

**Butterfly Trust
List of Beneficiaries**

[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	Darren Indyke [REDACTED]	Karyna Shuliak [REDACTED]
Richard Kahn [REDACTED]	[REDACTED]	[REDACTED]

SDNY_GM_00061804

CONFIDENTIAL – PURSUANT TO FED. R. CRIM. P. 6(e)

CONFIDENTIAL

DB-SDNY-0024629
EFTA_00172316

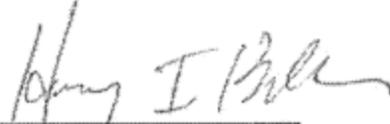
EFTA01298025

BUTTERFLY TRUST
ADDITION OF BENEFICIARIES

Pursuant to Article Third, Paragraph B of that certain Trust Agreement, dated December 27, 2006 (the "Trust Agreement"), between JEFFREY E. EPSTEIN, as Grantor (the "Grantor"), and DARREN K. INDYKE and RICHARD KAHN, as Trustees, of Butterfly Trust (the "Trust"), the acting trustees of the Trust, acting jointly, have the right, during the lifetime of the Grantor, to add beneficiaries under Article Third of the Trust Agreement by an acknowledged instrument delivered to the Grantor.

HARRY I. BELLER and ERIKA A. KELLERHALS are the current acting trustees of the Trust, and desire to add each of [REDACTED] and [REDACTED] as a beneficiary under Article Third of the Trust Agreement.

NOW, THEREFORE, pursuant to the authority conferred upon them under Article Third, Paragraph B of the Trust Agreement, the undersigned, Harry I. Beller and Erika A. Kellerhals, as current acting Trustees of the Trust, do hereby add each of [REDACTED] and [REDACTED] as a beneficiary under Article Third of the Trust Agreement.

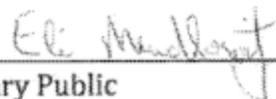


HARRY I. BELLER

ERIKA A. KELLERHALS

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

On this 6th day of February, 2015, before me, the undersigned, personally appeared HARRY I. BELLER, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument, who acknowledged to me that he executed the same in his individual capacity, and that by his signature on the instrument, the individual or the person on behalf of whom the individual acted, executed the instrument.



Notary Public

ELI Z. MENDLOWITZ
NOTARY PUBLIC STATE OF NEW YORK
NO. 01ME6317722
QUALIFIED IN ROCKLAND COUNTY
COMMISSION EXPIRES JAN. 12, 2019

BUTTERFLY TRUST
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HARRY I. BELLER and ERIKA A. KELLERHALS are the current acting trustees of the Trust, and desire to add each of [REDACTED] and [REDACTED] as a beneficiary under Article Third of the Trust Agreement.

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HARRY I. BELLER



ERIKA A. KELLERHALS

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

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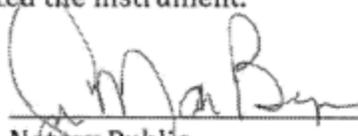
Notary Public

TERRITORY OF THE VIRGIN ISLANDS)

)ss.:

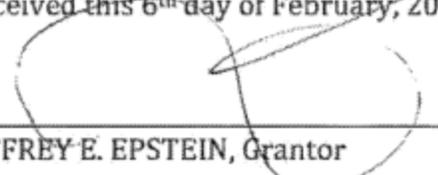
DIVISION OF ST. THOMAS & ST. JOHN)

On this 6th day of February, 2015, before me, the undersigned, personally appeared ERIKA A. KELLERHALS, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument, who acknowledged to me that she executed the same in her individual capacity, and that by her signature on the instrument, the individual or the person upon behalf of which the individual acted, executed the instrument.



Notary Public

Received this 6th day of February, 2015 by:



JEFFREY E. EPSTEIN, Grantor

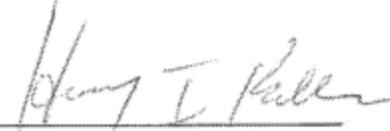
Gina Marie Bryan
Notary Public NP-76-13
Commission Expires 09/05/17
St. Thomas/St. John, USVI

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HARRY I. BELLER and ERIKA A. KELLERHALS are the current acting trustees of the Trust, and desire to add [REDACTED] as a beneficiary under Article Third of the Trust Agreement.

NOW, THEREFORE, pursuant to the authority conferred upon them under Article Third, Paragraph B of the Trust Agreement, the undersigned, Harry I. Beller and Erika A. Kellerhals, as current acting Trustees of the Trust, do hereby add [REDACTED] as a beneficiary under Article Third of the Trust Agreement.

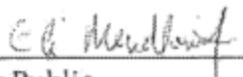


HARRY I. BELLER

ERIKA A. KELLERHALS

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

On this 11th day of February, 2015, before me, the undersigned, personally appeared HARRY I. BELLER, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument, who acknowledged to me that he executed the same in his individual capacity, and that by his signature on the instrument, the individual or the person on behalf of whom the individual acted, executed the instrument.



Notary Public

ELI Z. MENDLOWITZ
NOTARY PUBLIC STATE OF NEW YORK
NO. 01ME6317722
QUALIFIED IN ROCKLAND COUNTY
COMMISSION EXPIRES JAN. 12, 2019

BUTTERFLY TRUST
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HARRY I. BELLER and ERIKA A. KELLERHALS are the current acting trustees of the Trust, and desire to add [REDACTED] as a beneficiary under Article Third of the Trust Agreement.

NOW, THEREFORE, pursuant to the authority conferred upon them under Article Third, Paragraph B of the Trust Agreement, the undersigned, Harry I. Beller and Erika A. Kellerhals, as current acting Trustees of the Trust, do hereby add [REDACTED] as a beneficiary under Article Third of the Trust Agreement.

HARRY I. BELLER



ERIKA A. KELLERHALS

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

On this 11th day of February, 2015, before me, the undersigned, personally appeared HARRY I. BELLER, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument, who acknowledged to me that he executed the same in his individual capacity, and that by his signature on the instrument, the individual or the person on behalf of whom the individual acted, executed the instrument.

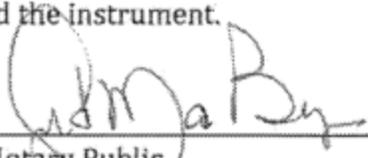
Notary Public

TERRITORY OF THE VIRGIN ISLANDS)

)ss.:

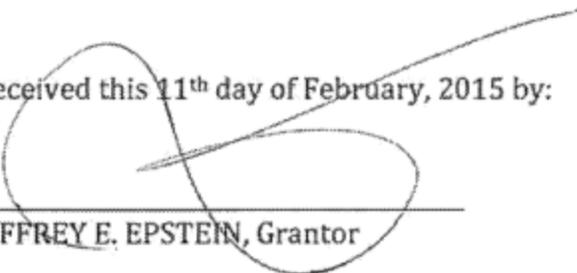
DIVISION OF ST. THOMAS & ST. JOHN)

On this 11th day of February, 2015, before me, the undersigned, personally appeared ERIKA A. KELLERHALS, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument, who acknowledged to me that she executed the same in her individual capacity, and that by her signature on the instrument, the individual or the person upon behalf of which the individual acted, executed the instrument.



Notary Public

Received this 11th day of February, 2015 by:



JEFFREY E. EPSTEIN, Grantor

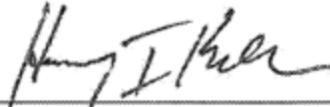
Gina Marie Bryan
Notary Public NP-76-13
Commission Expires 09/05/17
St. Thomas/St. John, USVI

BUTTERFLY TRUST
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HARRY I. BELLER and ERIKA A. KELLERHALS are the current acting trustees of the Trust, and desire to add [REDACTED] as a beneficiary under Article Third of the Trust Agreement.

NOW, THEREFORE, pursuant to the authority conferred upon them under Article Third, Paragraph B of the Trust Agreement, the undersigned, Harry I. Beller and Erika A. Kellerhals, as current acting Trustees of the Trust, do hereby add [REDACTED] as a beneficiary under Article Third of the Trust Agreement.

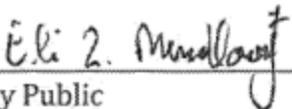


HARRY I. BELLER

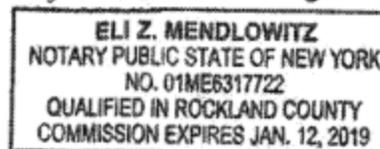
ERIKA A. KELLERHALS

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

On this 30th day of March, 2015, before me, the undersigned, personally appeared HARRY I. BELLER, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument, who acknowledged to me that he executed the same in his individual capacity, and that by his signature on the instrument, the individual or the person on behalf of whom the individual acted, executed the instrument.



Notary Public



BUTTERFLY TRUST
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HARRY I. BELLER



ERIKA A. KELLERHALS

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

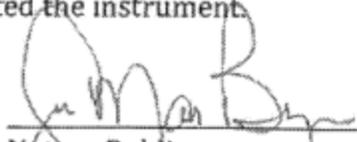
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Notary Public

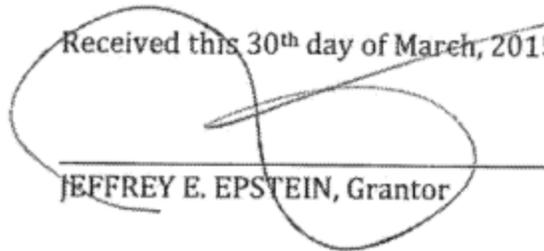
TERRITORY OF THE VIRGIN ISLANDS)
DIVISION OF ST. THOMAS & ST. JOHN)

)ss.:

On this 30th day of March, 2015, before me, the undersigned, personally appeared ERIKA A. KELLERHALS, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument, who acknowledged to me that she executed the same in her individual capacity, and that by her signature on the instrument, the individual or the person upon behalf of which the individual acted, executed the instrument.



Notary Public

Received this 30th day of March, 2015 by:


JEFFREY E. EPSTEIN, Grantor

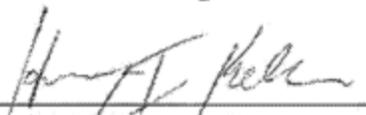
Gina Marie Bryan
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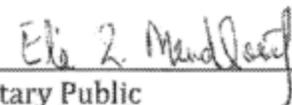


HARRY I. BELLER

ERIKA A. KELLERHALS

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

On this 24th day of April, 2015, before me, the undersigned, personally appeared HARRY I. BELLER, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument, who acknowledged to me that he executed the same in his individual capacity, and that by his signature on the instrument, the individual or the person on behalf of whom the individual acted, executed the instrument.



Notary Public

ELI Z. MENDLOWITZ
NOTARY PUBLIC STATE OF NEW YORK
NO. 01ME6317722
QUALIFIED IN ROCKLAND COUNTY
COMMISSION EXPIRES JAN. 12, 2019

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HARRY I. BELLER



ERIKA A. KELLERHALS

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

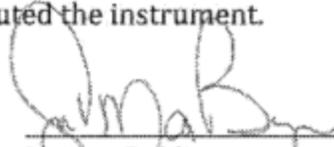
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Notary Public

TERRITORY OF THE VIRGIN ISLANDS)
DIVISION OF ST. THOMAS & ST. JOHN)

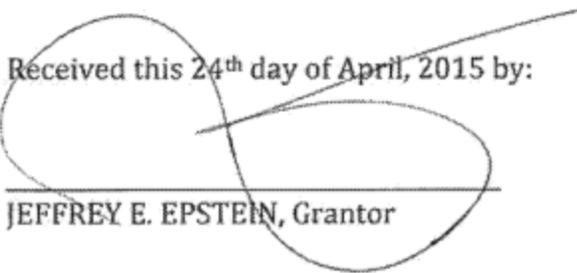
)ss.:

On this 24th day of April, 2015, before me, the undersigned, personally appeared ERIKA A. KELLERHALS, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument, who acknowledged to me that she executed the same in her individual capacity, and that by her signature on the instrument, the individual or the person upon behalf of which the individual acted, executed the instrument.



Notary Public

Received this 24th day of April, 2015 by:



JEFFREY E. EPSTEIN, Grantor

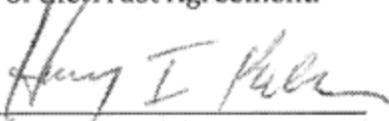
Gina Marie Bryan
Notary Public NP-76-13
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St. Thomas/St. John, USVI

BUTTERFLY TRUST
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HARRY I. BELLER and ERIKA A. KELLERHALS are the current acting trustees of the Trust, and desire to add [REDACTED] as a beneficiary under Article Third of the Trust Agreement.

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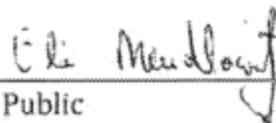


HARRY I. BELLER

ERIKA A. KELLERHALS

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

On this 27th day of January, 2015, before me, the undersigned, personally appeared HARRY I. BELLER, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument, who acknowledged to me that he executed the same in his individual capacity, and that by his signature on the instrument, the individual or the person on behalf of whom the individual acted, executed the instrument.



Notary Public

ELI Z. MENDLOWITZ
NOTARY PUBLIC STATE OF NEW YORK
NO. 01ME6317722
QUALIFIED IN ROCKLAND COUNTY
COMMISSION EXPIRES JAN. 12, 2019

BUTTERFLY TRUST
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HARRY I. BELLER



ERIKA A. KELLERHALS

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

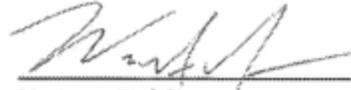
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Notary Public

TERRITORY OF THE VIRGIN ISLANDS)
DIVISION OF ST. THOMAS & ST. JOHN)

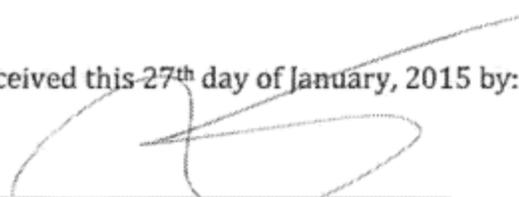
)ss.:

On this 27th day of January, 2015, before me, the undersigned, personally appeared ERIKA A. KELLERHALS, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument, who acknowledged to me that she executed the same in her individual capacity, and that by her signature on the instrument, the individual or the person upon behalf of which the individual acted, executed the instrument.

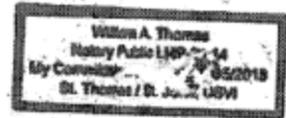


Notary Public

Received this 27th day of January, 2015 by:



JEFFREY E. EPSTEIN, Grantor



BUTTERFLY TRUST
DELETION AND ADDITION OF BENEFICIARIES

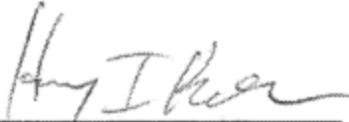
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HARRY I. BELLER and ERIKA A. KELLERHALS are the current acting trustees of the Trust, and desire to delete each of [REDACTED] and GHISLAINE MAXWELL as a beneficiary under Article Third of the Trust Agreement, and to add each of [REDACTED], KARYNA SHULIAK, [REDACTED] DARREN K. INDYKE AND RICHARD KAHN as a beneficiary under Article Third of the Trust Agreement.

NOW, THEREFORE, pursuant to the authority conferred upon them under Article Third, Paragraph B of the Trust Agreement, the undersigned, Harry I. Beller and Erika A. Kellerhals, as current acting Trustees of the Trust, do hereby:

(A) delete each of [REDACTED], [REDACTED] and GHISLAINE MAXWELL as a beneficiary under Article Third of the Trust Agreement; and

(B) add each of [REDACTED], KARYNA SHULIAK, [REDACTED] DARREN K. INDYKE AND RICHARD KAHN as a beneficiary under Article Third of the Trust Agreement.



HARRY I. BELLER



ERIKA A. KELLERHALS

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

On this 9th day of December, 2014, before me, the undersigned, personally appeared HARRY I. BELLER, personally known to me or proved to me on the basis of

satisfactory evidence to be the individual whose name is subscribed to the within instrument, who acknowledged to me that he executed the same in his individual capacity, and that by his signature on the instrument, the individual or the person on behalf of whom the individual acted, executed the instrument.

HABIBE AVDIU
NOTARY PUBLIC-STATE OF NEW YORK
No. 01AV6313116
Qualified in Richmond County
My Commission Expires October 14, 2018

Habibe Avdiu
Notary Public

TERRITORY OF THE VIRGIN ISLANDS)

)ss.:

DIVISION OF ST. THOMAS & ST. JOHN)

On this 5th day of December, 2014, before me, the undersigned, personally appeared ERIKA A. KELLERHALS, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument, who acknowledged to me that she executed the same in her individual capacity, and that by her signature on the instrument, the individual or the person upon behalf of which the individual acted, executed the instrument.

Gina Marie Bryan
Notary Public

Received this 5 day of December, 2014 by:

Gina Marie Bryan
Notary Public NP-76-13
Commission Expires 09/05/17
St. Thomas/St. John, USVI

JEFFREY E. EPSTEIN
JEFFREY E. EPSTEIN, Grantor

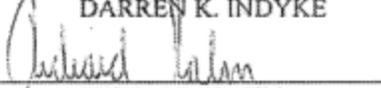
BUTTERFLY TRUST
ADDITION OF BENEFICIARIES

Pursuant to Article Third, Paragraph B of that certain Trust Agreement, dated December 27, 2006 (the "Trust Agreement"), between JEFFREY E. EPSTEIN, as Grantor (the "Grantor"), and DARREN K. INDYKE and RICHARD KAHN, as Trustees, of Butterfly Trust (the "Trust"), the then acting trustees of the Trust, acting jointly, have the right, during the lifetime of the Grantor, to add beneficiaries under Article Third of the Trust Agreement by an acknowledged instrument delivered to the Grantor;

DARREN K. INDYKE and RICHARD KAHN are the current acting trustees of the Trust and desire to add each of [REDACTED] and [REDACTED] as a beneficiary under Article Third of the Trust Agreement;

NOW, THEREFORE, pursuant to the authority conferred upon them under Article Third, Paragraph B of the Trust Agreement, the undersigned, DARREN K. INDYKE and RICHARD KAHN, as current acting Trustees of the Trust, do hereby add each of [REDACTED] and [REDACTED] as a beneficiary under Article Third of the Trust Agreement.

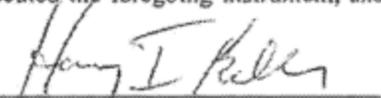


DARREN K. INDYKE


RICHARD KAHN

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

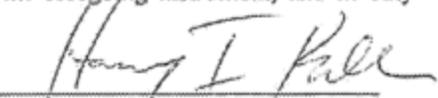
On this 28th day of March, 2011, before me personally came DARREN K. INDYKE, known to me to the individual described in and who executed the foregoing instrument, and he duly acknowledged to me that he executed the same.



Notary Public

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

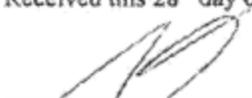
On this 28th day of March, 2011, before me personally came RICHARD KAHN, known to me to the individual described in and who executed the foregoing instrument, and he duly acknowledged to me that he executed the same.



Notary Public

HARRY I. BELLER
Notary Public, State of New York
No. 01824633924
Qualified in Rockland County
Commission Expires Feb. 17, 2014

Received this 28th day of March, 2011 by:



JEFFREY E. EPSTEIN, Grantor

HARRY I. BELLER
Notary Public, State of New York
No. 01824633924
Qualified in Rockland County
Commission Expires Feb. 17, 2014

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CONFIDENTIAL