

**REVOCATION AND TERMINATION
OF
THE JEFFREY E. EPSTEIN 2001 TRUST TWO**

TO: DARREN K. INDYKE, Trustee
ANDREW FARKAS, Trustee

WHEREAS, on November 8, 2001, Jeffrey E. Epstein, as Grantor, entered into a Trust Agreement with himself and Jeffrey A. Schantz, as Trustees (the "Original Trust Agreement"), under which The Jeffrey E. Epstein 2001 Trust Two (the "Trust") was created;

WHEREAS, on January 27, 2012, pursuant to the authority granted under Article FIFTEENTH of the Original Trust Agreement, Jeffrey E. Epstein amended and restated the Original Trust Agreement by executing the First Amendment and Restatement to Trust Agreement for The Jeffrey E. Epstein 2001 Trust Two with Darren K. Indyke, Jes Staley and Andrew Farkas named as Trustees therein (the "Amended and Restated Trust Agreement");

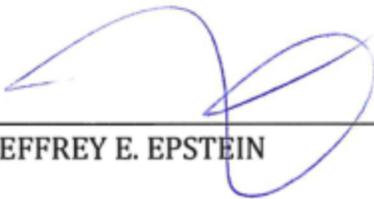
WHEREAS, Darren K. Indyke and Andrew Farkas, as Trustees, executed the Amended and Restated Trust Agreement on January 27, 2012 and March 1, 2012, respectively, but Jes Staley never executed the Amended and Restated Trust Agreement and, as a result, as of the date hereof the only Trustees of the Trust are Darren K. Indyke and Andrew Farkas;

WHEREAS, pursuant to Article I, Section 1.3.B. of the Amended and Restated Trust Agreement, Jeffrey E. Epstein, as Grantor, reserved the right to revoke and terminate the Trust created in the Amended and Restated Trust Agreement by delivering to each Trustee a written instrument of revocation and termination executed and acknowledged solely by Jeffrey E. Epstein; and

WHEREAS, Jeffrey E. Epstein desires to revoke and terminate the Trust by delivering to Darren K. Indyke and Andrew Farkas, as Trustees, this Revocation and Termination of The Jeffrey E. Epstein 2001 Trust Two;

NOW, THEREFORE, pursuant to Article I, Section 1.3.B. of the Amended and Restated Trust Agreement, Jeffrey E. Epstein, as Grantor, hereby revokes and terminates The Jeffrey E. Epstein 2001 Trust Two and directs that any and all assets of the Trust be returned to Jeffrey E. Epstein.

Dated: October 24, 2012.



JEFFREY E. EPSTEIN

STATE OF NY)
)ss:
COUNTY OF NY)

On October 24, 2012, before me, the undersigned, personally appeared JEFFREY E. EPSTEIN, 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 and acknowledged to me that he executed the same in his capacity as Grantor of The Jeffrey E. Epstein 2001 Trust Two, and that by his signature on the instrument, the Grantor the said trust executed the instrument.



NOTARY PUBLIC

HARRY I. BELLER
Notary Public, State of New York
No. 018E4853924
Qualified in Rockland County 14
Commission Expires Feb. 17, 2014