

JONES FAMILY 1994 IRREVOCABLE TRUST

INSTRUMENT OF DECANTING

This Instrument of Decanting is executed as of the 23<sup>rd</sup> day of December, 2014, by and among David Charles, and his successors, as Trustees of the Jones Family 1994 Irrevocable Trust, dated November 1, 1994 (the “Transferring Trustees”), and Rebecca Stone, and her successors, as the Trustees of the Jones 2014 Irrevocable Trust, dated December 23, 2014 (the “Receiving Trustees”);

WHEREAS, Alexander Jones (the “Grantor”) established the Jones Family 1994 Irrevocable Trust (the “Original Trust”) by an instrument dated November 8, 1994;

WHEREAS, under Section 1.1 of the Original Trust, during the lifetime of the Grantor, the Transferring Trustees may distribute to any one or more of the Grantor’s descendants such amounts of the net income and principal of the Original Trust, including the whole thereof, at such times and in such proportions as the Transferring Trustees determine;

WHEREAS, under Section 3.13 of of the Original Trust provides that only the Disinterested Trustees may participate in any decision involving the discretionary distribution or application of income or principal of the Original Trust;

WHEREAS, under Section 3.1 the Disinterested Trustee of the Original Trust means each Trustee who is not then eligible to receive income or principal from such trust, whose spouse is not so eligible and who is not (or whose spouse is not) legally obligated to support a person who is so eligible;

WHEREAS, David Charles qualifies as the Disinterested Trustee of the Original Trust;

WHEREAS, under Section 3.15 of the Original Trust, the determination of the Disinterested Trustees as to whether or not to make any discretionary payments, the amount of each payment, and the exercise of any other discretionary power shall not be reviewable;

WHEREAS, under Section 3.15.1 of the Original Trust, in making discretionary distributions of income or principal to a beneficiary the Disinterested Trustee may exercise such discretion generously for the benefit of such person and may make distributions for such person’s well-being, comfort, happiness or any other purpose;

WHEREAS, Section 4.3 of the Original Trust provides that whenever the Transferring Trustees make payments or distributions of income or principal to any person, the Transferring Trustees may apply the same in such manner as they determine to be for the benefit of such person;

WHEREAS, the Jones 2014 Irrevocable Trust was established by a Declaration of Trust dated December 23, 2014 by the Receiving Trustees for the primary benefit of the Grantor’s descendants;

WHEREAS, the Transferring Trustees have determined that distributing the property of the Original Trust to the Receiving Trust is in the best interest of the Grantor's descendants;

WHEREAS, the Transferring Trustees wish to make a distribution for the benefit of the Grantor's descendants of all property in the Original Trust by assigning and transferring all such property to the Receiving Trustees;

NOW, THEREFORE, the undersigned trustees hereby take the following actions:

1. The Transferring Trustees hereby assign to the Receiving Trustees, and the Receiving Trustees hereby accept, all of the assets and liabilities of the Original Trust as of the date of this Instrument.
2. The Transferring Trustees agree to take whatever steps are reasonably necessary to transfer title and possession of the assets of the Original Trust as quickly as is practical and to execute any additional assignment or transfer documents that may be required to effect such transfer.
3. The Receiving Trustees agree to accept any liabilities of the Original Trust that may now exist or that may become payable on or after the date of this Instrument.

EXECUTED in any number of counterparts, each of which shall be original, but all of which shall constitute one and the same instrument, to be governed by the laws of the Commonwealth of Massachusetts, as of the date first set forth above.

JONES FAMILY 1994  
IRREVOCABLE TRUST

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David Charles, Trustee

JONES 2104 IRREVOCABLE TRUST

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Rebecca Stone, Trustee

COMMONWEALTH OF MASSACHUSETTS

Norfolk County

On this 23<sup>rd</sup> day of December, 2014, before me, the undersigned notary public, personally appeared David Charles, as Trustee as aforesaid, proved to me through satisfactory evidence of identification, which was  photographic identification with signature issued by a federal or state governmental agency,  oath or affirmation of a credible witness,  personal knowledge of the undersigned, to be the person whose name is signed on the preceding document, and acknowledged to me that he signed it voluntarily for its stated purpose.

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Notary Public  
My commission expires:

COMMONWEALTH OF MASSACHUSETTS

Suffolk County

On this 23<sup>rd</sup> day of December, 2014, before me, the undersigned notary public, personally appeared Rebecca Stone, as Trustee as aforesaid, proved to me through satisfactory evidence of identification, which was  photographic identification with signature issued by a federal or state governmental agency,  oath or affirmation of a credible witness,  personal knowledge of the undersigned, to be the person whose name is signed on the preceding document, and acknowledged to me that she signed it voluntarily for its stated purpose.

\_\_\_\_\_  
Notary Public  
My commission expires: