

DRAFT 5.9.16

I, PEGGY SIEGAL, of the County of New York, State of New York, declare this to be my Will. I revoke all my prior Wills and Codicils.

FIRST: I devise and bequeath the residue of the property owned by me at my death, real and personal and wherever situated, to the Trustees serving at my death under a certain revocable trust agreement executed on this same date, but prior to the execution of this Will, by me, as Grantor and as Trustee, to be added to the principal held by the Trustees thereunder at my death and to be disposed of in accordance with the terms and conditions of said trust agreement as it may be amended at my death.

SECOND: I expressly refrain from exercising any power of appointment that I may have at my death.

THIRD: All inheritance, succession, transfer, estate taxes and generation-skipping transfer tax (including any foreign taxes, interest and penalties) payable by reason of my death in respect of all items included in the computation of such taxes, whether passing under or outside of the provisions of this Will, shall be paid as specified in the revocable trust agreement referred to in Clause FIRST of this Will.

FOURTH: (A) I name FRANK SELVAGGI and JOSHUA SCHMELL and the survivor of them to be my Executors.

(B) Each individual serving from time to time as an Executor, including any Executor who is appointed pursuant to this paragraph, may appoint any person or bank or trust company to serve as such Executor's successor Executor. I also empower my Executors serving from time to time (acting by a majority thereof) to appoint an additional Executor. Appointments shall be made by instrument filed with the Executors then in office. Any such appointment of a successor may be revoked by instrument in writing so filed by the person who made the appointment at any time before the successor qualifies and any revoked appointment may be superseded by a new appointment. Notwithstanding the foregoing: (i) no appointment of a bank or trust company shall be effective if a corporate Executor is already serving, and (ii) no appointment of a successor Executor by an Executor herein shall be effective if a successor Executor named herein qualifies as an Executor pursuant to the foregoing provisions of this Clause.

(C) I direct that no bond or other security shall at any time, or for any purpose, including (without limitation) any proceeding for advance payment of commissions, be

required of any Executor who may be serving at any time under this Will including (without limitation) any Executor who is appointed under the provisions of this Clause, regardless of the State of residence of such Executor.

(D) Any Executor may at any time resign by written instrument delivered to the Executor who may succeed such resigning Executor and if there is no such successor Executor, then by written instrument filed in the court having jurisdiction over this Will.

(E) All management and investment powers shall remain exercisable until distribution of my estate has been completed.

(F) Any Executor who may be serving at any time may perform purely ministerial acts such as signing checks or instruments of transfer or giving instructions for the purchase or sale of securities on behalf of my estate.

(G) No one dealing with my Executors need inquire concerning the validity of anything done by them or upon their order.

(H) All references in this Will to my Executors shall be deemed to refer to my Executors who shall be serving from time to time, even though only one such Executor may

be serving at any given time.

(I) In any proceeding concerning my estate, it shall not be necessary for any person who is under a disability to be made a party to such proceeding provided that any person who is a party thereto has the same interest therein as the person who is under a disability.

FIFTH: In addition to the powers granted by law, I grant to my Executors who may be in office from time to time power to: Retain so long as they may deem advisable and to acquire by purchase or otherwise, any kind of real property or personal property, including (without limitation) common stocks, interests in investment companies and discretionary common trust funds, undivided interests and secured and unsecured obligations--all without diversification as to kind or amount and without being limited to investments authorized by law for the investment of estate or trust funds; to sell for cash or on credit (at public or private sale), grant options, lease and mortgage, all without regard to statutory restrictions or the duration of any trust, any kind of real or personal property; to distribute in kind or in money or partly in each, even if shares be composed differently; to hold property in the names of nominees or so that it will pass on delivery, and to leave property in the custody of a firm of

stockbrokers and registered in the name of the stockbrokers' nominees; to renew, assign, alter, extend, compromise, abandon or release or arbitrate claims asserted by or against my estate or any trust; to engage and rely on accountants, appraisers and other experts and legal counsel and to compensate them; to employ bookkeepers and clerks and other assistants; to borrow money for any purpose from others or from my fiduciaries or any of them and if money is borrowed to pay interest thereon; to continue any debt of mine; if no corporate fiduciary is serving, to engage and rely on investment counsel and employ custodians of the assets; and to exercise (or refrain from exercising) all elections provided by law for tax purposes and to make all allocations so provided (including, without limitation, the election to claim expenses as income or estate tax deductions, elections pertaining to the estate tax marital deduction and the generation-skipping transfer tax and allocation of all credits and exemptions available to my estate) as they may deem advisable, in their sole and absolute discretion, and without making equitable adjustments between income and principal or among the interests of the beneficiaries of my estate or any trust; to access, use, and control my digital devices, including but not limited to, desktop computers, laptop computers, tablets, peripherals, storage devices, mobile telephones, smart phones, and any similar devices which currently exist or may exist as

technology develops for the purposes of accessing, modifying, deleting, controlling, or transferring my digital assets; to access, modify, delete, control, and transfer my digital assets and the content thereof, including but not limited to, e-mails received, e-mails sent, e-mail accounts, digital music, digital photographs, digital videos, software licenses, social network accounts, file sharing accounts, financial accounts, domain registrations, DNS service accounts, web hosting accounts, tax preparation services accounts, online stores, affiliate programs, other on-line accounts, and similar digital items which currently exist or may exist as technology develops; and to obtain, access, modify, delete, and control my passwords and other electronic credentials associated with my digital devices and digital assets hereinbefore described.

IN WITNESS WHEREOF, I have signed and sealed this Will

consisting of seven (7) pages this _____ day of _____,
Two Thousand and Sixteen.

_____(L.S.)

On the date last above written, at _____ while we were
all in her presence and in the presence of each other, PEGGY SIEGAL
subscribed the foregoing, declared it to be her Will and requested
us to sign as witnesses thereof. Immediately thereafter while we
all remained in her presence and in the presence of each other, we
signed as such witnesses.

_____residing at_____

_____residing at_____

The Testatrix could read, write and converse in the English language, and was suffering from no defect of sight, hearing, or speech, or from any physical or mental impairment which would affect her capacity to make a valid Will.

The Testatrix signed only one copy of the said Will on said occasion.

Sworn to before me this
day of , 2016

Notary Public