

## Eliot Ivan Bernstein

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**From:** Craig, Janet <Janet.Craig@opco.com>  
**Sent:** Thursday, December 20, 2012 11:35 AM  
**To:** 'jr1@mrelec.com'  
**Cc:** 'Eliot Ivan Bernstein (iviewit@gmail.com)'; 'candyb@rockitcargo.com'  
**Subject:** Bernstein Documents  
**Attachments:** Bernstein Family Realty Appt-Accept Successor Manager.pdf; Corporate Resolution 7-25-11.pdf

Hi Junior,

Attached are two documents that I hope will help you. The first is the document where Oppenheimer Trust Company (OTC), as Trustee of the three Trusts that own Bernstein Family Realty (BFR), elects OTC as the new manager of BFR. The second document is OTC's Corporate Resolution showing that I am authorized to sign on behalf of OTC.

Please let me know if additional documentation is needed.

Janet Craig, CTFA  
Senior Vice President & Compliance Officer  
Oppenheimer Trust Company  
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Florham Park, NJ 07932  
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**Bernstein Family Realty  
Appointment and Acceptance of Successor Manager**

WHEREAS, Oppenheimer Trust Company succeeded Stanford Trust Company as Successor Trustee on the Simon Bernstein Trusts for the benefit of Jacob, Joshua and Daniel Bernstein pursuant to Court Order dated July 30, 2010; and

WHEREAS, The Simon Bernstein Trusts for the Benefit of Jacob, Joshua and Daniel, are Co-Owners and Members of Bernstein Family Realty, LLC, together owning 100% interest in said LLC; and

WHEREAS, Oppenheimer Trust Company, as Trustee, acts on behalf of the Members; and

WHEREAS, Whereas Simon Bernstein was named the initial Manager of Bernstein Family Realty LLC; and

WHEREAS, Simon Bernstein passed away on September 13, 2012; and

WHEREAS, Article 5.1.2 of the Bernstein Family Realty LLC Operating Agreement allows for the Members to vote on and elect a new Manager; and

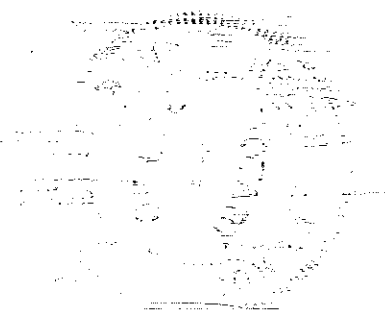
THEREFORE: Oppenheimer Trust Company exercises its right to vote for and elect a new Manager of Bernstein Family Realty LLC; and

THEREFORE: Oppenheimer Trust Company, as Trustee of the Simon Bernstein Trust for the benefit of Jacob, Joshua and Daniel, votes for and elects Oppenheimer Trust Company as Manager for Bernstein Family Realty LLC; and

Oppenheimer Trust Company

By: Janet Craig Janet Craig, CTFA  
Date: 12/14/12 Senior Vice President

Notary: Helen M. DeRosa  
HELEN M. DeROSA  
NOTARY PUBLIC OF NEW JERSEY  
MY COMMISSION EXPIRES ON 4-21-13



**UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS  
OF  
OPPENHEIMER TRUST COMPANY**

The undersigned, constituting all of the members of the Board of Directors of Oppenheimer Trust Company, a New Jersey corporation (the "Corporation"), hereby consent, pursuant to the provisions of the Banking Act of 1948, to the following resolutions taking or authorizing the actions specified therein:

**RESOLVED**, that the individuals listed below be, and hereby are, appointed to the offices set forth opposite each person's name to serve, subject to the provisions of the By-Laws, until the election and qualification of his or her successor each as of the effective date listed next to their name;

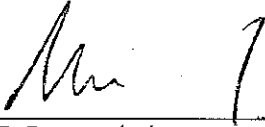
**FURTHER RESOLVED**, that the individuals filling the position listed below or their duly appointed designees are officers of the Corporation and are authorized on behalf of the Corporation to execute and therefore, to so bind the Corporation, such documents, contracts and commitments as will advance the interests of the Corporation:

Name	Office	Effective Date
Theron Huntting Worth (Hunt Worth)	President	August 12, 2010
Janet Craig	Senior Vice President and Compliance Officer	August 23, 2010

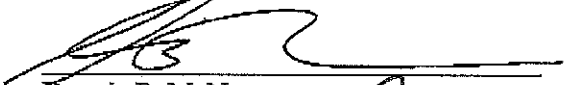
**FURTHER RESOLVED**, that the proper officers of the Company be, and each hereby is authorized, empowered and directed to execute any and all other documents and to take any and such other and further actions as they may deem necessary or desirable to effectuate the intent and purposes of the foregoing resolutions.

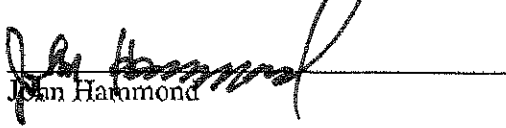
This consent may be signed in counterparts and shall be deemed effective when each director has executed a copy hereof.

DATED: As of July 25, 2011

  
\_\_\_\_\_  
Albert G. Lowenthal

  
\_\_\_\_\_  
Elaine K. Roberts

  
\_\_\_\_\_  
Dennis P. McNamara

  
\_\_\_\_\_  
Joan Hammond