
From: Heather Gray <[REDACTED]>
Sent: Monday, September 8, 2014 7:37 PM
To: Jeffrey Epstein (jeevacation@gmail.com)
Cc: Eileen Alexanderson
Subject: Schwitters agreement - revised to reflect LDB comments
Attachments: #9362141v11_HF_ - Friends Ventures Draft LLC Agreement.doc; Blackline 8.13.14 to 9.8.14.pdf; 9.8.14 Summary of Friends Ventures LLC Agreement.pdf

Jeffrey,

When I met with Leon, he wanted to have the following substantive changes made to the Schwitters agreement:

* Leon and Ronald Lauder decided that Ronald will have the first Possession Period.

* Leon wanted each Possession Period to run for 2.5 years instead of 2 years (because he estimates it will be that long before his new townhouse is ready).

* Leon wanted to eliminate the Estate's Put Right. On the death of a Member, the survivor will have the call right described in 8.5(a), and if the survivor doesn't exercise the call right, the estate will have a call right as described in 8.5(c) for a 3 month period which starts to run when the Estate's Put Right expires.

* For the Estate's Call Right, Leon wanted the purchase price to be the Estate Value (the value for estate tax purposes of the deceased member's interest).

* If the estate doesn't exercise its call right, there will be a forced sale. Leon wanted to specify that the Company will sell the Property through one of the major auction houses.

We've also had Herrick clean up a few non-substantive points, all of which are reflected in the attached clean version and blackline. I've also attached a revised summary of the agreement.

Please let me know if you have any comments or questions. If not, I'll be sending this to Leon and to Ronald Lauder. Christie's has just notified us that the Schwitters must be exported out of the UK before September 24th, so I would like to send this to Mr. Lauder as soon as possible.

Many thanks,

Heather

Heather Gray

