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20-2005552

**LAST WILL and TESTAMENT
of
NEIL A. ARMSTRONG**

I, NEIL A. ARMSTRONG, of Hamilton County, Ohio, being at least eighteen years of age, of sound mind and memory, and not under restraint, do hereby make, publish and declare this my Last Will and Testament, and hereby revoke all prior Wills and Codicils that I may have made. On the date of the execution of this Will, I am married to CAROL HELD ARMSTRONG, and I have two children, ERIC A. ARMSTRONG and MARK S. ARMSTRONG. In addition, I have established the NEIL A. ARMSTRONG REVOCABLE TRUST originally dated February 21, 1980, which most recently was amended and restated in a Third Restatement dated December 16, 2004, which subsequently may be amended or restated and of which I am grantor and currently serve as trustee (the "Trust Agreement").

ITEM ONE

REAL ESTATE

Subject to the terms of the settlement agreement between me and my former wife, JANET *née* SHEARON, upon the termination of our marriage, I give and devise all of my interest in any real estate that I may own at the time of my death, together with all policies of insurance thereon, to the trustee then serving under the Trust Agreement, to be administered and disposed of as provided in the Trust Agreement.

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ITEM TWO

TANGIBLE PERSONAL PROPERTY

A. I give and bequeath all of my books, papers and awards, together with all policies of insurance thereon, to my wife, CAROL HELD ARMSTRONG, if she survives me, to the extent reasonable and practicable to be maintained together as a single collection. I request that my wife contribute such books, papers and awards to one or more Charitable Organizations, in my wife's discretion, as she believes would be consistent with my wishes. If my wife has not survived me, or if she disclaims such items of tangible personal property, I give and bequeath such items and insurance to the PURDUE RESEARCH FOUNDATION, an Indiana foundation located in West Lafayette, Indiana, or its successor Charitable Organization, if any, to the extent reasonable and practicable to be maintained together as a single collection. If such organization disclaims such items of tangible personal property, I give and bequeath such items and insurance to such Charitable Organizations as my Executor selects, in my Executor's sole discretion, taking into consideration my wish that such items be maintained together as a single collection.

B. I give and bequeath all of my automobiles, furniture, clothing, jewelry, crystal, china, silverware, tools, antiques, collectibles, artwork and all other tangible personal property not otherwise disposed of in this Item Two, together with all policies of insurance thereon, to my wife, CAROL HELD ARMSTRONG, if she survives me. If my wife has not survived me, or if my wife has disclaimed any such property, then I give and bequeath all such tangible personal property that otherwise would have passed to my wife, together with all policies of insurance thereon, to my children in

shares approximately equal in value. If a child has not survived me, or if a child has disclaimed any such property, then the property and insurance that otherwise would have passed to such child shall pass, per stirpes, to such child's living issue, if any, or, if none, to my living issue, per stirpes. To the extent my Executor does not deem it practical or advisable to divide such tangible personal property in such manner, I authorize my Executor to sell any remaining or all such tangible personal property. For purposes of this Will, my tangible personal property shall not include any personal property used in connection with any trade or business in which I may be engaged or in which I may have an interest at the time of my death.

C. Notwithstanding any contrary provision of this Item, I may leave a letter or other writing in which I identify the individuals or organizations to which I would like particular items of my tangible personal property to be distributed. I request, but do not require, that my Executor comply with my letter or other writing, and I give my Executor sole and absolute discretion so to comply or not comply. Any items distributed to any person pursuant to my letter or other writing shall be considered a part of any share such person otherwise would receive under this Item.

D. I give and bequeath all of my interest in any frequent flyer miles, event tickets, licenses, subscriptions and transferable memberships in clubs to which I belonged at my death, to my wife, CAROL HELD ARMSTRONG, if she survives me. If my wife has not survived me, or if my wife has disclaimed any such interest, then I give and bequeath such interest that otherwise would have passed to my wife to my children who survive me, in equal shares.

ITEM THREE

PERSONA RIGHTS

If any rights to my name, voice, signature, photograph, image, likeness, distinctive appearance, gestures and mannerisms ("my persona") are held in my estate at the time of my death, then I give and bequeath all of my rights to my persona, including, without limitation, the right to allow third parties to use my persona for commercial or non-commercial purposes, the right to institute civil actions to prohibit third parties from using my persona for commercial or non-commercial purposes, and the right to collect damages in connection with any past, present or future unauthorized use or infringement of my persona, to the PURDUE RESEARCH FOUNDATION, an Indiana foundation located in West Lafayette, Indiana, or its successor organization, if any, to be used for general purposes. If such organization then does not exist, then I give and bequeath all such rights to my persona to a Charitable Organization selected by my Executor, in my Executor's sole discretion.

ITEM FOUR

RESIDUARY ESTATE

A. I give, devise and bequeath all the rest, residue and remainder of my estate, whether real or personal and wherever located, to the trustee then serving under the Trust Agreement, to be administered and disposed of as provided in the Trust Agreement.

B. I do not intend this residuary clause to exercise any powers of appointment that I may hold and that are exercisable by me at the time of my death.

ITEM FIVE

APPOINTMENT OF EXECUTOR

A. I name my wife, CAROL HELD ARMSTRONG, as Executor under this Will. If my wife is unable or unwilling to serve, or to continue to serve, then I name the first in order of the following listed individuals or entities who is willing and able to serve as such, as Executor:

1. My son, ERIC A. ARMSTRONG; or
2. My son, MARK S. ARMSTRONG; or
3. FIFTH THIRD BANK, or any company that succeeds to its trust business.

B. I direct that neither my Executor nor any other personal representative, whether named in this Will or appointed by a court of competent jurisdiction, shall be required to give any bond for the performance of my Executor's duties. Any such personal representative, whether or not named in this Will, shall succeed to all powers and duties of my originally named Executor.

C. If it becomes necessary to appoint a personal representative in any jurisdiction other than the jurisdiction in which I am domiciled at the time of my death, then I authorize my Executor to select an individual or entity capable of acting as my personal representative in such other jurisdiction. I give such individual or entity the same powers and authorities as I have given my Executor in this Will. I request, but do not require, that no bond be given by such personal representative for the performance of such personal representative's duties.

ITEM SIX

EXPENSES, DEBTS AND DEATH TAXES

I direct my Executor to pay all Expenses, Debts and Death Taxes either from the residue of my estate or from the assets permitted to be used under the terms of the Trust Agreement. In addition, if any Death Taxes are imposed and paid by my Executor on property includable in my estate by reason of section 2044 of the Code, my Executor may recover any such unreimbursed tax as provided in section 2207A of the Code. Except as provided above in this Item, my Executor shall not look to any person or source of funds for reimbursement of all or any part of such Death Taxes.

ITEM SEVEN

POWERS, DUTIES AND IMMUNITIES OF EXECUTOR

A. My Executor shall have all powers, duties and immunities granted by law, in addition to the powers, duties and immunities granted in this Will.

1. Retention of Assets. My Executor may retain as an investment any asset (including shares of any business entity serving as my Executor, its parent company or affiliates) without liability which otherwise might be asserted based upon the fact that either such asset is of a kind not ordinarily deemed suitable for investment by a fiduciary or the retention of such asset has resulted in a larger portion of my estate being invested in a manner other than would normally be suitable for investment by a fiduciary.

2. Permitted Investments. My Executor may invest and reinvest my estate in common or preferred shares of any corporation (including shares of any business entity serving as my Executor, its parent company or affiliates); shares

or interests in investment trusts (including participation in any mutual fund or common trust fund at any time managed or directed by such business entity, its parent company or affiliates); legal or equitable interests in real estate, mortgage loans or participations therein; notes, bonds or debentures; contractual obligations of any kind, whether secured or unsecured; policies of insurance on the life of any individual; and any other asset of any kind or description, in each case free from any limitation now or hereafter imposed by law, whether or not such asset is of a kind not ordinarily deemed suitable for investment by a fiduciary or because investment therein has resulted in a larger portion of my estate being invested in a manner other than would normally be suitable for investment by a fiduciary.

3. Disposition of Assets. My Executor may sell, lease, exchange or grant options to purchase, publicly or privately, any asset, real or personal, and any right appurtenant thereto, for cash or upon credit, with or without security.

4. Settlements, Receipts and Releases. My Executor may compromise and adjust claims relating to any estate assets upon such terms and conditions as my Executor deems appropriate. My Executor may execute all necessary receipts and releases.

5. Changes in Business Entities. My Executor may consent to, participate in or oppose any plan of reorganization, consolidation, merger, combination, sale of assets or other similar plan relating to any interest in any corporation or other business entity held in my estate.

6. Execution of Instruments. My Executor may execute and deliver all instruments of conveyance including, but not limited to, deeds, leases, bills of

sale, contracts, powers of attorney and assignments, necessary or proper to carry out the powers granted to my Executor under this Will.

7. Authority to Borrow. My Executor may borrow money for any purpose from any person, including, but not limited to, the commercial department of any business entity serving as my Executor, with or without security; and extend or renew obligations, secured or unsecured, for the payment of money; and pledge, mortgage or hypothecate any asset as security for any amount borrowed.

8. Authority to Lend. My Executor may lend money to any beneficiary of this Will upon such terms as my Executor deems appropriate.

9. Delegation of Powers. My Executor may vote any and all shares of stock held in my estate. My Executor may grant proxies, powers of attorney, or powers of any other form or nature, with or without powers of substitution, and discretionary or otherwise. Nevertheless, any and all shares of any business entity serving as my Executor, or of its parent company or any affiliate, held in my estate, shall be voted in the manner determined by the individuals holding a majority of the beneficial interests under the Trust Agreement, or, if there is no Trust Agreement, in my Executor's discretion.

10. Employment of Legal Counsel. My Executor may retain and consult with legal counsel as an expense of my estate, and my Executor shall not be liable for any action taken in reliance upon any advice of such legal counsel.

11. Employment of Advisors. My Executor may employ, as an expense of my estate, such accountants, investment advisors or counselors, appraisers, brokers, custodians and other agents as my Executor deems advisable in

administering my estate, including a licensed real estate broker and/or agent in the real estate department of any business entity serving as my Executor. My Executor may be paid extra compensation or commission for any services my Executor renders in connection with a sale of real property held in my estate, with the reasonableness of such compensation or commission to be determined by reference to the schedule of fees and commissions generally charged for such services by licensed real estate brokers or agents in the area where such real property is located.

12. Registration of Assets. My Executor may cause any shares, securities, or other assets to be registered and to be held in the name of a nominee of my Executor.

13. Selection among Alternative Methods of Distribution. My Executor may elect any method of distribution under the tax laws or under any pension, profit sharing, individual retirement, stock bonus, deferred compensation or other plan. My Executor shall incur no liability for making such an election, even though such action may be advantageous to one or more beneficiaries and disadvantageous to others.

14. In-Kind Division or Distribution. Upon any division, distribution, allocation or apportionment of any assets, my Executor may make such division, distribution, allocation or apportionment in money or in kind, or partly in money and partly in kind.

15. Principal and Income Allocations. My Executor may allocate receipts and disbursements to principal or income with due regard to, but not being bound by the applicable Principal and Income Act and other applicable principles of fiduciary law as my Executor determines to be in the best interests of the beneficiaries.

16. Minors and Incompetent Beneficiaries. Distributions to or for the benefit of a minor or incompetent beneficiary under this Will, may be made directly by my Executor to such beneficiary or by distribution to (i) the guardian of such beneficiary, or (ii) the parent of such beneficiary, or (iii) the custodian of such beneficiary, or (iv) as to a minor beneficiary, the individual with whom such minor resides, to be held by such individual as Custodian under the Transfers to Minors Act (or any similar law) then in effect in the jurisdiction in which such Custodian then resides, for the benefit of such minor; or (v) the individual with whom such incompetent beneficiary resides, to be expended on such beneficiary's behalf. My Executor may designate a successor Custodian as to any account for which I am Custodian at the time of my death and for which I have not designated a successor. No bond shall be required of any such individual, and the written receipt issued by any such individual shall be a complete discharge to my Executor who shall not be bound to see to the application of any such distribution.

17. Permitted Transactions. My Executor may deal with, sell to or purchase from (i) the executor, trustee, or other representative of any trust or estate (even though my Executor may be acting as such other executor, trustee or other representative) or (ii) any descendant of mine.

18. Transactions with Third Parties. Persons dealing with my Executor need not inquire as to the application of money or property paid or delivered to my Executor, nor inquire into the expediency or propriety of any action taken by my Executor or the authority of my Executor to effect any transaction upon such terms as my Executor may determine.

19. Right to Abandon Property. My Executor may abandon any property, real or personal, that my Executor deems to be worthless or not of sufficient value to warrant keeping or protecting.

20. Disclaimers. My Executor may disclaim on my behalf any interest, as my Executor deems advisable.

B. My Executor may act as my Executor deems advisable, in my Executor's sole discretion, without the necessity of applying to any court for any order or direction.

ITEM EIGHT

TAX ELECTIONS

A. I authorize my Executor, in my Executor's discretion, to elect that any assets passing under the Marital Trust created under the Trust Agreement be treated as qualified terminable interest property for purposes of qualifying for the marital deduction allowable in determining the federal estate tax on my estate.

B. For any period for which a joint income tax return is permitted for my wife and me, I authorize my Executor to file such a return and to pay all or any part of any such income tax, including any penalty or interest, as my Executor decides.

ITEM NINE

MISCELLANEOUS

A. My Executor may take or decline to take any action that my Executor is permitted to take under law, even if my Executor's action or inaction is advantageous to one or more beneficiaries and disadvantageous to others.

B. If my wife and I die under such circumstances that the order of our deaths cannot be established or otherwise would be determined by operation of law, the spouse holding the lesser Separate Gross Estate shall be treated as having survived the other spouse for all purposes of administering my estate. The "Separate Gross Estate" of a spouse shall mean the gross estate of such spouse as determined for Death Tax purposes as if such spouse had predeceased the other spouse, valued the day before the date of such spouse's death.

C. The singular form of a word includes the plural and the plural form of a word includes the singular, unless the context otherwise requires.

D. The captions used in this Will are included for convenience only and in no way are intended to control the construction of this Will.

ITEM TEN

DEFINITIONS

A. The term "Charitable Organization" means an entity that is described in Section 170(b)(1)(A), 170(c), 2055(a) or 2522(a) of the Code.

B. The words "child," "children" and "issue" include not only the child, children and other issue of the individual or individuals designated, but also the legally adopted child and children of such designated individual or individuals and of such issue, and also all the legally adopted children and issue of such legally adopted children. Any reference to my child or children includes not only a child or children in existence or adopted at the time of the execution of this Will, but also any child or children that subsequently are born of or adopted by me.

C. The word "Code" means the Internal Revenue Code of 1986, as amended. Each citation to a section or chapter of the Code in this Will includes applicable regulations promulgated under such section or chapter and any successor provision of law.

D. The term "Death Taxes" means any and all estate, inheritance, legacy or succession taxes required to be paid because of my death, including any interest or penalties thereon, except any generation-skipping transfer tax imposed upon a transferee or trustee under chapter 13 of the Code or any interest or penalties thereon.

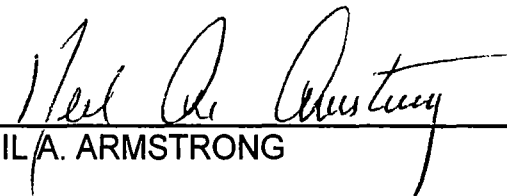
E. The word "Debts" means all outstanding obligations that are legally enforceable against my estate and all other obligations, the payment of which my Executor, in my Executor's sole discretion, deems to be in the best interests of my estate. Debts payable on a periodic basis may be paid as the payments become due.

F. The word "Executor" means my executor, executrix, administrator, administratrix, personal representative, or other court-appointed representative of my estate.

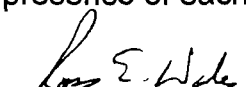
G. The word "Expenses" means all costs incurred as a result of my last illness; the administration of my estate; any funeral, wake, memorial, interment or similar services upon my death and any burial marker or other monument erected in my memory; and, in my Executor's sole discretion, the reasonable costs of the transportation of my family members to any such service and the shipment of items of my tangible personal property to one or more of the beneficiaries of my estate.

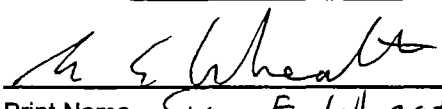
H. The term "per stirpes" means, with respect to any distribution of assets to or among the issue of any designated individual, that such assets shall be divided into as many equal shares as there are (i) living children of such individual and (ii) deceased children of such individual who are survived by issue then living. Each living child shall be entitled to receive one equal share and the living issue of each deceased child shall be entitled to receive the share that such deceased child would have been entitled to receive if living.

IN WITNESS WHEREOF, I have signed this Will at Cincinnati, Ohio, on this the 16th day of December, 2004.


NEIL A. ARMSTRONG

The foregoing typewritten instrument was signed, published, acknowledged and declared by the said NEIL A. ARMSTRONG to be his Last Will and Testament on the day and year last aforesaid, in our presence and in the presence of each of us, and we, at the same time, in his presence and at his request, and in the presence of each other, have hereunto set our hands as witnesses.


Print Name Ross E. Waters residing at 2730 Walsh Road
Cincinnati OH 45208


Print Name Susan E. Wheatley residing at 6104 Clough Pike
Cincinnati OH 45244

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FIRST CODICIL to the
LAST WILL and TESTAMENT of
NEIL A. ARMSTRONG

10-2005552

I, NEIL A. ARMSTRONG, of Hamilton County, Ohio, being at least eighteen (18) years of age, of sound mind and memory, and not under restraint, do hereby make, publish and declare this the First Codicil to my Last Will and Testament dated December 16, 2004.

1. I amend paragraph A. of Item Two to read as follows:

A. I give and bequeath all of my automobiles, furniture, clothing, jewelry, crystal, china, silverware, books, papers, awards, tools, antiques, collectibles, artwork and all other tangible personal property, together with all policies of insurance thereon, to the trustee then serving under the Trust Agreement, to be administered and disposed of as provided in the Trust Agreement. My Executor shall distribute such tangible personal property under this Item subject to liens, security interests or other encumbrances on the tangible personal property.

2. I delete paragraphs B. and C. of Item Two and redesignate paragraph D. of Item Two as paragraph B.

3. In all other respects I ratify, confirm and republish my Last Will and Testament dated December 16, 2004.

IN WITNESS WHEREOF, I have signed this Codicil at Cincinnati, Ohio, on this, the 6 day of October, 2011.

Neil A. Armstrong
NEIL A. ARMSTRONG

The foregoing typewritten instrument was signed, published, acknowledged and declared by the said NEIL A. ARMSTRONG on the date last aforesaid, to be the First Codicil to his Last Will and Testament dated December 16, 2004, in our presence and in the presence of each of us, and we, at the same time, in his presence and at his request, and in the presence of each other, have hereunto set our hands as witnesses.

Susan E. Wheatley residing at 6104 Clogh Rd
Print Name: Susan E. Wheatley Cincinnati OH 45244

Aaron H. Kaplan residing at 6795 Fairwind Ct.
Print Name: Aaron H. Kaplan Lakeland, OH 45140