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To: Mortimer Zuckerman <[REDACTED]>

Subject:

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I would suggest the following structure with modifications. Joel , your nephews ,and maybe Terje(great fatherly judgment with re children). act as your kitchen cabinet. I trust joels legal instincts and he will protect you against marla and schiller. your nephews have your overall trust but i don't know their experience with complex legal matters. I would hire with your consent new trust and estate counsel. review income tax, partner tax, bank lines, current reporting and allocations of assets. (I do not give investment advice, new law requires vast disclosures of people that do). I have a standard fee for overseeing and restructuring along with a contract that has been vetted by multiple law firms , for other clients. including recently Paul Weiss. I will send you one later today for example). The fee would be paid 15 million july 1. 15 million dec 1 , and at your discretion a bonus to be paid next july. I recognize the difficulty of not feeling in control of something that in the past would have been easy for you. I am very cognizant for the potential for trouble with Marla, and will discuss more with you face to face. If you choose not to go this route, I would like to tell you or direct you to someone else or somewhere else ,but i have tried to find these multiple skills in one place for others and have failed. Again I hesitate to take this on , as i am concerned that our friendship gets tainted or you feel disappointed . however I also feel a responsibility to you to offer to help. I am in paris . will try to call later.

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