

HUGUETTE M. CLARK, residing at 907 Fifth Avenue, City, County and State of New York, being of sound and disposing mind and memory, do make, publish and declare this to be my Last Will and Testament.

F I R S T:

I hereby revoke all Wills and Codicils heretofore made by me at any time.

REVOKED

S E C O N D:

I direct that my debts and funeral expenses be paid as soon after my death as might be reasonably convenient and I hereby authorize my Executors, hereinafter named, to settle and discharge any claims against my estate in their absolute discretion. I further direct that all estate, inheritance, transfer, legacy, or succession taxes which may be assessed or levied with respect to my estate, or any part thereof, in any jurisdiction, whether or not passing under my Will, shall be paid out of my residuary estate as an expense of administration and without apportionment.

T H I R D:

Should my dear friend and companion Hadassah Peri not have received from me five million (\$5,000,000) dollars from the proceed of the sale of my property in New Canaan, Connecticut prior to my death, I give and devise and bequeath to Hadassah Peri the sum of five million (\$5,000,000) dollars.

H.M.C.

F O U R T H:

All the rest, residue and remainder of my estate I give, devise and bequeath to those of my distributees who would share in my estate had I died intestate, and in the same proportions, as provided in the Estates, Powers and Trusts Law of the State of New York or any substitute thereto in effect upon the date of my death.

F I F T H:

I give and bequeath to my Executors, hereafter appointed, all of the powers conferred upon them by statute or rules of law.

S I X T H:

I hereby nominate and appoint my attorney WALLACE BOCK and my accountant IRVING H. KAMSLER, or the survivor of them as Executors of this, my Last Will and Testament. Should either of the named Executors be unable or unwilling to serve at any time and for any reason or fail to qualify, resulting in there being only one Executor qualified and acting, said Executor may designate, by duly acknowledged instrument in writing, a co-executor to serve with him and/or a successor/substitute executor to serve in the event of his inability to act at any time and for any reason thereafter. Said substitute co-executor or successor/substitute executor may be a bank or other corporate fiduciary, in the sole discretion of the surviving Executor, provided such corporate fiduciary is qualified to act in such capacity pursuant to the laws of the State of New York.

I direct that none of the Executors herein named or hereafter appointed shall be required to furnish any bond or other security

H.M.C.

of any kind in any jurisdiction for the proper performance of their duties.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 7 day of March, 2005.

Huguette M. Clark
HUGUETTE M. CLARK

Signed, sealed, published and declared by HUGUETTE M. CLARK, the Testatrix, as and for her Last Will and Testament, in the presence of us and each of us, who, at her request, and in her presence and in the presence of each other, have hereunto subscribed our names as witnesses on the 7th day of MARCH, 2005; this clause having first been read to us and we having noted and hereby certifying that the matters herein recited took place in fact and in the order herein stated.

[Signature]
WITNESS

522 E BEECH ST
ADDRESS
LONG BEACH, N.Y. 11581

[Signature]
WITNESS

3805 Aven D
ADDRESS
Brooklyn, NY 11210

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

Each of the undersigned, individually and severally being duly sworn, deposes and says:

The within Last Will and Testament was subscribed in our presence and sight at the end thereof by HUGUETTE M. CLARK, within named Testatrix, on the 2nd day of MARCH, 2005, at

Said Testatrix at the time of making such subscription declared the instrument so subscribed to be her Last Will and Testament.

Each of the undersigned thereupon signed our names as a witness at the end of said Last Will and Testament at the request of said Testatrix and in her presence and sight and in the presence and sight of each other.

Said Testatrix was, at the time of so executing said Last Will and Testament over the age of eighteen (18) years and, in the respective opinions of the undersigned, of sound mind, memory and understanding and not under any restraint or in any respect incompetent to make the Last Will and Testament.

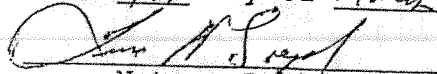
The Testatrix in the respective opinions of the undersigned, could read, write and converse in the English language and was suffering from no defect of sight, hearing or speech, or from any other physical or mental impairment which would affect her capacity to make a valid Last Will and Testament. The Last Will and Testament was executed as a single, original instrument and was not executed in counterparts.

Each of the undersigned was acquainted with said Testatrix at such time and makes this affidavit at her request.

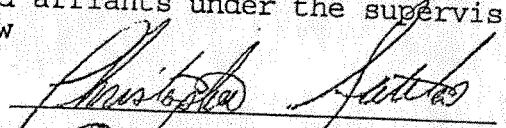
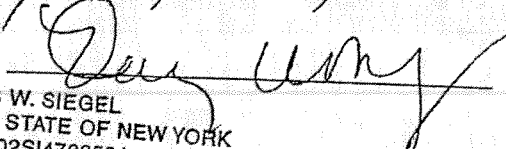
The within Last Will and Testament was shown to the undersigned at the time this affidavit was made, and examined by each of us as to the signature of said Testatrix and of the undersigned.

The foregoing instrument was executed by the Testatrix and witnessed by each of the undersigned affiants under the supervision of Wallace Bock, an Attorney-at-Law

Severally sworn to before me
this 7th day of March, 2005


Notary Public

LEWIS W. SIEGEL
NOTARY PUBLIC, STATE OF NEW YORK
NO. 31-02SI4703521
QUALIFIED IN NEW YORK COUNTY
COMMISSION EXPIRES FEB. 28, 2008

I, HUGUETTE M. CLARK, the Testatrix of a Last Will and Testament being executed by me concurrently with this acknowledgement state that:

Prior to signing my Will, I was informed that:

1. Subject to limited statutory exceptions, any person, including an attorney or accountant, is eligible to serve as my executor;
2. Absent an agreement to the contrary, any person, including an attorney or an accountant, who serves as an executor for me is entitled to receive statutory commissions for executorial services rendered to my estate;
3. If such attorney serves as my executor, and he or she or another attorney or firm of attorneys affiliated with such attorney renders legal services in connection with the executor's official duties, he, she or such affiliated attorney or firm is entitled to receive just and reasonable compensation for those legal services, in addition to the commissions to which an executor is entitled.
4. If such accountant serves as my executor and he or she or another accountant or firm of accountants affiliated with such accountant renders accounting services in connection with the executor's official duties, he, she or such affiliated accountant or firm is entitled to receive just and reasonable compensation for those accounting services, in addition to the commissions to which an executor is entitled.

Dated: March 7, 2005

Huguette M. Clark
HUGUETTE M. CLARK

Dorey Willey
WITNESS Date 3/7/05

Christopher Smith
WITNESS Date 3-7-05

First AMU

~((and))~

Testament

~((of))~

HUGUETTE M. CLARK

COLLIER, HALPERN, NEWBERG, NOLLETTI & BOCK, LLP

444 MADISON AVENUE, 27TH FLOOR
NEW YORK, NEW YORK 10022

ONE NORTH LEXINGTON AVENUE
WHITE PLAINS, NEW YORK 10601