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I, RICHARD. D. BUCKLEY, of the City, County and State of New York, declare this to be my LAST WILL AND TESTAMENT, hereby revoking any and all Wills and Codicils at any time heretofore made by me.

[REDACTED]

[REDACTED]

[REDACTED]

THIRD: All the rest, residue and remainder of my estate, both real and personal and wheresoever situate, including any property over which I have a Power of Appointment, shall be divided by my Executors into as many equal parts as there are issue of mine who survive me per stirpes and not per capita and each such separate part, I give, devise and bequeath to my Trustees hereinafter named, each such part upon a separate trust for the benefit of the issue of mine for whom such part is set aside.

[REDACTED]

[REDACTED]

B. As to any part set aside for my daughter, MARTHA ANN BUCKLEY FANHOE, or her issue, payment of the same as herein provided is in full satisfaction of the contractual agreement to my said daughter or her issue by Agreement, dated June 4, 1953, between myself and my former

wife, MARION McDONALD BUCKLEY, as amended by an Agreement, dated the 10th day of October, 1962, by and between myself and my said daughter, MARTHA ANN BUCKLEY FANHOE, and my said son, RICHARD D. BUCKLEY, JR.

Said part, heretofore bequeathed and devised to my Trustees as aforesaid, shall be held by the Trustees under a separate trust and after deducting all expenses properly chargeable to income the Trustees shall pay over the net income in convenient periodic installments to or for the benefit of my said daughter, MARTHA ANN BUCKLEY FANHOE, for and during the term of her natural life.

Upon the death of my said daughter (or my death, if my said daughter predeceases me) the then principal of this Trust shall be paid over to the issue of my said daughter who survive her (or me, if she predeceases me) per stirpes and not per capita or in default thereof to my son, RICHARD D. BUCKLEY, JR., if he survives my said daughter (or me, if she predeceases me) or if he does not, to his issue who survive my said daughter (or me, if she predeceases me) per stirpes and not per capita or in default thereof, to my issue who survive my said daughter (or me, if she predeceases me) per stirpes and not per capita. However, in the event that as of the time of distribution of said remainder interest there is any Trust provided for under this my LAST WILL AND TESTAMENT, for the benefit of such remainderman, I direct that this remainder interest shall be paid over to the Trustees of such Trust rather than paid outright to said remainderman and administered under all the terms and conditions of said Trust.

FIFTH: I nominate, constitute and appoint my son, RICHARD D. BUCKLEY, JR., and my daughter, MARTHA ANN BUCKLEY FANHOE, and BANKERS TRUST COMPANY, as Executors of and Trustees of all the trusts of this my LAST WILL AND TESTAMENT. In the event of any dispute arising amongst the three Executors and/or Trustees, I direct that a majority vote of said Executors and/or Trustees shall control.

I further direct that both my said son and said daughter, while acting as Executor or as Trustee, hereunder, by written instrument duly acknowledged and filed with the corporate Trustee shall have the right to designate one (1) successor Executor and/or Trustee to himself or herself and in such designation to set forth the order of preference in which any such designated substitute or successor Executor or Trustee shall serve.

I further direct that either my said daughter or my said son may alter, amend or revoke any such designation and the last such designation in point of time delivered to the corporate Executor or trustee shall be determinative if any issues arise pertaining thereto.