LAST WILL AND TESTAMENT
OF
JOHN DOE

I, JOHN DOE, a resident of and domiciled in the City, County and State of New York, and a citizen of the United States of America, declare this to be my Last Will and Testament.

ONE: A. 1. I give all of my jewelry, wearing apparel and personal effects, furniture, furnishings, books, pictures, paintings and other objects of art, silver, china, glassware, linens and other household effects, automobiles and other vehicles and all other similar tangible personal property, of whatsoever description and wheresoever situate, to my wife, JANE DOE, or, if she shall not survive me, in equal shares to my children who shall survive me, to be divided among them as they shall agree, or if they shall be unable to agree upon such division or if any of them shall be a minor at the time of my death, to be divided among them as my Executor shall determine in his absolute discretion.

2. If any child of mine shall be a minor at the time of my death, I authorize my Executor, in his absolute discretion, with respect to all or any part of such property to which such child would be entitled, (i) to sell such property and to distribute the proceeds thereof to such child, or (ii) to distribute such property to such child or to the person with whom such child shall reside, or (iii) to store such property and to distribute it to such child when he or she shall attain the age of eighteen years or at such earlier time or times as my Executor shall deem appropriate.

3. Any expenses which may be incurred by my Executor in selling, storing, packing, shipping and insuring any of such tangible personal property, including any expense which may be incurred in delivering such property to the designated beneficiary or beneficiaries thereof, shall be charged against the principal of my estate and treated as an expense of administering my estate.

B. I give all of my right, title and interest in my real property located in East Hampton, New York, together with all buildings and improvements thereon and all insurance policies relating thereto, to my wife, JANE DOE, if she shall survive me.

C. I give all of my right, title and interest in my cooperative apartment #15A located at One Fifth Avenue, New York, New York, and in and to any proprietary lease for such cooperative apartment and all shares of stock in the corporation owing such cooperative apartment and all insurance policies relating thereto, to my wife, JANE DOE, if she shall survive me.

D. I give the sum of Fifty thousand dollars ($50,000) to my friend, MICHAEL MILLER, or, if he shall not survive me, in equal shares to his children, SUSAN MILLER, ERIC MILLER and AMY MILLER, who shall survive me.

TWO: All of the rest of my estate, including any legacy or devise which may lapse or be invalid or for any reason fail to take effect, after the payment of debts and expenses (hereinafter referred to as "my residuary estate"), I give to my wife, JANE DOE, or, if she shall not survive me, to my issue *per stirpes*. If neither my wife nor any of my issue shall survive me, I give my residuary estate to the ABC CHARITY, NEW YORK, N.Y.

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THREE: I. A. I nominate my wife, JANE DOE, as Executor hereunder. If she shall fail for any reason to qualify or, having qualified, shall cease for any reason to act, I nominate my friend, SAMUEL SMITH, as Executor in her place.

B. I direct that no bond or other security shall be required of any Executor designated herein for the faithful performance of her or his duties or for the advance payment of commissions, any law of any state or jurisdiction to the contrary notwithstanding.

II. A. If my wife shall not survive me, **I** nominate and appoint my sister, SALLY DOE, as Guardian of the person and property of such of my children as shall be minors at the time of my death.

B. I direct that no bond or other security shall be required of the Guardian designated in this Will for the faithful performance of her duties, any law of any state or jurisdiction to the contrary notwithstanding.

C. I authorize the Guardian to exercise with respect to any property held by such Guardian all of the powers and authority, whether or not discretionary, granted to my Executor under this Will or by law.

FOUR: If any of the persons who take under this Will shall be under the age of eighteen years at the time title vests in him or her, then in addition to any other powers my Executor may otherwise possess by law, I authorize my Executor, in her absolute discretion:

(a) To retain his or her share, to manage, invest and reinvest the same and to apply such part or all of the net income therefrom and such part or all of the principal, as my Executor may deem necessary or desirable, for the proper education, support and general welfare of such minor until he or she attains the age of eighteen years, at which time I direct my Executor to transfer and to pay over to such minor the accumulated income, if any, and the balance of the principal. My Executor is authorized to retain any part of such income not so used and shall have in respect of such income and the principal all of the powers and authority set forth in Article FIVE of this Will; (b) To make payment or distribution of any property to which such minor may be entitled to the parent, guardian, committee, conservator or other legal representative, wherever appointed, of such minor, or to the person with whom such minor shall reside, or to a custodian for such minor under the Uniform Transfers to Minors Act of any state, or to such minor personally, and upon payment or distribution of such property, my Executor shall be relieved of all liability with respect thereto, the receipt of the person to whom such property shall have been paid or distributed being a complete discharge therefor even though my Executor may be such person.

FIVE: I authorize my Executor, in her absolute discretion, with respect to any property, real or personal, left by me or at any time held or acquired by my Executor (including accumulated income), without authorization by any court and in addition to any other powers my Executor may otherwise possess by law:

(a) To retain the same for such periods of time as she shall deem advisable;

(b) To sell or otherwise dispose of the same at such times, in such amount, for cash or on credit, and upon such terms and conditions, as she shall deem advisable;

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(c) To invest in such bonds, preferred or common stocks, mortgages or other property, real or personal, without regard to any law concerning the investment of trust funds, or to hold any part of my estate uninvested, all as she shall deem advisable;

(d) To manage, lease, mortgage or partition any real or personal property or any interest therein upon such terms and conditions as she shall deem advisable;

(e) To exercise or dispose of any or all options, privileges or rights, whether to vote, by discretionary proxy or otherwise, or to assent, subscribe or convert or of any other nature;

(f) To adjust, compromise and settle or refer to arbitration any claim in favor of or against my estate;

(g) To borrow money from herself or from any other party, whether for the purpose of raising funds to pay taxes or otherwise, and to give or not to give security therefor, all upon such terms and for such periods as she shall deem advisable;

(h) To make any division or distribution of property in kind or otherwise, and to allot any property, including an undivided interest therein, to any share whether or not the same kind of property is allotted to other shares;

(i) To employ and to pay the compensation of such agents, accountants, custodians, experts and counsel, legal or investment, as she shall deem advisable;

(j) To disclaim any interest in property passing to or for my benefit, in whole or in part; and

(k) Generally, to exercise all such rights and powers, and to do all such acts, and to enter into all such agreements, as persons owning similar property in their own right might lawfully exercise, do or enter into.

SIX: I direct that there shall be no apportionment of any estate, transfer, succession and similar taxes or duties, including interest and penalties thereon, whether they be imposed with respect to any property or interest passing under this Will or otherwise. All such taxes, duties, interest and penalties shall be paid by my Executor out of my estate and treated as an expense of administering my estate.

SEVEN: If any one or more of the persons entitled to any share of my estate shall be a minor, incompetent or under a legal disability, he or she shall be represented in any settlement of the account of my Executor and release of my Executor by the other person or persons with the same interest in my estate, or, if there is no other person, by his or her guardian, committee, conservator or other legal representative wherever appointed or, in the case of a minor without a legal representative, his or her parents or either of them.

EIGHT: I hereby revoke all wills and codicils heretofore made by me.

IN WITNESS WHEREOF, I, JOHN DOE, have signed my initials on each of the two preceding pages this _____ day of _____ 2010 C.E.

_____[L.S.]

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The foregoing instrument was signed, sealed, published and declared by JOHN DOE, the above-named Testator, as and for his Last Will and Testament in our presence, all being present at the same time, and thereupon we, at his request and in his presence and in the presence of each other, have hereunto subscribed our names as witnesses this day of 2010.

_____ residing at _____

_____ residing at _____

_____ residing at _____

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AFFIDAVIT OF ATTESTING WITNESSES

STATE OF NEW YORK)

) ss.:

COUNTY OF NEW YORK)

Each of the undersigned, individually and severally being duly sworn, deposes and says:

The within Will was subscribed in our presence and sight at the end thereof by JOHN DOE, the within named Testator, on the ____ day of _____ 2010, and said Testator at the time of making such subscription declared the instrument so subscribed to be his Last Will.

Each of the undersigned thereupon signed his name as a witness at the end of said Will at the request of said Testator and in his presence and sight and in the presence and sight of each other.

Said Testator was, at the time of so executing said Will, over the age of eighteen years and, in the respective opinions of the undersigned, of sound mind, memory and understanding and not under any restraint or in any respect incompetent to make a Will.

Said Testator, in the respective opinions of the undersigned, could read, write and converse in the English language and was suffering from no defect of sight, hearing or speech, or from any other physical or mental impairment which would affect his capacity to make a valid Will. The Will was executed as a single, original instrument and was not executed in counterparts.

Each of the undersigned was acquainted with said Testator at such time and makes this affidavit at his request.

The within Will was shown to the undersigned at the time this affidavit was made and was examined by each of them as to the signatures of said Testator and of the undersigned.

The foregoing instrument was executed by said Testator and witnessed by each of the undersigned affiants under the supervision of _____, an attorney-at-law.

_____

_____

_____

Severally sworn to before me this
_____ day of _____2010

_____
Notary Public

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