

Garey N. Maietta, Esq.

St S Investments

Requestor's Name

194 Nassau Street

Address

Princeton, NJ 08542

City/State/Zip

Phone #

D9700000000005

Office Use Only

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 23 PM 12:46

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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****700.00 ****350.00

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

5/1/23

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AFFIDAVIT TO THE SECRETARY OF STATE OF FLORIDA TO FILE OR QUALIFY

IRREVOCABLE DEED OF TRUST OF GEORGE H. SANDS AND ESTELLE M. SANDS

A NEW JERSEY TRUST

In accordance with Section 609.02 of the Florida Statutes, pertaining to Common Law Declarations of Trust, the undersigned, the ~~Chairman of the Board of Trustees~~ of Irrevocable Deed of Trust of George H. Sands and Estelle M. Sands

(Name of Trust)

a New Jersey Trust hereby affirms in order to file or qualify
(State)

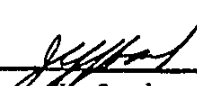
Irrevocable Deed of Trust of George H. Sands and , in the State of Florida.
Estelle M. Sands (Name of Trust)

1. Two or more persons are named in the Trust.
2. The principal address is 194 Nassau Street
Princeton, New Jersey 08542
3. The registered agent and office in the State of Florida is:
George H. Sands
1000 Palm Way
North Palm Beach, Florida 33408
4. Acceptance by the registered agent: Having been named as registered agent to accept service of process for the above named Declaration of Trust at the place designated in this affidavit, I hereby accept the appointment as registered agent and agree to act in this capacity.


(Signature of Registered Agent) George H. Sands

5. I certify that the attached is a true and correct copy of the Declaration of Trust under which the association proposes to conduct its business in Florida.

NOTARY


Name: Jeffrey H. Sands
~~Chairman of the Board of Trustees~~ of the
Irrevocable Deed of Trust of George H. Sands and
Estelle M. Sands

STATE OF NEW JERSEY, COUNTY OF MERCER

I CERTIFY that on April 18, 1997 Jeffrey H. Sands personally came before me and stated to my satisfaction that this person:

- a. was the maker of the attached instrument;
- b. was authorized to and did execute this instrument as the Trustee of the

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IRREVOCABLE DEED OF TRUST
OF GEORGE H. SANDS AND ESTELLE M. SANDS

LAW OFFICES OF
HECKSCHER, TEILLON, TERRILL & SAGER, P.C.
100 FOUR FALLS CORPORATE CENTER, SUITE 300
WEST CONSHOHOCKEN, PA 19428-2983

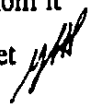
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IRREVOCABLE DEED OF TRUST
OF GEORGE H. SANDS AND ESTELLE M. SANDS

We, GEORGE H. SANDS and ESTELLE M. SANDS, make this deed of trust and we hereby appoint JEFFREY H. SANDS trustee.


We hereby transfer to the trustee, in trust, the property listed on Schedule "A" hereof. The trustee shall manage, invest and reinvest said property and any other property added to this trust, shall collect the income therefrom and shall distribute the net income and principal in accordance with the following provisions:

FIRST: A. The trustee shall pay to or apply directly for the benefit of any one or more of our grandchildren (as defined below) and their issue living from time to time such parts or all or none of the net income as the trustee shall determine. No income may be distributed which will result in fulfilling a legal duty of support which any trustee owes to a beneficiary. Income not distributed shall be accumulated and added to principal.

 B. We give the trustee the absolute right at any time to divide the principal of the trust into separate equal shares, one for each of our grandchildren (as defined below) living at such division and one for each such grandchild who dies before such date leaving living issue. The trustee shall distribute one such share per stirpes to the issue of each such deceased grandchild and shall hold the shares set aside for our living grandchildren as follows. The shares set aside for our grandchildren by each of our children, Jeffrey H. Sands and Deborah J. Gartenberg, shall be combined so that there will be one trust for the family of each of our said children. With respect to each such trust, the trustee shall pay to or apply directly for the benefit of any one or more of our grandchildren for whom it was set aside and their issue living from time to time such parts or all or none of the net 

income as the trustee shall determine. No income may be distributed which will result in fulfilling a legal duty of support which any trustee owes to a beneficiary. Income not distributed shall be accumulated and added to principal.

C. All of the trusts hereunder shall terminate twenty-one years following the death of the last of our issue living on the date of this trust or at such earlier date as there is no living person entitled to receive the income of a particular trust. If the trustee has not divided the trust into separate shares pursuant to Paragraph B. above, upon termination, the trustee shall transfer the remaining principal to our issue (as defined below) then living, per stirpes, with the number of shares to be based on the oldest generation with then living members. If the trustee has divided the trust into separate shares pursuant to Paragraph B. above, upon termination, the trustee shall transfer the remaining principal of each such trust outright per stirpes to the then living issue of the child for whose issue that particular trust share was originally set aside, with the number of shares to be based on the oldest generation with then living members. However, if a trust terminates earlier because there is no living beneficiary thereof (the "terminating trust"), the trustee shall add the principal thereof to the other trust hereunder still in existence (the "other trust"). If the other trust is not then in existence, the trustee shall distribute the remaining principal of the terminating trust outright per stirpes to the then living issue of our other child for whose family the other trust was originally created, with the number of shares to be based on the oldest generation with then living members.

D. For all purposes of this deed of trust, the beneficial interests hereunder shall be limited to the present natural children, and their issue, of our children, Jeffrey H. Sands and Deborah J. Gartenberg, and not the children or other issue of our son, George H. Sands, Jr. or our daughter, Judith Sands. Accordingly, the words "grandchild" and "grandchildren" shall include but be limited to the following individuals: 

Jeffrey's children Lindsay E. Sands, Jeffrey H. Sands, Jr., Robert H. Sands and Jenna L. Sands; and Deborah's children Alyssa Sands Gartenberg and Emily Sands Gartenberg. In addition, the word "issue", when referring to our issue, shall be interpreted to exclude our son George and his issue and our daughter Judith and her issue.


E. It is our specific intention that no principal be distributed to any person under the terms of this trust until the trust or trusts created hereby terminate in accordance with Paragraph C. above.

F. If at any time there is no living person entitled to the income or principal in accordance with the foregoing provisions, the trustee shall distribute the same to such one or more institutions as the trustee shall select, each of which is described in each of Sections 170(c), 2055(a) and 2522(a) of the Internal Revenue Code of 1986.

SECOND: Any principal or income to which a beneficiary under the age of twenty-one becomes entitled absolutely under the foregoing provisions may nevertheless be transferred to a custodian for the beneficiary under the Uniform Transfers to Minors Act of New Jersey or similar legislation in any other jurisdiction.

THIRD: Until actually distributed to the beneficiary no principal or income of this trust shall be liable for any debt, contract or engagement of any beneficiary nor liable to any legal process, nor subject to assignment, transfer or anticipation, except that any beneficiary may assign any part or all of the beneficiary's interest in this trust to any one or more of the beneficiary's or our descendants.

FOURTH: The trustee is expressly authorized to receive additional property from either or both of us or any other person and to administer and distribute it as a part of this trust.

FIFTH: We make the following provisions pertaining to  generation-skipping transfers:

A. To the extent that the allocation of any generation-skipping tax exemption would not result in a particular trust being completely exempt from the generation-skipping tax, the trustee shall separate such trust into two trusts, one of which is exempt from and one of which is fully subject to the generation-skipping tax. In the case of a trust which has not received assets at the time the exemption is allocated, the separation shall occur prior to any funding of the trust. A trust which is completely exempt from the generation-skipping tax shall be referred to as an "exempt trust" and a trust which is subject in any part to the generation-skipping tax shall be referred to as a "non-exempt trust".

B. If the trustee separates a trust into an exempt trust and a non-exempt trust under the immediately preceding paragraph, if the trustee has the discretionary power to distribute income of a trust among "skip persons" and "non-skip persons" as defined in Section 2613(b) of the Internal Revenue Code, the trustee may exercise such power differently as between the exempt trust and the non-exempt trust.

C. In making any distributions hereunder for the various beneficiaries the trustee may allocate among such distributions assets which are exempt from generation-skipping tax equally or pro rata or on such other basis as the trustee shall in the trustee's sole and absolute discretion determine.

D. If at the death of a beneficiary there is principal held in a non-exempt trust for that beneficiary and if in the absence of this power of appointment there would be a taxable termination with respect to such trust as defined in Section 2612 of the Internal Revenue Code, such beneficiary shall have the power by will containing a specific reference to this power of appointment to appoint any part or all of such principal outright to any one or more of his or her creditors and the creditors of his or her estate. Upon the beneficiary's death, to the extent he or she fails to exercise effectively such power of appointment, the trustee shall pay to the beneficiary's estate or to the tax authorities


an amount equal to any increase in estate, inheritance and other death taxes, and interest and penalties thereon, payable because of the inclusion of the unappointed principal in the beneficiary's estate for tax purposes. The remaining unappointed principal shall be distributed in accordance with the terms of the trust.

SIXTH: We give the trustee the following powers during the administration and until the completion of distribution of this trust in addition to any powers given the trustee by law which the trustee may exercise in the sole discretion of the trustee and without court approval:

A. To retain and invest in all forms of real and personal property, including but not limited to a policy or policies of insurance on our separate or joint lives, without restriction to investments authorized by law. In giving the trustee this broad investment power, we specifically intend and expect that the trustee will invest in business ventures in which he and/or other members of our family are involved such as corporations and partnerships involved in the business of developing and managing real estate and we specifically authorize the trustee to do so.

B. To join in any merger, consolidation, reorganization, voting trust plan or similar action, and to delegate discretionary powers or duties with respect thereto.

C. To sell at public or private sale for cash or credit, to exchange, or to lease for any period of time, any real or personal property, to give options for sales, exchanges or leases and to allocate premiums from the sale of options to income or principal.

D. To borrow money from anyone, including a trustee hereunder, and to mortgage or pledge any assets as security therefor. 

E. To compromise or settle claims without obtaining the consent of any beneficiary.

F. To make distribution in kind and to cause any share to be composed of cash, property or undivided fractional shares in property different in kind from any other share, giving consideration to such extent as the trustee determines to the federal income tax basis of such property.


G. In the sole discretion of the trustee to apply any payment of income to which an individual beneficiary is entitled hereunder directly for the benefit of the beneficiary or to pay it to such person as the trustee selects to disburse it for the benefit of the beneficiary. The receipt of the person so selected shall be a complete discharge of the trustee therefor.

H. To repair and maintain any real or personal property and to charge the expense to income or principal.

I. To apply to income or principal any corporate distribution which is described or designated by the corporation as a stock dividend or as a distribution which may be received either in cash or in shares of the corporation at the option of the holder.

J. To merge for investment purposes only the several separate trusts and to allocate to each trust an undivided interest in any or all of the assets held.

K. To arrange for custodian, accounting and/or investment advisory services without diminution of compensation otherwise properly payable to the trustee, to charge the expense thereof either to principal or to income or partly to each.

L. To register investments in nominee name or to hold investments in bearer form. 

M. To retain any policies of insurance on the lives of others that the trustee may receive and to pay premiums thereon entirely from income or principal or both in such proportions as the trustee deems wise; to sell or redeem any of said policies, and to exercise any options, rights, privileges and incidents of ownership granted under said policies; provided as to insurance on the life of any trustee hereunder that such trustee shall neither have nor exercise any powers, options, rights, privileges and incidents of ownership in the insurance, but all of the same shall be exercised by the other trustee or trustees.

N. To combine the assets of any trust hereunder with those of any substantially similar trust for the same beneficiary or beneficiaries under another instrument, either by transferring such assets to the trustee or trustees of such trust for further administration, accounting and distribution as a part of that trust or to accept from the trustee or trustees of such trust assets thereof for administration, accounting and distribution as part of a trust under this deed of trust.

O. To take any and all action which the trustee deems necessary to prevent, abate, "clean up" or otherwise respond to any actual or potential violation of any federal, state or local law, rule or ordinance affecting any property held in this trust related to the generation, use, treatment, storage, disposal, release, discharge of, or contamination by, any materials or substances that are prohibited or regulated by federal, state or local law or that pose a hazard to the environment or human health, and to charge the expense thereof to principal or to income or partly to each.

SEVENTH: In addition to and not in limitation of any other powers given the trustee by law or by other provisions of this trust, we give the trustee the following powers with respect to any corporation, partnership, sole proprietorship or other business in which the trustee holds an interest (specifically including such interests acquired in accordance

with the broad investment authority granted in Item SIXTH A.), without the necessity of obtaining court approval:

A. To retain, invest or reinvest in stocks, bonds, debentures or other securities or assets of said business without regard to any principle of diversification, and whether or not such securities or interests would normally be considered suitable investments for fiduciaries, including, without limitation, the right to continue as a general or limited partner in a partnership.

B. To vote stock of any such business in whatever manner our trustee deems desirable, including the power to vote at corporate meetings by special, limited or general proxy, and to enter into voting trust agreements and stockholder agreements.

C. To cause or join in or to prevent the recapitalization, incorporation, merger, consolidation, reorganization or liquidation of any such business, and to carry out any agreements into which we may have entered with regard to such business.

D. To elect or employ as directors, officers, employees or agents of any such business any persons, including a trustee or an employee, director, officer or agent of a trustee hereunder, and to determine the compensation of such elected or employed person.

E. To sell to or buy from a trustee or beneficiary hereunder any such business or any interest therein or security thereof, at such prices and upon such terms as the trustee, in the trustee's sole and absolute discretion, may deem fair and proper, without liability for self-dealing.

F. To exercise any options which become available to the trustee to subscribe to stocks, bonds, debentures or other securities of any such business.


G. In general, to deal with any such business with the same freedom as any individual owner thereof would have.

EIGHTH: Subject to the additional limitations set forth in Item FIRST D. above, the word "issue" as used herein shall specifically not include adopted persons but shall be limited to our blood descendants.

NINTH: Wherever the trustee has the discretion to determine whether or to what extent income shall be distributed to or used for the benefit of a beneficiary, the trustee may but need not necessarily consider the resources and sources of funds available to such beneficiary.

TENTH: The situs of this trust is New Jersey and all questions pertaining to its validity, construction, interpretation and administration shall be determined in accordance with the laws of New Jersey.

ELEVENTH: We hereby declare this trust to be irrevocable and agree to execute any further instruments required to vest the trustee with full title to the assets hereby transferred.

TWELFTH: A. If Jeffrey H. Sands is at any time unable or unwilling to act or continue to act, we appoint as trustee in his place such individual, bank or trust company as he shall designate in writing. If he fails to designate a successor or if for any reason there is no trustee serving in accordance with the foregoing provisions of this Paragraph A., we appoint Deborah J. Gartenberg trustee. If she is in turn unable or unwilling to act or continue to act, we appoint as trustee in her place such individual, bank or trust company as she shall designate in writing or, if she fails to designate a successor, as a majority of the persons entitled to receive the income from any particular trust shall designate in writing. Further vacancies shall be similarly filled by the income beneficiaries. 

B. If a bank or trust company is acting as a trustee, we give the individual trustee or trustees (acting unanimously) the power to remove the bank or trust company.

C. No trustee shall be required to enter bond or other security in any jurisdiction. *MA*

IN WITNESS WHEREOF, we and the trustee have hereunto set our hands and
seals.

Dated: October 28, 1996.

Witness:

[Signature]

[Signature]

[Signature]

[Signature] (SEAL)
GEORGE H. SANDS, Settlor

[Signature] (SEAL)
ESTELLE M. SANDS, Settlor

[Signature] (SEAL)
JEFFREY H. SANDS, Trustee

STATE OF New Jersey

:

SS

COUNTY OF Mercer

On the 28th day of October, 1996, before me, the subscriber, a Notary Public in and for the State of New Jersey, residing in Lawrenceville, Mercer County, personally appeared GEORGE H. SANDS and ESTELLE M. SANDS, the settlors as aforesaid, who in due form of law acknowledged the foregoing deed of trust to be their act and deed, and desired that the same be recorded as such.

WITNESS my hand and notarial seal the day and year first above written.

Gail E. Waterman
Notary Public

GAIL E. WATERMAN
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires Oct. 17, 1999

SCHEDULE "A"

Mentioned in the foregoing deed of trust between GEORGE H. SANDS and
ESTELLE M. SANDS, the settlors, and JEFFREY H. SANDS, the trustee, dated

Oct 28, 1996.