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April 22, 2014

**VIA E-MAIL, FEDERAL EXPRESS AND CERTIFIED MAIL**

Eliot and Candice Bernstein  
as the natural guardians of Joshua, Jacob and Daniel Bernstein  
2753 N.W. 34th St.  
Boca Raton, FL 33434-3459

Re: Resignation as Trustee of Trusts for the benefit of Joshua, Jacob and Daniel  
Bernstein; Offer to Resign as Manager of Bernstein Family Realty, LLC

Dear Mr. and Mrs. Bernstein:

I represent, and am writing to you on behalf of, Oppenheimer Trust Company of Delaware (“Oppenheimer”), in its capacity as Trustee of the three trusts created by Simon Bernstein for the benefit of your minor children, Joshua, Jacob and Daniel Bernstein (the “Trusts”). This letter is directed to you, as the parents and natural guardians of Joshua, Jacob and Daniel Bernstein (the “Beneficiaries”), and will constitute due notice to the Beneficiaries under the Trusts and Florida law.

Oppenheimer hereby notifies you that it will resign as Trustee of the Trusts effective May 26, 2014 (the “Effective Date”). You, as the natural guardians of the Beneficiaries, have the right and obligation to appoint a successor corporate trustee. If you do not provide Oppenheimer, through me, with a written document evidencing that a successor corporate trustee has been appointed and has accepted the appointment before the Effective Date, Oppenheimer will petition the Court to either appoint a successor trustee or terminate the Trusts and distribute their assets to you, as natural guardians of the Beneficiaries.

For your information, the Trusts provide, in relevant part, as follows:

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**5.2 Resignation.** Any Trustee may resign by giving 30 days' written notice delivered personally or by mail to any then serving Co-Trustee and to the Settlor if he is then living and not disabled; otherwise to the next named successor Trustee, or if none, to the persons having power to appoint successor Trustees.

**5.3 Power to Name Other Trustees.** Whenever a successor Trustee is required and that position is not filled under the terms specified in this Trust Agreement, an individual Trustee ceasing to serve (other than a Trustee being removed) may appoint his or her successor, but if none is appointed, the remaining Trustees, if any, or the beneficiary shall appoint a successor Corporate Trustee. The appointment will be by a written document (including a testamentary instrument) delivered to the appointed Trustee. In no event may the Settlor ever be appointed as the Trustee under this Trust Agreement nor shall a Successor trustee be appointed that will cause this trust to be a grantor trust.

Similarly, Fla. Stat. § 736.0705, entitled "Resignation of trustee," provides, in relevant part, as follows:

**(1) A trustee may resign:**

**(a) Upon at least 30 days' notice to the qualified beneficiaries, the settlor, if living, and all cotrustees...**

Finally, Fla. Stat. § 736.0704, entitled "Vacancy in trusteeship; appointment of successor," provides, in relevant part, as follows:

**(3) A vacancy in a trusteeship of a noncharitable trust that is required to be filled must be filled in the following order of priority:**

**(a) By a person named or designated pursuant to the terms of the trust to act as successor trustee.**

**(b) By a person appointed by unanimous agreement of the qualified beneficiaries.**

**(c) By a person appointed by the court.**

Please let me know of your intentions with regard to the appointment of a successor trustee before the Effective Date.

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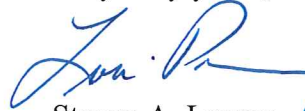
I am also writing to you on behalf of Oppenheimer, in its capacity as the Manager of Bernstein Family Realty, LLC (the "Company"). As you know, the Trusts are the sole owners and members of the Company, and the Company owns the house occupied by you and the Beneficiaries. Oppenheimer understands that the house is encumbered by two mortgages which probably exceed the value of the house. A third party, William Stansbury, claims that he is entitled to an equitable lien on the house, and he has sued the Company to establish such a lien. At Oppenheimer's direction, the Company is defending the lawsuit in order to avoid the claimed third lien on the house.

You have expressed unhappiness with Oppenheimer's management of the Company. In light of Oppenheimer's decision to resign as Trustee, Oppenheimer would like to offer you the opportunity to assume management of the Company, or appoint another successor manager, so that you or your chosen manager can defend the Stansbury lawsuit, operate the Company and deal with third parties on behalf of the Company as you deem to be in the best interest of the Company's members and, ultimately, your children. If you would like Oppenheimer to resign as Manager, please notify me in writing, before the Effective Date, of your selection of an appropriate successor manager and the successor's agreement to serve. Upon receipt of your selection, Oppenheimer will resign as Manager and, on behalf of the member Trusts, appoint your chosen successor.

Please note that, if you do not request Oppenheimer's earlier resignation and designate a successor manager, it is Oppenheimer's intent to resign as Manager of the Company after a successor trustee is appointed or the Trusts are terminated. At that point, it will be up to the successor trustee or you, as natural guardians of the Beneficiaries, to appoint a new manager.

If you have any questions regarding the foregoing, please contact me or have your attorney do so.

Very truly yours,

  
Steven A. Lessne FOR

SAL/sl

cc: Oppenheimer Trust Company of Delaware (via e-mail and U.S. Mail)