

LAST WILL AND TESTAMENT

OF

**JACK LEE STAHLEY**

I, JACK LEE STAHLEY, of Lihu'e, Kaua'i, Hawai'i, declare this to be my will, and I revoke all prior wills and codicils that I have made.

ARTICLE I

All estate and inheritance taxes (including interest and penalties, if any), together with all administration expenses, payable in any jurisdiction by reason of my death (including those taxes and expenses payable with respect to assets which do not pass under this will) shall be paid out of and charged generally against the principal of my residuary estate, without apportionment. I waive any right of reimbursement for, recovery of, or contribution toward the payment of those taxes and administration expenses, except my personal representative shall, to the maximum extent permitted by law, seek reimbursement for, recovery of, or contribution toward the payment of federal or state estate tax attributable to property in which I have a qualifying income interest for life, over which I have a power of appointment, or which is included in my gross estate by reason of Section 2036 of the Internal Revenue Code of 1986, as from time to time amended ("Code"), and which tax is not otherwise paid or payable. Any generation-skipping tax resulting from a transfer occurring under this will shall be charged to the property constituting the transfer in the manner provided by applicable law.

ARTICLE II

I give my residuary estate, which shall not include any property over which I have a power of appointment, in trust, to the acting trustee or trustees of that certain trust created by me and known as the JACK L. STAHLEY TRUST, dated June 28, 2011, as in effect at my death, including any amendments to such trust agreement made

  
\_\_\_\_\_  
JACK LEE STAHLEY