to my estate.

The individuals named in the foregoing paragraph are granted the continuing discretionary power, exercisable while in office, and exercisable only unanimously if more than one of them is then in office, to designate one or more successors or co-fiduciaries or a succession of successors or co-fiduciaries in such office to act one at a time or together with co-fiduciaries, to fill any vacancy occurring in such office after any successor designated herein shall have failed to qualify or ceased to act, by written instrument, duly acknowledged, and to revoke any such designation prior to the happening of the event upon which it is to become effective, by a written instrument, duly acknowledged, and a new designation may be made as above provided. If there shall be more than one such designation of successor fiduciary or co-fiduciary in effect and unrevoked, they shall be effective in the reverse of the order in which they were made.

Any fiduciary may resign at any time by delivering or mailing a notice in writing of such resignation to his or her co-fiduciaries, or, if none, to his or her designated successor, if such designee has indicated his or her willingness to act, and thirty days thereafter such resignation shall take effect. If any fiduciary becomes disabled, that determination of disability shall also constitute that individual's immediate resignation as a fiduciary without any further act. For the purposes of this paragraph, a person shall be considered disabled if either (i) a committee, guardian, conservator or similar fiduciary shall have been appointed for such person or (ii) a court shall have determined, or two physicians shall have certified, that the person is incompetent or otherwise unable to act prudently and effectively in

financial affairs.

Each successor fiduciary and co-fiduciary shall have all rights and discretions which are granted to the executors named herein, except those which may be specifically denied in this will.

At any time that there are two or more fiduciaries then in office, all decisions regarding my estate shall be made by both or the majority of my fiduciaries in much office. However, my fiduciaries may from time to time authorize one of their number, or each of them acting singly, to execute instruments of any kind on their behalf (including, but not by way of limitation, any check, order, demand, assignment, transfer, contract, authorization, proxy, consent, notice or waiver). Insofar as third parties dealing with my fiduciaries are concerned instruments executed and acts performed by one fiduciary pursuant to such authorization shall be fully binding as if executed or performed by all of them. An authorization shall be valid until those acting in reliance on it receive actual notice of its revocation.

No fiduciary shall be required to give any bond or other security for the faithful performance of such fiduciary's duties in any jurisdiction whatsoever; or if any such bond shall be required, no such fiduciary shall be required to furnish any surety thereon. No executor shall be required to file a bond to secure the return of any payment or payments on account of commissions of such executor.

My individual executors may receive the commissions allowable under New Jersey Law from time to time during the period of the administration of my estate and any trusts hereunder. Any corporate executor serving hereunder shall receive compensation in accordance with its Schedule of Fees in effect from time to time during the period over which its services are performed.

ARTICLE NINE

I give to my fiduciaries, with respect to any and all property, whether real or personal, which I may own at the time of my death, or which shall at any time constitute part of my estate, including funds held hereunder for persons under the age of 21 years, and whether constituting principal or income therefrom, in addition to the authority and power conferred upon them by law, express authority and power to be exercised by them as such fiduciaries, in their discretion, for any purpose, without application to, authorization from, or confirmation by any court:

A. To retain and to purchase or otherwise acquire stocks, whether common or preferred, bonds, obligations, shares or interests in investment companies or investment trusts, securities issued by or any common trust fund maintained by any corporate fiduciary, partnership interests, or any other property, real or personal, of whatsoever nature, wheresoever situated, without duty to diversify, whether or not productive of income and whether or not the same may be authorized by law for the investment of estate funds, it being my intention to give my fiduciaries the same power of investment which I myself possess with respect to my own funds.

B. To deposit funds in the savings or commercial department of any corporate fiduciary or of any other bank without limit as to duration or amount.

C. To sell, without prior authorization or confirmation of the court, at public or private sale,

exchange, mortgage, lease without statutory or other limitation as to duration, partition, grant options in excess of six months on, alter, improve, demolish buildings, or otherwise deal with any property, real or personal, upon any terms and whether for cash or upon credit, and to execute and deliver deeds, leases, mortgages or other instruments relating hereto.

D. To exercise in person or by proxy all voting, conversion, subscription, or other rights incident to the ownership of any property, including the right to participate in any corporate reorganization, merger or other transaction and to retain any property received thereunder and the right to delegate discretionary power.

E. To borrow from any person, including any corporate fiduciary, -and to lend money to any person, including any person beneficially interested hereunder, with or without security.

F. To compromise or arbitrate claims, to prepay or accept prepayment of any debt, to enforce or abstain from enforcing, extend, modify or release any right or claim, or to hold any claim after maturity without extension, with or without consideration.

G. To hold separate shares or trusts in solido, and to hold property in bearer form or in the name of a nominee or nominees.

H. To execute and deliver deeds or other instruments, with or without covenants, warranties and representations and with or without consideration, including releases which shall discharge the recipient from responsibility for property receipted for thereby.

I. To abstain from rendering or filing any inventory or periodic account in any court.

J. Without the consent of any beneficiary, to make division or distribution in cash or in kind or partly in each. Any such distribution in kind shall be made at the fair market value on the date or dates of distribution and may be made without regard to the tax basis of such property and without any duty to distribute such assets pro rata among beneficiaries or to equalize the tax basis recovered by such beneficiaries, any provision of this will or rule of law to the contrary notwithstanding.

J. To employ legal and investment counsel, custodians, accountants and agents for the transaction of any business of my estate or any trust hereunder or for services or advice, to pay reasonable compensation therefor out of my estate or such trust, as may be applicable, and to rely and act or decline to rely or act upon any information or opinion furnished by them.

L. To retain or acquire the stock of any corporation in which any individual fiduciary hereunder or any officer or director of any corporate fiduciary hereunder may have an interest, whether as officer, director, employee or otherwise.

M. To make or join in elections and joint returns under any tax law; to agree in the apportionment of any joint tax liability; to exercise or forbear to exercise any income, gift or estate tax options; to determine the allocation of exemptions or exercise other elections available to my executors for generation-skipping transfer tax purposes; and to make or refrain from making adjustments between principal and income or between shares of my estate by reason of any deduction taken for income tax instead of estate tax purposes or any election as to the date of valuation of my estate for estate tax purposes, all in such manner as my executor may deem advisable, and any such determination made by my executor shall be

conclusive and binding upon all persons affected thereby.

N. To pay out of my general estate in respect of any real or tangible personal property situated outside the state of the principal administration of my estate at the time of my death any administration expense payable under the laws of the state or country where such property is situated.

O. To pay themselves, individually, at such time or times and without prior approval of any court or person interested in my estate or, any trust hereunder or payment of interest or the securing of any bond or rendering of any annual statement, account or computation thereof, such sum or sums on account of commissions to which they may eventually be entitled hereunder as they, in their discretion, may determine to be just and reasonable, to charge the same wholly against principal or wholly against income, or partially against principal and partially against income, as they may, in their discretion, determine advisable, and in the case of any trustee, to retain commissions which they may determine shall be payable out of income from income derived from any year preceding or succeeding the year with respect to which such commissions shall have been earned.

P. Generally, to exercise in good faith and with reasonable care all investment and administrative powers and discretions of an absolute owner which may lawfully be conferred upon a fiduciary.

ARTICLE TEN

A. Whenever income or Principal is to be distributed or applied for the benefit of a person under the age of 21 years (referred to as a "minor" in this Article) or a person who in the sole judgment of my fiduciaries is incapable of managing his or her own affairs, my fiduciaries may make payment of such property in any or all of the following ways:

1. By paying such property to the parent, guardian or other person having the care and control of such minor for such minor's benefit or to any authorized person as custodian for such minor under any applicable Gifts to Minors Act, with authority to authorize any such custodian to hold such property until the minor attains the age of 21 years where permitted under applicable law.
2. By paying such property to the guardian, committee, conservator or other person having the care and control of such incapable person.
3. By paying directly to such minor or incapable person such sums as my fiduciaries may deem advisable as an allowance.
4. By expending such property in such other manner as my fiduciaries in their discretion shall determine will benefit such minor or incapable person.

B. If principal becomes vested in and payable to a minor, my fiduciaries may make payment thereof in any of the ways set forth in the preceding paragraph of this Article, or may, defer payment of any part or all thereof meanwhile paying or applying to or for the use of such minor so much or all of such principal and of the income therefrom, as my fiduciaries in their discretion may deem advisable. Any income not so expended by my fiduciaries shall be added to principal. My fiduciaries shall pay any remaining principal to such minor upon such minor's attaining the age of 21 years or to such minor's estate upon death prior to such payment in full.

C. Any payment or distribution authorized in this Article shall be a full discharge to my fiduciaries with respect thereto.

ARTICLE ELEVEN

All interests hereunder, whether in principal or income, while undistributed and in the possession of my executors, and even though vested or distributable, shall not be subject to attachment, execution or sequestration for any debt, contract, obligation or liability of any beneficiary, and, furthermore, shall not be subject to pledge, assignment conveyance or anticipation by any beneficiary.

ARTICLE TWELVE

The account (intermediate or final) of any executor may be settled by agreement with the adult beneficiaries interested in the account and a parent or guardian of those beneficiaries who are minors, who shall have the full power on the basis of such settlement to release such fiduciary from all liability for such fiduciary's acts or omissions as executor for the period covered thereby. Such settlement and release shall be binding upon all interested parties hereunder including those who may be under legal disability or not yet in being and shall have the force and effect of a final decree, judgment or order of a court of competent jurisdiction rendered in an action or proceeding for an accounting in which jurisdiction was duly obtained over all necessary and proper parties. The foregoing provisions, however, shall not preclude any fiduciary from having such fiduciary's accounts judicially settled if such fiduciary shall so desire. In any probate, accounting or other persons interested in my estate are required by law to be served with process, if a party to the proceeding has the same interest as or a similar interest to a person under a legal disability (including, without limitation, an infant or an incompetent) it shall not be necessary to serve process upon the person under a disability or otherwise make such person a party to the proceeding, it being my intention to avoid the appointment of a guardian ad litem wherever possible.

ARTICLE THIRTEEN

The validity, construction, effect and administration of the testamentary dispositions and the other provisions contained in this will shall, in any and all events, be administered in accordance with, and construed and regulated by, the laws of the State of New Jersey from time to time existing.

ARTICLE FOURTEEN

A. Wherever "child", "children" or "issue" appears in this Will, it shall be deemed to include only lawful natural issue and persons deriving their relationship to or through their parent or ancestor by legal adoption prior to such adopted person's attainment of the age of 18 years.
B. A disposition in this Will to the descendants of a person per stirpes shall be deemed to require a division into a sufficient number of equal shares to make one share for each child of such person living at the time such disposition becomes effective and one share for each then deceased child of such person having one or more descendants then living, regardless of whether any child of such person is then living, with the same principle to be applied in any required further division of a share at a more remote generation.

ARTICLE FIFTEEN

A. All references herein to this Will shall be construed as referring to this Will and any

codicil or codicils hereto that I may hereafter execute.

B. Wherever necessary or appropriate, the use herein of any gender shall be deemed to include the other genders and the use herein of either the singular or the plural shall be deemed to include the other.

C. Except as otherwise specifically, provided in this will:

1. Each reference to my "fiduciaries" shall be deemed to mean and refer to my executor and, where applicable, to a custodian hereunder;

2. Each reference to my "executors" shall be deemed to mean and refer to the fiduciary or fiduciaries, natural or corporate, who shall be acting hereunder in such capacity from time to time; and

3. Any and all power, authority and discretion conferred upon my executor or my fiduciaries may be exercised by the fiduciary or fiduciaries who shall qualify and be acting hereunder from time to time in the capacity in which such power, authority and discretion are exercised.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this (24th) day of February, 1994.

/s/

RICHARD M. NIXON

ATTESTATION CLAUSE

WE the undersigned, do hereby certify that on the 24th of February, 1994, RICHARD M. NIXON, the Testator above named did, in the presence of the undersigned and of each of us, subscribe, publish and declare the foregoing instrument to be his last Will and Testament and then and there requested us and each of us to sign our names thereto as witnesses to the execution thereof, which we hereby do in the presence of the said Testator and of each other on this 24th day of February, 1994.

(signed by three witnesses)

each being duly sworn, depose and say:

That they witnessed the execution of the Will of RICHARD M. NIXON, dated February 24 1994, consisting of eighteen pages. That the Will was executed at Woodcliff Lake, New Jersey, under the supervision of Karen J. Walsh an attorney at law with offices at 51 Pondfield Road, Bronxville, New York. That this affidavit is made at the request of the Testator.

That the Testator, in our presence, subscribed his name to the Will at the end thereof, and at the time of making such subscription, published and declared the same to be his Last Will and Testament; thereupon we, at his request and in his presence and in the presence of each other, signed our names thereto as subscribing witnesses.

That the said Testator, at the time of such execution, was more than 18 years of age and, in our opinion, of sound mind, memory and understanding, not under any restraint or in any respect incompetent to make a Will.

That the Testator indicated to us that he had read the Will, knew the contents thereof, and that the provisions therein contained expressed the manner in which his Estate is to be administered and distributed.

That the Testator could read, write and converse in the English language and was suffering from no defect of sight, hearing or speech, or from any physical or mental impairment which would affect his capacity to make a valid Will.

That the Testator signed only of the said Will on said occasion.

Sworn to before me this 25th day of February, 1994.

PAUL G. AMICUCCI

Notary Public, State of New York

No. 5001747

Qualified in Westchester County