

Exhibit 32

IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

SIMON BERNSTEIN IRREVOCABLE)
INSURANCE TRUST DTD 6/21/95,)
by Ted S. Bernstein, its Trustee, Ted S.)
Bernstein, an individual,)
Pamela B. Simon, an individual,)
Jill Iantoni, an individual and Lisa S.)
Friedstein, an individual.)

Plaintiff,)

v.)

HERITAGE UNION LIFE INSURANCE)
COMPANY,)

Defendant,)

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HERITAGE UNION LIFE INSURANCE)
COMPANY)

Counter-Plaintiff)

v.)

SIMON BERNSTEIN IRREVOCABLE)
TRUST DTD 6/21/95)

Counter-Defendant)

and,)

FIRST ARLINGTON NATIONAL BANK)
as Trustee of S.B. Lexington, Inc. Employee)
Death Benefit Trust, UNITED BANK OF)
ILLINOIS, BANK OF AMERICA,)
Successor in interest to LaSalle National)
Trust, N.A., SIMON BERNSTEIN TRUST,)
N.A., TED BERNSTEIN, individually and)
as purported Trustee of the Simon Bernstein)

Case No. 13 cv 3643
Honorable John Robert Blakey
Magistrate Mary M. Rowland

Irrevocable Insurance Trust Dtd 6/21/95,)
and ELIOT BERNSTEIN)

Third-Party Defendants.)

ELIOT IVAN BERNSTEIN,)

Cross-Plaintiff)

v.)

TED BERNSTEIN, individually and)
as alleged Trustee of the Simon Bernstein)
Irrevocable Insurance Trust Dtd, 6/21/95)

Cross-Defendant)

and,)

PAMELA B. SIMON, DAVID B.SIMON,)
both Professionally and Personally)
ADAM SIMON, both Professionally and)
Personally, THE SIMON LAW FIRM,)
TESCHER & SPALLINA, P.A.,)
DONALD TESCHER, both Professionally)
and Personally, ROBERT SPALLINA,)
both Professionally and Personally,)
LISA FRIEDSTEIN, JILL IANTONI)
S.B. LEXINGTON, INC. EMPLOYEE)
DEATH BENEFIT TRUST, S.T.P.)
ENTERPRISES, INC. S.B. LEXINGTON,)
INC., NATIONAL SERVICE)
ASSOCIATION (OF FLORIDA),)
NATIONAL SERVICE ASSOCIATION)
(OF ILLINOIS) AND JOHN AND JANE)
DOES)

Third-Party Defendants.)

AFFIDAVIT OF DAVID SIMON

I, David Simon, being duly sworn under oath, deposes and states as follows:

1. I am a resident of the City of Chicago, County of Cook, State of Illinois and am over the age of 18. If I were called and sworn as a witness in the above-captioned matter I could competently and voluntarily testify to the facts set forth in this Affidavit based upon my personal knowledge.
2. My name is David B. Simon. I am also known by the nickname "Scooter". I am married to Pamela Simon and am the brother of Adam Simon. I am also the owner of The Simon Law Firm and a Co-Owner of STP Enterprises, Inc. I am represented by Adam Simon as is my wife, Pam Simon, The Simon Law Firm and STP Enterprises, Inc.
3. When I use the term "Affidavit of Don Sanders" I mean a certain affidavit executed by Don Sanders, Assistant Vice President of Operations for Jackson National Life Insurance Company on April 8, 2014.
4. When I use the term "Capitol Bankers", I mean Capitol Bankers Life Insurance Company.
5. When I use the term "Consenting Children", I mean collectively four of the five adult children of Simon Bernstein, whom are Ted Bernstein, Pamela Simon, Jill Iantoni, and Lisa Friedstein.
6. When I use the term "Heritage", I mean Heritage Union Life Insurance Company.
7. When I use the term "Jackson", I mean Jackson National Life Insurance Company.
8. When I use the term "Insurer", I mean the life insurance company that was the insurer on the risk for the Policy, which started as Capitol Bankers but changed through succession from time to time.
9. When I use the term "Policy", I mean Capitol Bankers Life Insurance Policy No. 1009208 insuring the life of Simon Bernstein.
10. When I use the term "Insured", I mean Simon Bernstein.
11. When I use the term "Owner", I mean the owner of the Policy as reflected on the Insurers' records from time to time.
12. When I use the term "Policy Proceeds", I mean the amount that was payable by the Insurer under the Policy upon the death of the insured.

13. When I use the term "Proceeds on Deposit", I mean the amount that was actually deposited by the Insurer with the Registry of the Court pursuant to the Insurers' Complaint for Interpleader.
14. When I use the term "Policy Records", I mean the records of the Insurer relating to the Policy as produced by the Insurer during the Litigation.
15. When I use the term "Litigation", I mean the above-captioned litigation.
16. When I use the term "VEBA", I am referring to the S.B. Lexington Employee Death Benefit Trust.
17. I have had an opportunity to consult with my attorney, and review the documents produced by all parties in the above-referenced litigation.
18. I have also reviewed the Affidavit of Don Sanders.
19. I am an attorney licensed to practice in the States of California and Illinois. I have been a licensed insurance agent in the State of Illinois for over 25 years. In the late 1980's and early 1990's, I was located in the same business office as my father-in-law, Simon Bernstein.
20. In the late 1980's my father-in-law, Simon Bernstein, my wife, Pam Simon and myself, co-owned a life insurance brokerage named STP Enterprises, Inc. ("STP") that was located in offices in Chicago, Illinois.
21. One of the life insurance companies, STP represented was Lincoln Benefit Life Insurance Company. In the 1990's my father-in-law, Simon Bernstein applied for and purchased a life insurance policy issued by Lincoln Benefit Life. During a search of records located at our Chicago offices following the death of my father-in-law, Simon Bernstein, we located a file containing documents relating to the Lincoln Benefit Life Policy and Plaintiff has produced those documents in this litigation. (See Ex. 18).
22. Ex. 18 is a Lincoln Benefit Life Request for Service form for Lincoln Policy #U0204204 (the "Lincoln Policy"). This form indicates that the insured and owner was Simon Bernstein and that ownership of the Policy was being transferred to the "Simon Bernstein Irrevocable Insurance Trust dtd 6/21/95", and includes the Tax ID for the trust, and the name of Shirley Bernstein as trustee. The document also contains the signature of my father-in-law, Simon Bernstein. I recognize my father in-law's signature and have seen it on many occasions. Also, his signature was witnessed by former STP employee, Debbie Marsh, whose signature I also recognize. The document indicates it was received at Lincoln's Home Office and recorded on August 8, 1995. (See Ex. 18)

23. In 1994, my wife and I retained an attorney at the law firm of Hopkins and Sutter in Chicago to help us prepare and execute an irrevocable insurance trust for our own estate planning purposes.
24. In 1995, Simon Bernstein came to me and expressed an interest in creating a life insurance trust for himself.
25. I created a sample insurance trust for Simon Bernstein and reviewed it with him. We agreed that Simon Bernstein should also use Hopkins and Sutter to finalize and execute his insurance trust. We also discussed that the insurance trust was for the benefit of his wife, and then his five children, and that he wanted to name his wife, Shirley as Trustee, and then either me, Ted or Pam as Successor Trustee. I suggested that he appoint Ted as the next trustee.
26. Simon Bernstein took a copy of the draft of the trust I provided and went to Hopkins and Sutter to execute his insurance trust.
27. I met again with Simon Bernstein after he had signed the trust, and I reviewed the executed Bernstein Trust Agreement and saw that he had removed me as a Successor Trustee. I also assisted Simon Bernstein with preparing forms for Lincoln Benefit Life to put ownership of the Lincoln Policy in the name of the Bernstein Trust.
28. After the death of Simon Bernstein, I conducted a search of my offices and records in Chicago, Illinois. I was able to locate a hard copy draft of the Simon Bernstein Irrevocable Insurance Trust in one folder, and this document contains some of my handwritten notes from one of my conversations with Simon Bernstein referenced above. (See Ex. 16).
29. With the help of my brother, Adam Simon, we also located a file on our computer database entitled "SITRUST". We were able to print this draft and the metadata of the file. The metadata indicated was last modified on June 21, 1995. The metadata also includes a "date created" date of September of 2004, but I know that the September of 2004 date relates to the creation of our new database when my offices updated our database servers. The SITRUST file was a pre-2004 file that was uploaded to our new database servers when we purchased and installed them in September of 2004. (See Ex. 15).
30. Once Simon Bernstein formed and executed the Simon Bernstein Insurance Trust Agreement, I assisted him and his wife, Shirley with obtaining a tax identification number for the Bernstein Trust. During the process of obtaining the tax identification number I prepared an IRS SS-4 form, which contains the name of the trust, the name of the trustee, the tax identification number, and the signature of Shirley Bernstein. (See Ex. 19).

31. To the best of my knowledge and belief, Simon Bernstein took the original Bernstein Trust Agreement with him at the time he moved his offices from Chicago to Florida.

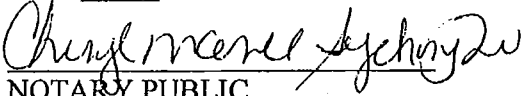
FURTHER AFFIANT SAYETH NAUGHT.

Dated: FEBRUARY 25, 2015



DAVID SIMON

SUBSCRIBED AND SWORN TO BEFORE ME
THIS 25th DAY OF FEBRUARY, 2015.



NOTARY PUBLIC
County of Cook, State of Illinois

