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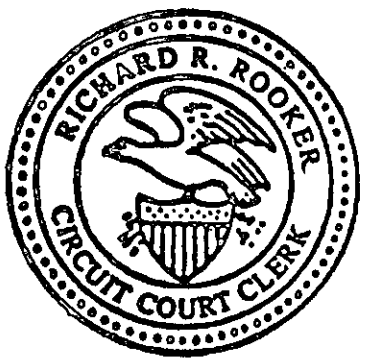
STATE OF TENNESSEE

I, **RICHARD R. ROOKER,** Clerk of the Circuit Court for Davidson County, in the State aforesaid, do hereby certify that the foregoing is a true and correct copy of the ATTACHED EXHIBITS heretofore entered in the SEVENTH Circuit Court for Davidson County, Tennessee, on the 22 day of JANUARY , 2014 , in Case Number 14P117 between GANS, JUDITH Petitioner, and GOLD, GRACE S Respondent, as same remains in the records of said Court.

IN TESTIMONY WHEREOF, I hereunto subscribe my name and affix the seal of said Court, at office, in Nashville, the 29 day of JANUARY 2014

RICHARD R. ROOKER, Clerk,

SEAL



By _____
Deputy Clerk

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RICHARD A. ROEMER, CLERK

D.C.

LAST WILL AND TESTAMENT

OF

GRACE S. GOLD

I, GRACE S. GOLD, presently residing at 100 West 57th Street, in the Borough of Manhattan, City, County and State of New York 10019, do hereby make, publish and declare this to be my Last Will and Testament.

FIRST: Revocation of Prior Wills. I hereby revoke all Wills and Codicils which I may have made previously.

SECOND: Exercise of General Testamentary Powers of Appointment. I presently possess the following general testamentary powers of appointment:

A. Pursuant to the provisions of paragraph (c) of Article 3. of a certain Declaration of Trust dated the 18th day of February, 1957, made by and between my father, ISADORE ALFORD, as Grantor, and my mother, SARAH B. ALFORD, as Trustee, I have been given a general testamentary power of appointment over one-fourth (1/4) of the property in the trust upon its termination if I shall die without issue surviving.

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B. Pursuant to the provisions of a certain Deed between my father, I. ALFORD, as Grantor, and myself, as Grantee, dated October 8, 1949, and recorded in Book 1762, Page 206, at the Register's Office of Davidson County, Tennessee, I was given a life estate in the real property therein described with a general testamentary power of appointment over such property if I shall die without issue surviving.

I hereby expressly exercise each of said general testamentary powers of appointment and I direct that all of the property which at the time of my death shall be subject to such powers of appointment shall be paid and distributed to my Executor, hereinafter named, to be added to and held, administered and disposed of by my Executor as part of my estate.

I expressly refrain from exercising any other testamentary power of appointment which I may possess.

THIRD: Payment of Funeral and Administration Expenses and Claims. I direct that my funeral expenses, all valid and enforceable unsecured claims against my estate and the expenses of administering my estate shall be paid

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by my Executor out of the principal of my residuary estate (excluding my real property and all property received under the provisions of Article SECOND of this my Will).

If my residuary estate (excluding my real property and all property received under the provisions of Article SECOND of this my Will) shall be insufficient for the payment of all the expenses and claims referred to in this Article my Executor shall certify to the Trustee under a certain Declaration of Trust created by me, as Grantor, and me and JACK GOLD, as Initial Trustees, of even date with and executed by me prior to the execution of this my Last Will and Testament, the amount by which my residuary estate (excluding the property mentioned above) shall be insufficient for the payment thereof, and I direct that the property transferred to my Executor by the said Trustee as a result of such certification shall be used to complete such payments.

FOURTH: Payment of Taxes. I direct that all estate, inheritance, transfer, succession, legacy and other death taxes, including any interest and penalties thereon, imposed by any jurisdiction whatsoever by reason of my death

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upon or with respect to any property included 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 my Last Will and Testament or any Codicil to it, but not including any generation skipping transfer tax which may be payable under Chapter 13 of the Internal Revenue Code of 1986, as amended, or any successor statute, by reason of my death or the death of any other person, shall be paid without apportionment by my Executor out of the principal of my residuary estate (excluding my real property and all property received under the provisions of Article SECOND of this my Will).

If my residuary estate (excluding my real property and all property received under the provisions of Article SECOND of this my Will) shall be insufficient for the payment of all taxes referred to in this Article, my Executor shall certify to the Trustee under a certain Declaration of Trust created by me, as Grantor, and me and JACK GOLD, as Initial Trustees, of even date with and executed by me prior to the execution of this my Last Will and Testament, the

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amount by which my residuary estate (excluding the property mentioned above) shall be insufficient for the payment thereof, and I direct that the property transferred to my Executor by the said Trustee as a result of such certification shall be used to complete such payments.

FIFTH: Bequest of Cooperative Apartment. I give and bequeath all of my right, title and interest in and to our cooperative apartment, number PH-D, located in the cooperative apartment building known as 100 West 57th Street, New York, New York 10019, including all of my right, title and interest in and to the proprietary lease and all shares of stock or other interest in the landlord corporation, together with any insurance policies covering the premises, to my spouse, JACK GOLD, if my spouse shall survive me, or if my spouse shall not survive me then to my spouse's niece, BLOSSOM GOLD GANS, if she shall survive me, or if she shall not survive me then I direct that our said cooperative apartment shall be sold by my Executor and the net proceeds of sale paid and distributed to my spouse's grandnieces, LISA GANS GRISWOLD, MICHELLE GANS AZRIALY and CHERYL GANS BIGERIEGO, who shall survive me, in equal shares.

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SIXTH: Bequest of Tangible Personal Property. All tangible personal property, together with all insurance policies thereon, including, without limitation, jewelry, clothing, personal effects, household furniture, furnishings, pictures, objects of art, automobiles and boats, owned by me at the time of my death, I give and bequeath to my spouse, if my spouse shall survive me, or if my spouse shall not survive me then to my spouse's niece, BLOSSOM GOLD GANS, if she shall survive me, or if she shall not survive then to my spouse's grandnieces, LISA GANS GRISWOLD, MICHELLE GANS AZRIALY and CHERYL GANS BIGERIEGO, who shall survive me, to be divided among them in as nearly equal shares as may be practicable in the discretion of my Executor, giving due regard to the personal preferences which the legatees may express. Notwithstanding anything herein to the contrary, if my Executor shall deem it impracticable to distribute any item of my said tangible personal property, for any reason, the same shall be sold by my Executor and the net proceeds of sale added to my estate.

SEVENTH: Disposition of Residuary Estate. All of the rest, residue and remainder of my estate, both real and personal, of whatsoever nature and

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wheresoever situated (all of which property is herein sometimes referred to as my "residuary estate"), I give, devise and bequeath to my spouse, if my spouse shall survive me, or if my spouse shall not survive me then as follows:

A. If my spouse's niece, BLOSSOM GOLD GANS, shall survive me, I give, devise and bequeath my residuary estate as follows:

1. Sixty-three (63%) percent thereof to my spouse's niece, BLOSSOM GOLD GANS.

2. Ten (10%) percent thereof to my spouse's grandniece, LISA GANS GRISWOLD, if she shall survive me, or if she shall not survive me then to my spouse's niece, BLOSSOM GOLD GANS, and to my spouse's grandnieces, MICHELLE GANS AZRIALY and CHERYL GANS BIGERIEGO, who shall survive me, in equal shares.

3. Ten (10%) percent thereof to my spouse's grandniece, MICHELLE GANS AZRIALY, if she shall survive me, or if she shall not survive me then to my spouse's niece, BLOSSOM GOLD GANS, and to my spouse's

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grandnieces, LISA GANS GRISWOLD and CHERYL GANS BIGERIEGO, who shall survive me, in equal shares.

4. Ten (10%) percent thereof to my spouse's grandniece, CHERYL GANS BIGERIEGO, if she shall survive me, or if she shall not survive me then to my spouse's niece, BLOSSOM GOLD GANS, and to my spouse's grandnieces, LISA GANS GRISWOLD and MICHELLE GANS AZRIALY, who shall survive me, in equal shares.

5. Seven (7%) percent thereof to my spouse's niece, SUSAN OPPER, if she shall survive me, or if she shall not survive me then to my spouse's niece, BLOSSOM GOLD GANS, and to my spouse's grandnieces, LISA GANS GRISWOLD, MICHELLE GANS AZRIALY and CHERYL GANS BIGERIEGO, who shall survive me, in equal shares.

B. If my spouse's niece, BLOSSOM GOLD GANS, shall not survive me, I give, devise and bequeath my residuary estate as follows:

1. Twenty-five (25%) percent thereof to my spouse's grandniece, LISA GANS GRISWOLD, if she shall survive me, or if she shall not

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survive me then to my spouse's grandnieces, MICHELLE GANS AZRIALY and CHERYL GANS BIGERIEGO, who shall survive me, in equal shares.

2. Twenty-five (25%) percent thereof to my spouse's grandniece, MICHELLE GANS AZRIALY, if she shall survive me, or if she shall not survive me then to my spouse's grandnieces, LISA GANS GRISWOLD and CHERYL GANS BIGERIEGO, who shall survive me, in equal shares.

3. Twenty-five (25%) percent thereof to my spouse's grandniece, CHERYL GANS BIGERIEGO, if she shall survive me, or if she shall not survive me then to my spouse's grandnieces, LISA GANS GRISWOLD and MICHELLE GANS AZRIALY, who shall survive me, in equal shares.

4. Sixteen (16%) percent thereof to RICHARD GANS, spouse of my spouse's niece, BLOSSOM GOLD GANS, if he shall survive me, or if he shall not survive me then to my spouse's grandnieces, LISA GANS GRISWOLD, MICHELLE GANS AZRIALY and CHERYL GANS BIGERIEGO, who shall survive me, in equal shares.

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5. Nine (9%) percent thereof to my spouse's niece, SUSAN OPPER, if she shall survive me, or if she shall not survive me then to my spouse's grandnieces, LISA GANS GRISWOLD, MICHELLE GANS AZRIALY and CHERYL GANS BIGERIEGO, who shall survive me, in equal shares.

C. If neither my spouse's niece, BLOSSOM GOLD GANS, nor any of my spouse's grandnieces, LISA GANS GRISWOLD, MICHELLE GANS AZRIALY and CHERYL GANS BIGERIEGO, shall survive me, I give, devise and bequeath my residuary estate as follows:

1. Fifty (50%) percent thereof to RICHARD GANS, spouse of my spouse's niece, BLOSSOM GOLD GANS, and to my spouse's niece, SUSAN OPPER, if they shall survive me, in equal shares, or all to the survivor of them if only one of them shall survive me.

2. Fifty (50%) percent thereof to THE SOCIETY OF THE NEW YORK HOSPITAL FUND, INC., 525 East 68th Street, New York, New York 10021, to be used for medical research.

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D. If none of the individual legatees named in the foregoing paragraphs of this Article shall survive me, I give, devise and bequeath my residuary estate to THE SOCIETY OF THE NEW YORK HOSPITAL FUND, INC., 525 East 68th Street, New York, New York 10021, to be used for medical research.

EIGHTH: Generation-Skipping Tax Provisions. In exercising the power to allocate my generation-skipping transfer tax exemption, my Executor may include in or exclude from that allocation any property of which I am the transferor for generation-skipping purposes, including property transferred prior to my death. These decisions may be based on transfers, gift tax returns and other information known to my Executor with no requirement that allocation benefit the various transferees or beneficiaries of such property equally, proportionately, or in any other particular manner.

NINTH: Common Disaster. In the event that my spouse and I shall die simultaneously or under such circumstances as to render it impossible to determine who survived the other, I hereby declare it to be my will that my spouse shall be deemed not to have survived but to have predeceased me and that this my

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Will and any and all of its provisions shall be construed on such assumption and basis.

TENTH: Persons Under Legal Disability. Whenever a beneficiary to whom payments of income or principal are to be made under any of the provisions of this my Will shall be under a legal disability, or in the sole judgment of my Executor shall then be unable to apply such payments to his or her own best interest and advantage, my Executor may make such payments in any one or more of the following ways:

A. Directly to or for the benefit of such beneficiary;

B. To the legal guardian, conservator, committee or person or institution performing the same or similar function;

C. To a relative of such beneficiary to be expended for the benefit of such beneficiary.

D. To a Living Trust created by my spouse, if my spouse shall survive me.

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The cancelled checks, if my Executor elects to pay the bills of such beneficiary, or the receipt of such beneficiary, guardian, conservator, committee, person, institution or relative or the Trustee of a Living Trust created by my spouse, if my Executor elects to make such payments to them, shall be a full and complete release, discharge and acquittance of my Executor therefor.

ELEVENTH: Appointment of Fiduciary. I hereby appoint my spouse, JACK GOLD, as Executor of this my Will.

If my spouse shall fail to qualify or for any reason cease to act then I appoint THE CHASE MANHATTAN BANK, with an office at 1211 Avenue of the Americas, New York, New York 10036, as Executor in my spouse's place and stead.

I hereby give to my spouse if not under a legal disability, the power to remove at any time THE CHASE MANHATTAN BANK as Executor without the payment to it of any severance or termination fees; provided, however, that simultaneously therewith, a Qualified Corporate Fiduciary shall be appointed as successor Executor to act in its place and stead.

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Such removal and appointment shall be effective only if expressed by an instrument in writing executed by my spouse, if not under a legal disability, and duly acknowledged. The instrument of removal and appointment shall be served upon THE CHASE MANHATTAN BANK and the successor Executor and filed in the court having jurisdiction of my estate.

As used in this my Will, the term "Qualified Corporate Fiduciary" shall mean any bank or trust company organized under the laws of the United States or of any State (or any successor by way of merger, consolidation or other reorganization) and qualified to act and at the time in question actually providing services as Executor in the City and State of New York.

I direct that no bond, security or undertaking shall be required of any Executor named herein or appointed hereunder for any reason, including any advance payment of commissions, in any jurisdiction.

I authorize and empower any fiduciary at any time acting hereunder to resign without leave of court. Any such resignation shall be effective upon delivery of a written instrument of resignation, duly signed and acknowledged, to any other

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then acting fiduciary or if none to the fiduciary named or appointed to serve as a successor.

The term "Executor" and the pronouns therefor shall include the masculine, feminine and neuter and the plural, unless the context otherwise requires, and shall refer to each fiduciary serving at the time, including any successor and any corporation which may succeed to the fiduciary business of my corporate fiduciary. All powers, authority and discretion herein granted to my Executor may be exercised by any survivor, successor or administrator with the Will annexed, as often as may be deemed advisable and without the necessity of any application to or approval by any court.

TWELFTH: Fiduciary Compensation. My corporate Executor shall be entitled to compensation at such rates and upon such property as allowed to a sole Executor under the laws of the State of New York in effect at the time or times such compensation is payable.

THIRTEENTH: Powers of Fiduciary. I hereby grant to my Executor, with respect to any and all property, whether real or personal, which I may own at

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the time of my death or which shall at any time constitute part of my probate estate, the following powers, in addition to those conferred by law:

A. To sell the same at either public or private sale for cash or on credit and to grant options therefor.

B. To invest and reinvest in property of any character without being limited to securities in which fiduciaries are authorized by law or any rule of court to invest trust funds.

C. To make distribution of property in kind without being required to make pro rata distributions of specific assets.

D. To consent to and participate in, or to oppose, any foreclosure, liquidation or plan of corporate merger, consolidation or reorganization and to share the expenses thereof.

E. Generally, to do all such acts and things with respect to any such property as if the absolute owner thereof.

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IN WITNESS WHEREOF, I have hereunto signed my name to this my Last Will and Testament on this 4 day of June, 1998.

Grace S. Gold
GRACE S. GOLD

The foregoing instrument, consisting of seventeen (17) typewritten pages, including this page, was on the day and year last above written signed, sealed, published and declared by GRACE S. GOLD, the Testatrix herein named, to us personally known as and for the LAST WILL AND TESTAMENT of the Testatrix, in the presence of us, the undersigned, at 625 Park Ave, New York, NY, who, at the request of and in the presence of the Testatrix and in the presence of each other have hereunto set our names as witnesses thereto with our residences and we now intending to certify that the matters herein specified took place in fact.

residing at 44 Gramercy Park
Scarsdale NY

residing at 1120 Park Avenue
New York, N.Y. 10128

residing at 220 Bay St
Staten Island NY 10301-1123

LSL

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May 1, 1998

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STATE OF NEW YORK)
:ss.:
COUNTY OF NEW YORK)

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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 GRACE S. GOLD, the within named Testatrix, on the 9th day of June, 1998, at 630 Fifth Avenue, New York, NY

Said Testatrix at the time of making such subscription declared the instrument so subscribed to be the Last Will and Testament of the Testatrix. Each of the undersigned thereupon signed his name as a witness at the end of said Will, at the request of and in the presence and sight of the Testatrix and in the presence and sight of each other.

Said Testatrix was, at the time of so executing said Will, over the age of eighteen (18) 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 Testatrix, 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 the capacity of the Testatrix 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 Testatrix at such time, and makes this affidavit at the request of the Testatrix. 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 Testatrix and of the undersigned. The foregoing instrument was executed by said Testatrix and witnessed by each of the undersigned affiants under the supervision of Theodore J. Villonia, Jr., an attorney-at-law.

Severally sworn to before me the
9th day of June, 1998.

JESSICA L. GROSSETT
Notary Public, State of New York
No. 01GR6049763
Qualified in Queens County
Commission Expires Aug. 30, 19 99

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Exemplified Copy of

Last Will and Testament

of

GRACE S. GOLD

Deceased

And

Proceedings

Docket No: 13-01701

Probated: October 31, 2013

MERCER COUNTY SURROGATE'S COURT

Diane Gerofsky, Surrogate