

To: Jeffrey Epstein
From: Ada Clapp
Date: April 5, 2014
Cc: Eileen Alexanderson
Re: Questions for your Meeting with Leon on 4.7.14

1. Heritage Trust.

See attached Memorandum outlining possible changes to the Heritage and Legacy Trust Agreement. *What are Leon's thoughts on these issues and what is the status of the list of art for each child's Legacy Trust?*

I have not yet given Leon a copy of the attached memorandum but if you wish, I can send it to him first thing Monday morning (what time is your meeting?).

2. Ownership of Personal Residences.

How does Leon want to deal with the residence issue?

To refresh your recollection, all residences are owned jointly by Leon and Debra except:

- 190 Narrows Road, Bedford, NY is in Debra's name (one of three Narrows Road parcels—the other two are in joint name).
- 750 Meadow Lane, Southampton, NY is in Leon's name (one of three Meadow Lane parcels—the other two are in joint name).

This means that if Debra survives Leon, at Leon's death, only 750 Meadow Lane will pass to the Marital Trust under Leon's Revocable Trust. Debra will own all other residences outright. As of August 15, 2013, we estimated the value of the residences at \$103 million.

The team discussed (i) Debra giving the children a right of first refusal if she wants to sell a residences and (ii) putting the above referenced two parcels in joint name. I do not know if these suggestions were made to Leon or how he feels about raising these issues with Debra.

3. Leon D. Black Family Foundation, Inc.

We think Leon should review the current governance structure of the Foundation to determine if it still meets with his intentions.

The Board of Directors manages the affairs of the Foundation and the Executive Committee has authority to act on behalf of the entire Board. So, it is the Executive Committee that makes determinations on grant recipients.

The initial Foundation Directors and Executive Committee Members were Leon, Debra and you. In 1997, John Hannan, Barry Cohen, Antony Ressler and Jonathan Levine were elected as additional Directors (for a total of 7).

Elyse Kirchner at McDermott tells us that you resigned as Director and Member of the Executive Committee in 2007, but she could not find a signed copy of the Resignation Document. Please let us know if you have a copy or whether we should send you a new document for execution.

4. Legal Bills for Children's Will Preparation.

Should Paul Weiss send each of the children a bill for legal services to prepare the Will, Revocable Trust, power of attorney, health care proxy and living will?

On Leon's last bill, Paul Weiss removed the time charges for Ben's Will. However, there are time charges for Ben on Leon's current bill. Total legal time for Ben is about 16 hours with about 7.5 hours on the current bill. Since Paul Weiss does not share the hourly rates of its attorneys, I cannot be sure of the dollar amount of the bill attributable to Ben. It could be as much as \$6,000 for the current charges with another \$6,000 if Paul Weiss does not write off the time from Leon's prior bill. To the extent that Leon pays for Ben's legal work, it is a gift from Leon to Ben.

If Leon does not want the children to get a bill, I have a billing suggestions I could make to Alan, which I believe he will find acceptable.

5. Custodial Accounts.

Does Leon want us to transfer all custodial accounts into the child's name regardless of amount? If not, will he approve our doing so with the below accounts?

Rich D. recently found the following accounts of which Leon is the Custodian.

- UTMA Account for Josh with about \$700 worth of units in a Columbia bond fund.
- UTMA Account for Josh with about \$540 worth of shares in Microsoft.
- UTMA Account for Ben with about \$1200 worth of shares in Walt Disney Company.

6. Charitable Lead Annuity Trust.

Does Leon want to create a charitable lead annuity trust (described in the attached Paul Weiss Memorandum to Leon dated November 15, 2013)?