

# LAST WILL AND TESTAMENT

OF

\_\_\_\_\_

I, [\_\_\_\_\_], residing in \_\_\_\_\_ County, \_\_\_\_\_, declare this to be my Last Will and Testament, hereby revoking all of my prior Wills and Codicils.

## **Section 1** **Identification**

I am married/ widowed / single. I have \_\_\_\_\_ children, namely: \_\_\_\_\_ and \_\_\_\_\_.

## **Section 2** **Specific Gifts**

2.1 Tangible Personal Property. I give my \_\_\_\_\_, \_\_\_\_\_, all of my tangible personal property. In all cases, I direct that my Executor derive the greatest utility from this property and therefore, my Executor, in my Executor's sole discretion, is authorized to sell such property and distribute the proceeds thereof.

2.2 Memorandum of Wishes. I may leave a memorandum or other signed and dated writing in which I express my wishes regarding the disposition of certain items of my tangible personal property. While not intending to limit in any way the absolute nature of the above bequest of my tangible personal property, I wish to express my hope that all parties interested in my estate will abide by the terms of this writing.

## **Section 3** **Payment of Taxes**

3.1 Taxes Paid from My Residuary Estate. My Executor will pay from my residuary estate, without apportionment to or right of reimbursement from any person or property otherwise provided by law, all transfer taxes arising by reason of my death.

## **Section 4** **Residuary Gift**

I give all the rest of the property that I may own at the time of my death to my \_\_\_\_\_.

**Section 5**  
**Executor**

5.1 Nomination of Executor. I nominate my \_\_\_\_\_, \_\_\_\_\_, as Executor.

5.2 No Bond. I request that the Court permit any Executor named in this Will, or nominated by my Executor in accordance with the provisions of this Will, to serve without bond or other security.

5.3 Grant of Powers. My Executor will have, in addition to the powers given by law or by other provisions of this Will, the following powers, to be exercised without court approval:

- (a) Sell Estate Property. To sell at public or private sale any part or all of the real or personal property in my estate at prices and upon terms determined by my Executor; to execute, acknowledge, and deliver deeds and other proper instruments of transfer in connection therewith or for any other proper purpose, and to pay a commission and other expenses in connection with any sale;
- (b) Borrow. To borrow money (including from the commercial department of a corporate executor) and to make security arrangements in connection therewith as may be appropriate;
- (c) Distribute in Cash or Kind. To make partial or complete distributions to any beneficiary of this Will either in cash or in kind or at fair market value without reference to the basis of the assets distributed, and on a pro rata or not on a pro rata basis;
- (d) Conduct Legal Proceedings and Prosecute Claims. To commence, continue, defend or settle all claims for or against my estate;
- (e) Retain and Sell Estate Property. To retain any property received by my Executor as part of my estate (including the securities of a corporate executor or its corporate affiliates), or to sell the same or any part of the property and invest the proceeds in property of any form, including the securities of a corporate executor or its corporate affiliates, without regard to any statute restricting the power of an executor to invest assets of my estate;
- (f) Continue Business. To carry on any business and to do all things necessary and proper to operate the business;

- (g) Exercise Stock Privileges. To vote any shares of stock and to exercise any right in connection therewith that could be exercised by any other shareholder, and to exercise any stock options;
- (h) Lease and Manage Estate Property. To lease as lessee or lessor any property for any term upon the terms as deemed advisable; to make repairs or improvements to any property in my estate; and to insure against any damage to property;
- (i) Employ Agents. To employ agents, attorneys, accountants, and investment counselors and to pay their reasonable fees and expenses;
- (j) File Tax Returns. To file income tax returns; to consent to treat gifts made by me on a federal gift tax return;
- (k) Distribute Estate Property to Beneficiary. To distribute property to a beneficiary directly, whether or not the beneficiary is incapacitated through minority, illness, age or other cause, or in the event of the incapacity, to any person or institution for the benefit of the beneficiary, whether or not the person is the legal guardian of the beneficiary, each distribution to be a full discharge of my Executor therefor;
- (l) Distribute Estate Property to Custodian of Minor Beneficiary. To distribute property (including, but not limited to, tangible personal property) for a minor beneficiary to a custodian appointed for the beneficiary under the Ohio Transfers to Minors Act or similar law of another state;
- (m) Lend Money to Beneficiaries. To lend or advance money to any beneficiary whether of age or not, with or without interest and with or without security;
- (n) Distribute Estate Property to Trust Beneficiary. To distribute all or part of the residue of my estate directly to any beneficiary of the trust referred to in Section 4, if, had the trust been fully funded at my death, the amount would have been currently distributable under the terms of the trust instrument, and no claim may be made against the Executor regarding the distribution;
- (o) Disclaim. To exercise, in the Executor's sole discretion, any right that I may have at the time of my death to disclaim property in an effort to create (in the Executor's sole judgment) the least aggregate death, income and gift tax burden to my estate and the beneficiaries of my estate, any exercise or nonexercise to be conclusive upon all affected persons, with no claims to be made against the Executor;
- (p) Omit Appraisal of Estate Property. To omit the appraisal of my household goods and of my other assets to the extent that it may be lawfully omitted;

- (q) Deal with Related Parties. To sell property of the estate to the individual acting as Executor if the sale is approved by the Probate Court;
- (r) Appoint Ancillary Administrator. To nominate an ancillary administrator to administer property outside the State of primary administration. I request that the court having jurisdiction appoint the person or corporation my Executor nominates. The ancillary administrator must have the same powers, privileges and discretion as granted to my Executor. No bond will be required of my ancillary administrator unless my Executor requests otherwise;
- (s) Pay Incidental Expenses. To pay all storage, packing and transportation costs, insurance, custom duties of any country and use taxes charged by any jurisdiction, as well as all other charges incident to the preservation and distribution of any or all of my articles of tangible personal property.
- (t) Exercise Other Powers. To take any other action incidental to the exercise of the powers granted herein or appropriate to carry out the purposes of this Will.

5.4 Discretion of Executor. My Executor may make or choose not to make any election, exercise or choose not to exercise any option, and exercise or choose not to exercise any discretionary power, whether granted my Executor at law or under the terms of this Will, as my Executor considers advisable, even though the Executor's action or inaction may be advantageous to one or more of the beneficiaries under this instrument, including my Executor individually, and disadvantageous to other beneficiaries, and no claim may be made against the Executor by reason of the Executor's action or inaction.

5.5 Duty of Subsequent Executor. A subsequent Executor or administrator will have no responsibility to inquire into, review, or audit the administration of my estate by any prior Executor or administrator, and will not be liable for any act or omission of any prior Executor or administrator.

5.6 Partnership Interests. With respect to any interest in a partnership included in my estate, I direct that the provisions of Section 1779.01, *et seq.*, of the Ohio Revised Code be disregarded, and no inventory and appraisalment of the partnership assets be required. Unless the partnership agreement provides otherwise, the partnership interest will be settled as my Executor, in my Executor's sole discretion, considers in the best interests of my estate and its beneficiaries.

## **Section 6** **Miscellaneous Provisions**

Unless the context otherwise requires, all words used in any gender will include all genders, and all words in the singular will include the plural and vice-versa. The words "Executor" and "Trustee" includes multiple Executors and Trustees and any successors. The term "I.R.C." means the Internal Revenue Code and reference to provisions thereof are to the provisions as from time to time are amended and to corresponding provisions of any future United States Internal Revenue law.

The term “transfer taxes” refers to all estate, inheritance, transfer, succession, generation-skipping, or other like taxes and any interest or penalties with respect to such taxes.

IN WITNESS WHEREOF, I set my hand to this, my Last Will and Testament, at \_\_\_\_\_,  
\_\_\_\_\_, on \_\_\_\_\_, \_\_\_\_\_

\_\_\_\_\_  
[ \_\_\_\_\_ ]

The foregoing instrument was signed by [ \_\_\_\_\_ ], and she declared it to us to be her Last Will and Testament, and thereupon we, in her presence and in the presence of each other, hereunto subscribed our names to this instrument as attesting witnesses at \_\_\_\_\_,  
\_\_\_\_\_, this \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_.

\_\_\_\_\_ residing at \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_ residing at \_\_\_\_\_

\_\_\_\_\_