

FIRST CODICIL TO

WILL

OF

ROBERT DYLAN

I, ROBERT DYLAN, declare this to be the First Codicil to my Will dated September 22, 1975.

I

Article III of my said Will is hereby amended by striking out Paragraph E thereof and by substituting the following Paragraph E in lieu thereof:

"E. Bequests to DAVID ZIMMERMAN

If I am survived by my brother DAVID ZIMMERMAN, I give to him the sum of Fifty Thousand Dollars and the residence occupied by him, as well as the ten acres of land surrounding the same, hereafter collectively called the 'Minnesota residence.' The ten acres of land surrounding said residence are legally described as the south 610 feet of the west 714 feet of the east 965 feet of the southeast quarter of the southeast quarter of Section 36, Township 120, Range 24, Hennepin County, Minnesota, containing 10.0 acres more or less, subject to an easement for roadway purposes over the south 33 feet thereof. Said devise shall be subject to any deeds of trust or mortgages and all unpaid real estate taxes and assessments constituting liens on said Minnesota residence at the time of my

death."

II

Article III of my said Will is hereby further amended by adding the following Paragraph G thereto:

"G. Legal Title to Residences

Legal title to the residences described in Paragraphs D and E of this Article III may be held in various corporations. I hereby instruct my Executors to take whatever steps may be necessary to acquire title to my interest, or my community one-half interest, to all of said residences, as the case may be, through liquidation of said corporations, purchase, or otherwise, so as to implement the devises made in this Article III."

III

Paragraph E of Article IV of my said Will is hereby amended by striking out subparagraph (5) thereof and by substituting the following subparagraph (5) in lieu thereof:

"(5) Each child of mine who shall survive me and who shall make the transfer described in Paragraph E of Article II shall have the power to substitute at any time or times by valid Will or Codicil thereto executed before or after my death, duly admitted to probate in any jurisdiction, any person or persons whom he shall designate, or such child's estate and its successors in interest, as beneficiary of such child's trust, even if the assets constituting his trust

shall not have been received by my Trustees at the date of his death.

The power shall be deemed to have been exercised only if by specific reference thereto in a Will or Codicil a child shall have expressed an intention to exercise the same. In the absence of such substitution or upon the termination of such substitute's interest, such child's trust shall be set aside for his lawful issue living from time to time."

IV

Article IV of my said Will is hereby amended by striking out Paragraph G thereof and by substituting the following Paragraph G in lieu thereof:

"G. Cross Remainder Provision

Subject to subparagraph (5) of Paragraph E of this Article IV, upon the death of any child who has made the transfer described in Paragraph E of Article II ('Such Transfer') and who shall die without leaving lawful issue living at the time of his death, or upon the death of the last survivor of all lawful issue of a deceased child who has made Such Transfer, all of whom shall die before becoming entitled to receive distribution of the entire trust set aside for them, the trust of such child or the trust of such lawful issue shall augment equally the trust of each other child who has made Such Transfer and the trust of the lawful issue of each other deceased child who has made Such Transfer. Subject to the provisions of subparagraph (4) of Para-

graph E and of subparagraphs (2) and (3) of Paragraph F of this Article IV restricting the outright distribution of Musical Properties and Closely-Held Business Interests, any addition to a trust which at such time shall have been partially distributed to another child shall augment proportionately the distributed and undistributed portions of such trust, or if he shall not be then living, such addition shall be distributed to his then living lawful issue upon the principle of representation; and any addition to a trust which at such time shall have been wholly distributed to the lawful issue of another deceased child shall be distributed to such issue then living, upon the principle of representation."

V

In all other respects, I republish my Will dated September 22, 1975.

BD This instrument was subscribed by me on AUGUST 26
1976, at NEW YORK NY, Los Angeles, California.

Robert Dylan

ROBERT DYLAN

The foregoing instrument was at the date hereof, by ROBERT DYLAN, signed as and declared to be the First Codicil to his Will dated September 22, 1975. Such signature and declaration were made in the presence of all of us who, at his request and in his