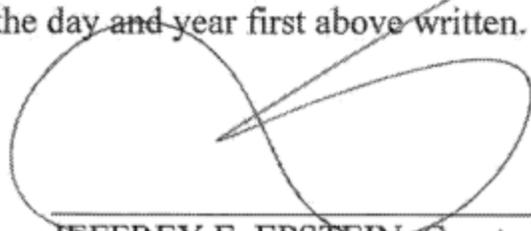


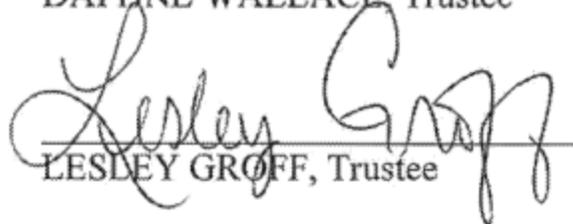
IN WITNESS WHEREOF, the Grantor and each of the Trustees have  
executed this Trust Agreement on the day and year first above written.



JEFFREY E. EPSTEIN, Grantor



DAPHNE WALLACE, Trustee



LESLEY GROFF, Trustee