LAST WILL AND TESTAMENT OF

JOSEPH FITZGERALD, JR.

I, JOSEPH FITZGERALD, JR., of Great Falls, Virginia, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking any and all Wills and Codicils thereto at any time heretofore made by me.

FIRST. I direct my executors, hereinafter named, to pay out of my estate all of my just debts and the expenses of my last illness, funeral and burial, including the expenses of the acquisition of a burial lot and an appropriate marker for my grave if not already provided by me, in such amounts as my executors may deem proper, and without regard to any limitation imposed by law or rule of Court, as soon after my death as may be practicable. Provided that this direction shall not be construed to require the payment of any claim or obligation which is not otherwise legally enforceable against me or my estate, nor to require the payment of any obligation prior to its maturity in accordance with its terms.

SECOND: In the event my wife, Louise S. Fitzgerald, and I shall die under such circumstances as to render it difficult to determine whether she survived me, she shall be conclusively presumed to have predeceased me, and all provisions of this my Last Will and Testament shall be construed upon that presumption.

THIRD: If at the time of my death I am the owner of any real or personal property (including without limitation bank and saving and loan association accounts), registered or recorded jointly in the names of myself and other person(s), and such joint owner(s) shall survive me, then I direct that any interest that my estate could have in such joint property shall pass to the surviving joint owner, and my executors shall make no claim on behalf of my estate for any interest that my estate could have in the same.

FOURTH· I direct that all state and local inheritance taxes and federal estate taxes, succession duties and transfer taxes and all charges in the nature thereof payable by reason of my death or by reason of any bequest or devise contained in this my Last Will and Testament, or against or by reason of any trusts created by me in the nature of a testamentary disposition, including any such tax payable by reason of the proceeds of life insurance or property passing by right of survivorship, shall be paid and discharged in full out of the principal of my residuary estate and be and constitute a charge thereagainst rather than against the recipient thereof who shall receive the full amount of property without impairment or reduction because of any such taxes.

FIFTH All of my tangible non-income producing personal property (excluding cash) of whatsoever nature and wheresoever situate, including but not limited to my jewelry, personal effects, articles of personal use and adornment, books, household furniture and furnishings, automobiles and like personalty, I give and bequeath unto my wife, Louise S. Fitzgerald, provided she shall have survived me. In the event that my said wife shall have predeceased me, then in such event unto my son, Peter Jerry Fitzgerald.

SIXTH: I give and devise all of my right, title and interest in and to the real estate described as 1648 Irving Street, N.W., Washington, D.C., together with the improvements thereon, if owned by me, in whole or in part, at the time of my death, absolutely and in fee simple unto my brother, Louis J. Fitzgerald, if living at the time of my death but not otherwise.

SEVENTH: If at the time of my death, my brother, Louis J. Fitzgerald, shall be in any way indebted to me, I do hereby forgive such debt and do discharge the same in full and direct my executors to provide my said brother with appropriate evidence of the discharge of such indebtedness and the release of any liens securing any such indebtedness as there may be.

EIGHTH: I give and bequeath the sum of Two hundred thousand dollars ($200,000.00) in cash and/or notes receivable secured by first deed of trust, unto Louis J. Fitzgerald, as Trustee, IN TRUST NEVERTHELESS for the benefit of the children of said Louis J. Fitzgerald and Trustee shall serve without bond and with all of the powers hereinelsewhere granted my Trustees. The Trustee shall hold and administer the assets as one trust until the time for termination of the trust as hereinafter provided. In the event that said Louis J. Fitzgerald shall have predeceased me or having survived me shall die or for any reason shall resign or otherwise fail to act as Trustee, I do direct that Raymond L. Poston shall be the alternate or successor Trustee to likewise serve without bond and with all of the powers and duties hereinafter granted my Trustees and he shall be responsible solely for assets of the trust receipted for by him. I further grant unto the survivor of the said Trustees the power to nominate and appoint in writing a successor Trustee. Such successor Trustee shall only be chargeable for such assets receipted for and no bond shall be required unless the instrument of appointment requires a bond. The trust herein established shall terminate at such time as the youngest living child of my brother, Louis J. Fitzgerald, shall have attained the age of Thirty-five (35) years with outright distribution of the principal and any undistributed net income, in equal shares unto the children of my said brother or all to the survivors or survivor of them, provided, however, that the descendants of any then deceased child of my said brother shall take the share which such deceased child would have taken if living at the time of termination and by the principle of per stirpes. During the continuation of the trust herein established, Trustee in his sole and absolute discretion shall pay or apply the net income (or accumulate the same), together with so much of the principal thereof, to or for the benefit of the beneficiaries and particularly for their education and necessary maintenance and without regard to the preference of one beneficiary over the other. The decision of the Trustee shall be binding on all parties and not subject to challenge by anyone.

NINTH: All of the rest residue and remainder of my estate, real and personal, of whatsoever nature and wheresoever situate of which I shall be seized or possessed, exclusive of that over which I may in any manner have power of appointment or testamentary power of disposition, I give, devise and bequeath unto my son, Peter Jerry Fitzgerald, as Trustee, he to serve without bond, IN TRUST NEVERTHELESS for and upon the following uses and purposes, with the powers and duties and subject to the terms and conditions all as hereinafter set forth in this my Last Will and Testament. During the lifetime of my said son, Peter Jerry Fitzgerald, Trustee, shall invest and reinvest the principal of said trust and shallpay the net income thereof only, unto himself in installments no less than annually.

In the event that my son, Peter Jerry Fitzgerald, shall have predeceased me or shall for any reason whatsoever fail or refuse to act or qualify or having qualified shall die or for any reason whatsoever shall resign then and in such event I do nominate, constitute and appoint as successor Trustee such person or persons or corporate fiduciary as my son, Peter Jerry Fitzgerald, shall nominate and appoint in writing and failing any such nomination of a successor Trustee by my said son, then I do nominate and appoint my wife, Louise S. Fitzgerald, and F. Elwood Davis, or the survivor of them or such person or persons or corporate fiduciary as my wife, Louise S. Fitzgerald, and the said F. Elwood Davis, or the survivor of them shall nominate and appoint in writing. Such successor Trustee shall qualify as such successor Trustee upon receipt of the assets then constituting the trust and without the intervention or order of any court and shall be responsible solely for the assets of the trust as received and receipted for by such successor Trustee. Any successor Trustee shall likewise serve without bond unless otherwise specified by the instrument in writing by which they are so nominated and appointed.

Upon the death of my son, Peter Jerry Fitzgerald, the then Trustee shall divide the trust estate into as many shares of equal value as there are grandchildren of mine living at the time of my death and one share of equal value for each grandchild of mine who shall have predeceased me leaving descendants he or she surviving.

A. With respect to a share so set apart for a grandchild of mine living at the time of my death, who has attained the age of Thirty-five (35) years, my Trustee shall distribute outright to him or her his or her share hereunder. As to any grandchildren under Thirty-five (35) years the Trustee shall hold in trust such share, as a separate trust, for the benefit of such grandchild of mine and during the continuation of the trust, Trustee shall pay the net income thereof (or accumulate the same) unto, or shall apply the same for the benefit of, such grandchild all in the sole discretion of Trustee. Further, Trustee shall pay to such grandchild, or apply for his or her benefit, so much of the trust principal as Trustee in his sole discretion shall deem necessary for the support, maintenance, health and education of such grandchild. At such time as such grandchild shall attain the age of Thirty-five (35) years, Trustee shall transfer, convey, set-over and deliver the remainder thereof unto such grandchild free and clear of any further trust. In the event that such grandchild shall die before the termination of his or her trust leaving descendants him or her surviving, Trustee shall terminate such grandchild's trust and shall transfer, convey, set-over and deliver the principal and any accumulated net income thereof unto the descendants of such deceased grandchild by the principle of per stirpes and failing any descendants of such deceased grandchild, then in equal shares unto my then surviving grandchildren who were living at the time of my death or the descendants of any such grandchild who shall be then deceased, by the principle of per stirpes, provided however, that at such time there shall be subsisting a trust established hereunder in this my Last Will and testament for any beneficiary so entitled to take, such beneficiary's share shall be transferred, conveyed, set-over and delivered unto such beneficiary's trust and administered and distributed all as herein otherwise provided therefor

B. With respect to a share set apart for the descendants of a deceased grandchild of mine, trustee shall transfer convey, set-over and deliver said share unto such descendants all by the principle of per stirpes, except as provided in subparagraph C hereafter.

C. Any share which shall be set apart for any descendants of a then deceased grandchild of mine (per stirpes) who shall not, at the time entitled thereto, have attained the age of twenty-one (21) years, shall vest, but nevertheless be held in further separate trust, with all of the powers, duties and conditions hereinelsewhere conferred upon Trustee, until such descendant of the deceased grandchild of mine shall have attained the age of twenty-one (21) years whereupon Trustee shall terminate the trust and distribute the assets thereof as then constituted unto such descendant, outright and free of any further trust and in the event that such descendant shall have died prior to attaining age twenty-one (21) years, unto his or her estate. During the continuation of a trust herein created, Trustee shall pay the net income (or accumulate the same) together with the principal thereof, all in the Trustee's sole discretion, or apply the same for the benefit of such descendants until he or she attains the specified age or earlier dies.

D. If any trust created hereunder shall violate any applicable rule against perpetuities, accumulations or any similar rule or law, my Trustee is hereby directed to terminate such trust on the date limited by such rule or law and thereupon the property held in such trust shall be distributed to the persons then entitled to share the income therefrom in the proportions in which they are then entitled to share such income, notwithstanding any provision of this will to the contrary.

E. Until paid by Trustee under a trust herein created, neither the principal nor income of a trust shall be liable for the debts of any beneficiary thereof, nor shall the same be subject to seizure by any creditor of any beneficiary, under writ or process at law or in equity and no beneficiary shall have any power to sell, assign, transfer, encumber or in any other manner anticipate or dispose of his or her interest in said trust or the income therefrom.

TENTH: In relation to the trusts herein created, I hereby give and confer upon my Trustees, all however subject to any limitations elsewhere set forth in this my Last Will and Testament, full discretionary powers of management and control, of sale and resale in fee simple or otherwise, at public or private sale and upon such terms and conditions as Trustees shall determine, of mortgage, lease and pledge, of investment, reinvestment and exchange, and they shall keep the trust estate, in such securities and other forms of property, including real estate, corporate stocks, common and preferred, debenture bonds and other obligations whether or not secured, (including any Common Trust fund operated or maintained by a Trustee hereunder), as they may deem suitable for the trust, and shall not be restricted to securities or property of the character now or hereafter authorized by law or rules of Court. Trustees are further authorized to take any action which, in their judgment, is necessary or desirable for the proper and advantageous management, investment and distribution of the trust estate, including leasing real estate for such terms as they may deem desirable even though such terms may extend beyond the period of the trust. In connection with any real property, the Trustees shall have full authority to repair, construct, add to, demolish, and maintain such property as is deemed advantageous for the trust.

Trustees are further empowered to borrow money for trust purposes pledging the assets of the Trust as security therefor (including the borrowing from the banking department of the Corporate trustee, if one there be) all in the exercise of Trustees' sole and uncontrolled discretion.

Further, I hereby give and grant the Trustees hereunder the power and authority to be exercised by said Trustees at any time and from time to time as said Trustees may deem advisable and without regard to any law, rule of Court or any regulation of bank supervisory agencies, to hold and retain all or any part of the trust property coming into the hands of the Trustees and belonging to the trust so long as the Trustees may deem advisable even though such property (by reason of its character, amount, proportion to total trust assets, or otherwise) would not be considered appropriate for the fiduciary apart from this provision and without liability for loss or depreciation which may be occasioned thereby.

Trustees are authorized to vote, in person or by proxy, upon any securities held in said Trust; to consent to and participate in the reorganization, consolidation or merger of any corporation the securities of which are held in the Trust. Trustees in their discretion shall determine whether and to what extent stock dividends, extraordinary cash dividends and the proceeds of the sale of rights shall be treated as principal or income and to settle or compromise any claims for or against the trust estate and generally to exercise, in respect of assets held in Trust, all rights, powers and privileges as might lawfully be exercised by any person owning similar securities in his own right.

No purchaser of assets from the Trustees shall be under any obligation to see to the propriety of the sale nor the application of the purchase price.

The Trustees may keep the assets of the trust in registered form, or if desired, in unregistered form and payable to bearer, and if in registered form, may keep the same registered in their name as Trustees, or in their name without the designation of the trusteeship, or in the name of any nominee or nominees.

The Trustees are hereby authorized to make all tax returns which may be required of the trust from time to time under the laws of the United States, and the local laws in force with respect thereto, to contest or compromise any tax liability and to pay out of the funds held in trust any taxes which Trustees deem properly or necessarily payable therefrom. The Trustees are further authorized, in the discharge of their duties, to pay from the funds held hereunder such other charges and expenses as are necessary and proper in the management of the Trust and the Trust assets, including reasonable compensation to counsel and agents employed by them.

In case the Trustees are required to divide the trust fund into parts or shares in order to distribute the same, they are authorized and empowered in their sole discretion to make division and distribution in kind or in money, or partly in kind and partly in money, and to sell any or all securities and property of the trust for the purpose of distributing the proceeds.

The Trustees shall render usual and proper statements and the books of the Trustees shall be open at any reasonable time, or times, to the inspection of the interested parties entitled thereto. The Trustees shall be entitled to receive reasonable compensation for services rendered.

All powers herein given to the Trustees are in addition to and not in limitation of, the general powers given Trustees by law including all powers granted a Trustee under §64.1-57 of the Code of Virginia.

ELEVENTH. I hereby nominate, constitute and appoint my wife, Louise S. Fitzgerald, and my son, Peter Jerry Fitzgerald, or the survivor of them to be the executors of my estate and I waive bond with respect to my executors in any jurisdiction wherein they may be required to post bond.

I hereby give to my executors full power and discretion in the management and control of my estate, with full right and power to sell all or any portion thereof which they may deem necessary or advisable for the payment of my just debts or the advantageous settlement or protection of my estate and no purchaser from my executors shall be under any obligation to see to the propriety of the sale or to the application of the purchase money. I further direct that in the sale of any real or personal property that my said executors shall not be required to petition any court whatsoever for authority to make any sale or ratification after sale. Any distribution may be in cash, in kind, or partly in cash and partly in kind. My executors may keep the assets of my estate in registered n, or if desired, in unregistered form and payable to bearer, d if in registered form, may keep the same registered as at the time of my death or registered in their name as executors, or in the name of any nominee or nominees.

TWELFTH: All income accumulated and received on property in my estate after my death, and during the period of administration, shall be considered as income for distribution and no part thereof shall be transferred to the principal of my estate, notwithstanding any rule of law or court decisions to the contrary.

THIRTEENTH: Such powers as I have hereunto granted my executors I do also grant my Trustees of any trusts created hereunder and such powers as I have hereunto granted such Trustees I do grant my executors.

FOURTEENTH: The necessary grammatical changes required to make the provisions hereof apply to the male, female or neuter gender, and those changes required with respect to singular and plural usage shall in all cases be assumed as though fully expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 30th day of April, 1979.

Joseph Fitzgerald, Jr. (SEAL)
JOSEPH FITZGERALD, JR.

Signed, sealed, published and declared by Joseph Fitzgerald, Jr., the day and year last hereinabove written, as and for his Last Will and Testament, in our presence, and we, at his request, in his presence and in the presence of one another, have hereunto subscribed our names as attesting witnesses.

Scott Turnbull, Jr. Address 800 17th Street, N. W Washington, D C 20006

Elizabeth Evans Address Same

Mary E Bailey Address Same

City of Washing[illegible]n)
) ss:
District of Columbia)

Before me, the undersigned authority, on this day personally appeared Joseph Fitzgerald, Jr., South Trimble, III, Elizabeth D Evans, and Mary E Bailey, known to me to be the testator and witnesses respectively, whose names are signed to the attached foregoing instrument and, all of these persons being by me first duly sworn, Joseph Fitzgerald, Jr., the testator, declared to me and to the witnesses in my presence that said instrument is his Last Will and Testament and that he had willingly signed and executed it in the presence of said witnesses as his free and voluntary act for the purposes therein expressed; that said witnesses stated before me that the foregoing Last Will and Testament was executed and acknowledged by the testator as his Last Will and Testament in the presence of said witnesses, who, in his presence and at his request, and in the presence of each other, did subscribe their names thereto as attesting witnesses on the day of the date of said Last Will and Testament, and that the testator, at the time of execution of said Last Will and Testament, was over the age of 18 years and of sound and disposing mind and memory.

JOSEPH FITZGERALD, JR

Witnesses

Address 800 17th Street, N. W. Washington, D. C 20006

Address Same

Address Same

Subscribed, sworn to and acknowledged before me a Notary Public, by Joseph Fitzgerald, Jr., the testator, subscribed and sworn to before me by South Trimble, III, Elizabeth D. Evans, and Mary E. Bailey, witnesses, this 3rd day of April A.D., 1979.

Notary Public
My Commission Expires Nov. 14, 1981

In the Cl[illegible] O[illegible]ce of the C[illegible] C[illegible]t of
Fa[illegible] Co[illegible] April 4, '82.
Proved, [illegible]

Teste [illegible] CLERK

By. Deputy Clerk