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Last Will and Testament

OF

RUTH FINKELSTEIN

BOOK 8675 PAGE 149

I, RUTH FINKELSTEIN, a resident of and domiciled in Hallandale, Broward County, Florida, do hereby make, publish and declare the following to be my Last Will and Testament, hereby revoking all Wills and Codicils by me at any time heretofore made.

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ARTICLE I

I direct that all of my just debts (excluding debts secured by mortgages, pledges or other security instruments which, in the discretion of my Personal Representative, may be paid or retained) and my funeral expenses be paid out of my residuary estate as soon as may be practicable after my death.

My Personal Representative shall likewise pay out of my residuary estate, and not apportion against the share of any beneficiary, all fees and expenses incident to the administration of my estate and all inheritance, succession, and estate taxes assessed against my estate (excluding any tax imposed under Section 2601 of the Internal Revenue Code of 1954, as amended (the "Code"), or under Florida Law, on any generation-skipping transfer), including any such taxes as may be so assessed on account of policies of insurance on my life, jointly held property. or any other property taxable as a part of my estate, but not coming into the hands of my Personal Representative.

ARTICLE II

I direct that the proceeds of all policies of insurance on my life, which are payable to my Personal Representative, my

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Administrator, or my estate, shall be used as needed in paying debts, taxes, and specific legacies, or in making any other payment authorized to be made by my Personal Representative, with any portion thereof not so used becoming a part of my residuary estate.

ARTICLE III

To the individuals listed below, I deivse the following:

A. To my son LOUIS FIELD, if he shall survive me, the sum of FIVE THOUSAND DOLLARS ($5,000). This gift is in no manner intended to reflect a lack of affection for my son, but it is merely intended to take into account the provisions which have been made for him by my husband during my husband's lifetime and by me otherwise than in this, my Will. If my son, LOUIS FIELD shall not survive me, I give and devise the aforesaid sum to his living issue in equal shares, per stirpes.

B. To my daughter-in-law LINDA FIELD, if she shall survive me, the sum of FIVE THOUSAND DOLLARS ($5,000).

C. To my grandchild, LISA FIELD, if she shall survive me, the sum of FIVE THOUSAND DOLLARS ($5,000).

D. To my grandchild JAYSON FIELD, if he shall survive me, the sume of FIVE THOUSAND DOLLARS ($5,000).

ARTICLE IV

I give and devise the following amounts to the following organizations:

1. To the AKIVA SCHOOL OF NASHVILLE, TENNESSEE, FIVE THOUSAND DOLLARS ($5,000) to be added to the ALFRED FINKELSTEIN MEMORIAL FUND.

2. To the WEST END SYNAGOGUE KAHL KODESH ADATH ISRAEL OF NASHVILLE, TENNESSEE, FIVE THOUSAND DOLLARS ($5,000) to be added to the ALFRED FINKELSTEIN MEMORIAL FUND.

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3. To the TEMPLE CONGREGATION OHABAI SHALOM OF NASHVILLE, TENNESSEE, THREE THOUSAND DOLLARS ($3,000).

Should the ALFRED FINKELSTEIN MEMORIAL FUND OF THE AKIVA SCHOOL not be in existence at the time of my death, the bequest to such Fund shall go directly to the AKIVA SCHOOL.

Should the ALFRED FINKELSTEIN MEMORIAL FUND OF THE WEST END SYNAGOGUE not be in existence at the time of my death, the bequest to such Fund shall go directly to the WEST END SYNAGOGUE. Should any of the above named organizations not be in existence at the time of my death, the bequest to such organization shall be divided equally between such of the above organizations as are in existence.

ARTICLE V

All the rest, residue and remainder of the property which I may own at the time of my death, real, personal and mixed, tangible and intangible, of whatsoever nature and wheresoever situated, including all property which I may acquire or become entitled to after the execution of this Will, including all lapsed devises or other gifts made by this Will which fail for any reason but excluding any property over or concerning which I have any power of appointment, my intention being not to exercise such power of appointment, I devise in equal shares, to my daughters ROSALIND F. GOLDSMITH, JACKIE F. GOLDMAN and CAROLYN F. LOWEN. If any of my daughters shall predecease me, her respective share shall pass to her then living descendants, per stirpes, if any, and if none, then the share shall pass to the other named beneficiaries, if living, and if not, to their then living descendants per stirpes.

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ARTICLE VI

Any portion of my estate passing under Article V of this Will to the issue of any of my daughters shall be held in trust under the following terms:

1. Whenever the terms "child" or "children" are used in this ARTICLE VI, it shall refer to the issue of the person for whose issue the trust is created.

2. Until each child attains the age of thirty (30) years, the Trustee shall, in his sole discretion, pay to the beneficiaries or apply for their benefit so much of the net income of the trust as he deems advisable, but the Trustee shall not be required to equalize any payments among the beneficiaries hereof. Any income not so distributed during any trust year shall be accumulated and added to the trust corpus and invested and reinvested thereafter under the authority thereof.

3. During the term of the trust, the Trustee is further authorized to make such encroachments as he may consider necessary in his sole and unlimited discretion to provide necessities or for the support, maintenance, education, (public, private or special), welfare, and emergency needs, including medical, nursing and hospital and surgical expenses, and the cost of extended and/or convalescent care, of any one or more of the beneficiaries, but this provision for encroachment shall not be construed by the Trustee to provide for luxuries or unnecessary comforts, and in no event shall it include authority for advancements for investments in business or other so called business opportunities.

4. When the oldest child who is a beneficiary of each trust attains the age of thirty (30) years, the Trustee shall divide the then remaining trust corpus of such trust into equal shares for the beneficiaries of that trust and a share, per

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stirpes, for the issue of any child who may then be deceased. Each child's share shall be immediately distributed to him upon his attaining the age of thirty (30) years.

Shares allocated to the issue of any deceased child shall be retained in trust pending their attainment of the age of twenty-one (21) years, during which time, the Trustee may pay to such issue or apply for his benefit so much of the net income of his share as he deems advisable. Any income not so distributed shall be accumulated and added to the corpus of such issue's share and invested and reinvested thereafter. Further, the Trustee shall have the right, in his sole discretion, to encroach upon the corpus of each share for the benefit of his beneficiary pursuant to Article VI, Section 3 hereof.

5. The Trustee may in his absolute discretion, accept additional contributions to this trust, provided that such property shall be acceptable to the Trustee. Upon receipt and acceptance thereof by the Trustee any such additions shall be deemed to be part of his Trust. Notwithstanding the foregoing, these additions shall not be used for the payment of any taxes, debts, or other expenses associated with the administration of my estate.

6. The Trustee is authorized to make any payment of income or principal to third parties for the benefit of any beneficiary who may become entitled thereto, or directly to such beneficiary, without, in any event, requiring the qualification of a legal Guardian, unless, in the sole discretion of the Trustee, it should be determined that the appointment and qualification of such Guardian in a particular circumstance be desirable.

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7. The benefits of the Trust estate(s) are for the sole and separate use of the beneficiaries herein designated, and neither the principal nor the income of the trust estate(s) shall be liable for the debts of any beneficiary, nor shall the same be subject to seizure by attachment, garnishment, or execution, nor by any writ or proceeding at law, in equity, in bankruptcy, or receivorship; nor shall the beneficiaries hereof have the right or power to sell, assign, transfer, pledge, mortgage, or in any other manner encumber, anticipate, or dispose of their interest in trust estate(s) of the income therefrom.

8. The Trustee shall serve without bond and shall not be required to file any accountings in any court of record, but shall account for his transactions to each beneficiary who is sui juris at least annually.

9. If, in the opinion of the Trustee, the trust created herein shall at any time be of a size of which, in his sole judgment, makes it inadvisable or unnecessary to continue such Trust, notwithstanding anything contained herein, the Trustee shall have the power to terminate the Trust and distribute the trust corpus and accumulated income to or for the benefit of the children in equal shares with a share per stirpes to the issue of a child who may predecease such termination or, if the Trust has been divided into shares pursuant to paragraph 4 hereof, each share shall be distributed to its beneficiary, with the share of a beneficiary who may predecease such termination going to his estate.

10. Each successor Trustee, whether individual or corporate, shall succeed to all of the rights and duties of his predeceasor, but shall not be accountable for any of the actions of such predeceasor.

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ARTICLE VII

A. I appoint my daughters, ROSALIND F. GOLDSMITH, CAROLYN F. LOWEN and JACKIE F. GOLDMAN, as Co-Personal Representatives of my Will. In the event any daughter is unable to serve I appoint the surviving daughters or daughter, as the case may be, as the successor Personal Representative of my Will. Should it become necessary, I authorize and empower my Personal Representative to nominate a Co-Personal Representative who shall serve without requirement of bond or other security.

B. With respect to any trust created for the issue of my daughter, ROSALIND F. GOLDSMITH, my daughter, JACKIE F. GOLDMAN, shall be the Trustee. With respect to any trust so created for the issue of my daughter, JACKIE F. GOLDMAN, my son-in-law, MELVIN GOLDMAN, shall be the Trustee. With respect to any trust so created for the issue of my daughter, CAROLYN F. LOWEN, my son-in-law, ART LOWEN, shall be the Trustee. If any of said individuals is unable to serve as Trustee, I authorize and empower the other named individuals to nominate a successor Trustee.

C. I direct that no bond or other security shall be required of any of the above parties serving as my Personal Representative or Trustee in any jurisdiction.

ARTICLE VIII

I hereby grant to my Personal Representative and to my Trustee, collectively referred to in this Article as "my fiduciary" with respect to my estate and each Trust established hereunder, in addition to those powers conferred by law, the following powers to be exercised without authority from any court and in its sole and absolute discretion, to deal with any and all property, real or personal forming a part of my estate or of any Trust created hereunder, including property held for minors and whether constituting income or principal:

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A. To retain such property regardless of whether it is of the class or diversification authorized by law for the investment of Trust funds, and to abandon such property or any interest in it as may be deemed advisable.

B. To sell any such property, real or personal, at such times and upon such terms and conditions, including credit, as may be deemed advisable, including the authority and power to make such sale or disposition to any beneficiary hereunder.

C. To enter into a lease for any purpose as lessor for such period of time and to grant such options for renewal or purchase as may be deemed advisable even though such term may extend beyond the administration of my estate or of any trust created hereunder.

D. To borrow money from any lender (including my fiduciary), as may be necessary to pay taxes or for such other purposes as may be deemed advisable, and to give notes or bonds for such purposes as may be deemed advisable, and to give notes or bonds for the sums borrowed and to encumber, mortgage or pledge any property held hereunder and to loan money to any person or entity including a beneficiary hereunder, upon such terms and conditions, with or without security, and for such purposes as my fiduciary may deem advisable.

E. To abandon, compromise, arbitrate or otherwise deal with and settle claims in favor of or against my estate and any Trust created hereunder as may be deemed advisable.

F. To invest and reinvest in property of any character, real or personal, foreign or domestic, including but not limited to stocks, bonds, mutual funds, common trust funds, including those

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maintained by my fiduciary securities of investment companies or other securities, unsecured obligations, undivided interests and leases, regardless of whether such property is of the class or diversification authorized by law for the investment of trust funds.

G. To exercise or sell subscription or conversion rights and all other rights, options and powers pertaining to any stocks and bonds and other securities, and to vote or refrain from voting a security, in person or by general or limited proxy, all as fully as might be done by persons owning similar property in their own rights.

H. To oppose, consent to and participate in any plan of reorganization, recapitalization, consolidation, merger, liquidation or similar plan and any proceeding thereunder, including depositing any property with any protective, reorganization or similar committee delegating discretionary power, and paying expenses and assessments levied thereon.

I. To register and hold such property in the name of a nominee or in such form as to pass title by delivery.

J. To employ counsel, accountants and agents deemed advisable by my fiduciary and to pay them reasonable compensation.

K. To make distributions in cash or in kind, or partly in cash and partly in kind and to divide, partition, allocate or distribute particular assets undivided interest therein, without any obligation to make proportionate distributions or to distribute to all beneficiaries property having an equivalent income tax basis, and without regard to any provision of law expressing a preference for distributions in kind and to value such property to the extent permitted by law.

L. To establish and maintain reasonable reserves for depreciation on property subject to depreciation under generally-accepted accounting principles as a charge against income and a credit to principal.

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M. To make in its sole and absolute discretion, any income, estate or gift tax elections, including whether to claim deductions on my estate tax return or on any income tax returns and without making any adjustment from income to principal nor with respect to any devise because of any such decision, and any such determination shall be final and binding upon all persons interested in my estate.

N. To accept and add to the principal of any Trust created hereunder additional property received from any source.

O. To exercise all of the powers and discretions granted herein, even after the termination of any Trust created hereunder, until the final distribution of all property.

P. To enter into any transaction with my Personal Representative or my Trustee or the Trustee under any instrument other than this Will, to the same extent as with any other person even though my Personal Representative and either of the Trustees may be the same entity.

Q. To do all such acts and exercise all such rights and privileges, although not specifically listed hereunder, which my fiduciary deems necessry or advisable for the proper and advantageous management, investment and distribution of my estate and any trust created hereunder, and to make, execute and deliver any instrument or agreements binding my estate and any such trusts.

R. In addition to all other powers, and notwithstanding any other provisions of this, my Will, my Personal Representative shall have full discretion to apply the deductions allowable for claims, expenses, indebtedness, taxes and losses as contemplated by Sections 642, 2053 and 2054 of the Code, as the same now exists or may hereafter be amended, to either income tax or estate tax in such manner as to minimize the total state and federal income

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and death taxes payable by my estate or as a result of my death. Such allocation may be made regardless of whether its effect is to favor one beneficiary or class of beneficiaries over another or whether such charges shall be charged to income or principal for distribution purposes.

S. Any and all powers exercisable by the Personal Representative or the Trustee, may be exercised by a majority of the persons serving in such capacity.

ARTICLE IX

Throughout this Will, the masculine gender shall be deemed to include the feminine, and vice versa, and the singular shall include the plural, and vice versa.

Whenever the words "child", "children", "grandchild", "issue" or words of similar import are used in my Will, they are intended to include the adopted as well as natural-born children and grandchildren.

ARTICLE X

If any person named in this, my Last Will and Testament, shall directly or indirectly institute to become an acting party to any proceedings to set aside, interfere with or make null any provision of this Will, or to offer any objections to the probate thereof, or shall in any manner, directly or indirectly, contest the probate thereof, then, and in that event, I revoke the provision of this, my Last Will, in his, or her or their favor, and such act or proceedings shall operate and be effective as a release on the part of such heir, next of kind, legatee or devisee to any part of my property or estate, and any provision of my Will in favor of such party. I do hereby abrogate, annul and make void, and I direct and will that the person so acting, proceeding or contesting shall receive no part or portion whatsoever of my estate under this Will or otherwise, and the said property that would have gone to him, her or them shall go and become a part of my residuary estate.

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IN WITNESS WHEREOF, I have signed this instrument as my Last Will and Testament consisting of twelve pages, in the presence of the individuals witnessing at my request, this 11th day of August, 1988.

Ruth Finkelstein
RUTH FINKELSTEIN

We certify that this instrument was signed and declared by RUTH FINKELSTEIN to be her Last Will and Testament in our presence and that we, in her presence and in the presence of each other have signed our names as witnesses, this 11th day of August, 1988.

Sari Briden Residing at [illegible]

Donna Aschheim Residing at [illegible]

STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

We, the undersigned Testatrix and witnesses, respectively, whose names are signed to the foregoing instrument, having been sworn, signed and declared to the undersigned officer that the Testatrix in the presence of the witnesses signed the instrument as her Last Will and Testament, that she signed willingly and that each of the witnesses, in the presence of the Testatrix and in the presence of each other, signed the Will as a witness.

Ruth Finkelstein
RUTH FINKELSTEIN

Sari Briden

Donna Aschheim

Subscribed and sworn to before me by RUTH FINKELSTEIN, the Testatrix and by Sari Briden and Donna Aschheim, the witnesses, on the 11th day of August, 1988.

Notary Public

My Commission expires:

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXPIRES SEPT. 10, 1990
BONDED THRU GENERAL INSURANCE UND.

RECORDED IN THE OFFICIAL RECORDS BOOK
OF BROWARD COUNTY, FLORIDA
12 L. A. HESTER
COUNTY ADMINISTRATOR

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STATE OF TENNESSEE, DAVIDSON COUNTY

I George L. Booker, Clerk of the Probate Court of Davidson County, State aforesaid, do certify that the foregoing is a full, true and complete copy of the [illegible] in my office. Will Book ___ 375

Given under my hand and seal of office, in Nashville, this 15th day of July 1992

GEORGE L. BOOKER, CLERK

By [signature]
Deputy Clerk

Mail
Arthur Glover