
PRELIMINARY PLANNING STRATEGIES

PREPARED FOR:

GEORGE A. AND CAROL M. WEISS

September 1, 2012

PRESENTED BY

David W. Holaday
Wealth Design Consultants, LLC
11555 North Meridian Street, Suite 560
Carmel, IN 46032
Phone: (317) 571-3616
Fax: (317) 571-3615
dholaday@wdcplan.com

© 2001-2012 Wealth Design Consultants, LLC

GEORGE A. AND CAROL M. WEISS

IRS CIRCULAR 230 DISCLOSURE

To ensure compliance with requirements imposed by the IRS, we are now required to advise you that, unless otherwise expressly indicated, any written tax advice in this communication (including any attachments) is not intended or written by the author to be used, and it cannot be used by any taxpayer, (i) for the purpose of avoiding penalties that may be imposed on the taxpayer or (ii) promoting, marketing or recommending to another party any transaction or matter addressed in this communication.

GOALS AND OBJECTIVES

1. Maintain our customary lifestyle. This should take about \$500,000 annually after all taxes and gifts.
2. Retain 100% ownership and control WISE within our immediate family for the purpose of furthering our values and the company's values.
3. Remain involved at the strategic planning level with the company.
4. Increase our involvement with and giving to the causes we care about including our church, military families and the environment.
5. Leave our boys and opportunity to continue to work together to build the company, not an opportunity to retire early. Our interest is to enable them to continue to serve our employees and clients, not to make them independently wealthy.
6. Keep 100% controlling interest in the company in our immediate family. Protect assets from threats from lawsuits, creditors and potential divorces of our children and grandchildren.
7. Fund a family controlled charitable foundation to support our charitable involvements and to build character, capabilities, confidence and values in our family members.
8. Leave our vacation home to a multi-generational trust to make it possible for our children and grandchildren to continue to enjoy the home together.
9. Eliminate any estate tax using charitable gifting techniques provided that our goals for family wealth transfer and family control of the company can be met.
10. Set aside up to \$200,000 per grandchild to fund higher education or other life and character building endeavors.

GEORGE A. AND CAROL M. WEISS

FAMILY INFORMATION

BIOGRAPHICAL DATA

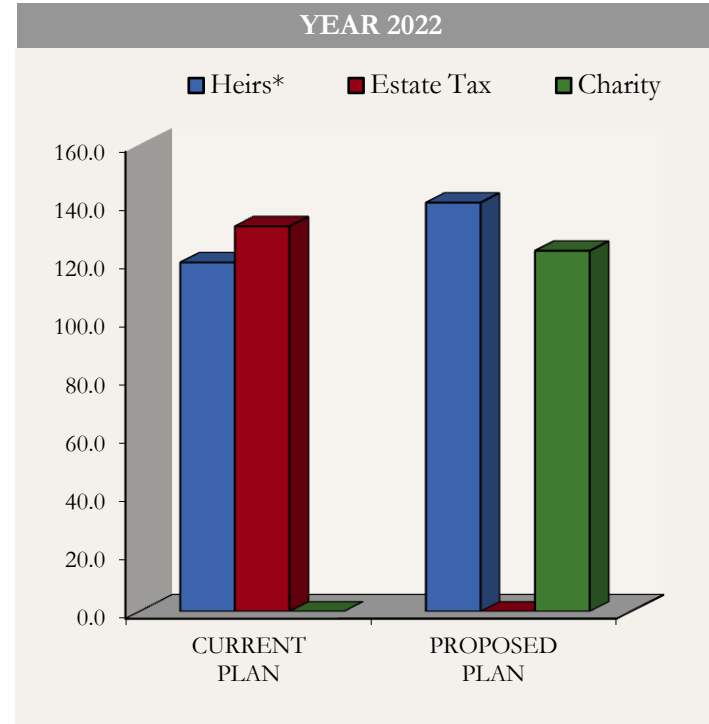
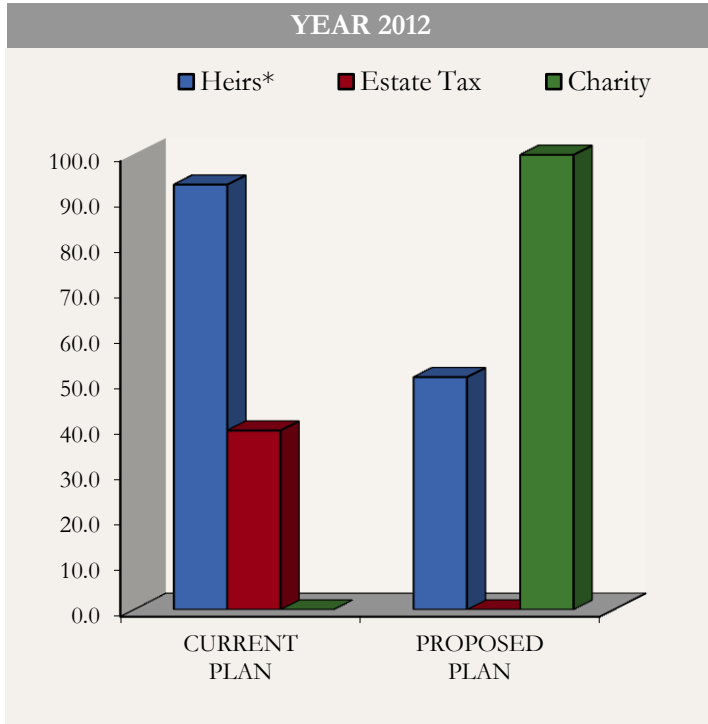
CLIENT NAME	George Weiss	DATE OF BIRTH	January 16, 1941
SPOUSE NAME	Carol Weiss	DATE OF BIRTH	April 16, 1941
HOME ADDRESS	1234 Pierce St. Leesburg, VA 22075		

CHILDREN

NAME	DATE OF BIRTH	SPOUSE'S NAME	
Jeff	April 25, 1970	Jane	Mia, Shiloh, Ethan
David	March 2, 1972	Anne	Joe, Sara, Rachel

COMPARISON OF BENEFITS

DOLLARS IN MILLIONS



YEAR 2012		
	CURRENT PLAN	PROPOSED PLAN
Heirs*	93.3	51.1
Estate Tax	39.3	0.0
Charity	0.0	99.8

YEAR 2022		
	CURRENT PLAN	PROPOSED PLAN
Heirs*	119.6	140.1
Estate Tax	132.0	0.0
Charity	0.0	123.6

* A portion of the benefit to heirs is qualified plan money. Withdrawals from these plans will be treated as ordinary income.

GEORGE A. AND CAROL M. WEISS

STATEMENT OF NET WORTH

CURRENT VALUES

	GEORGE	CAROL	TOTAL
CASH AND EQUIVALENTS			
Cash	\$ 500,000	\$ 500,000	\$ 1,000,000
Total of Cash and Equivalents	500,000	500,000	1,000,000
MARKETABLE SECURITIES			
Charles Schwab	7,000,000	7,000,000	14,000,000
Total of Taxable Marketable Securities	7,000,000	7,000,000	14,000,000
OTHER INVESTMENTS			
WISE, Inc.	50,000,000	50,000,000	100,000,000
Total of Other Investments	50,000,000	50,000,000	100,000,000
QUALIFIED RETIREMENT PLANS			
Profit sharing plan	1,000,000	-	1,000,000
401(k)	400,000	150,000	550,000
Total Qualified Retirement Plans	\$ 1,400,000	\$ 150,000	\$ 1,550,000

GEORGE A. AND CAROL M. WEISS

STATEMENT OF NET WORTH

CONTINUED

	GEORGE	CAROL	TOTAL
INVESTMENT REAL ESTATE			
423 Van Pelt Drive	\$ 1,100,000	\$ 1,100,000	\$ 2,200,000
Land, NC	325,000	325,000	650,000
Total of Real Estate Holdings	1,425,000	1,425,000	2,850,000
PERSONAL RESIDENCES			
1234 Pierce St.	700,000	700,000	1,400,000
Lot	200,000	200,000	400,000
333 Mountain View, CO	1,100,000	1,100,000	2,200,000
Total of Personal Residences	2,000,000	2,000,000	4,000,000
PERSONAL PROPERTY			
Personal property	400,000	400,000	800,000
Total of Personal Property	400,000	400,000	800,000
TOTAL ASSETS	62,725,000	61,475,000	124,200,000
TOTAL LIABILITIES	-	-	-
NET WORTH	\$ 62,725,000	\$ 61,475,000	\$ 124,200,000

GEORGE A. AND CAROL M. WEISS

ENDNOTES

WISE, INC.	Shares	Percentage	Value
George and Carol	800	80%	100,000,000
Jeff	100	10%	12,500,000
David	100	10%	12,500,000
Total	1,000		125,000,000

GEORGE A. AND CAROL M. WEISS

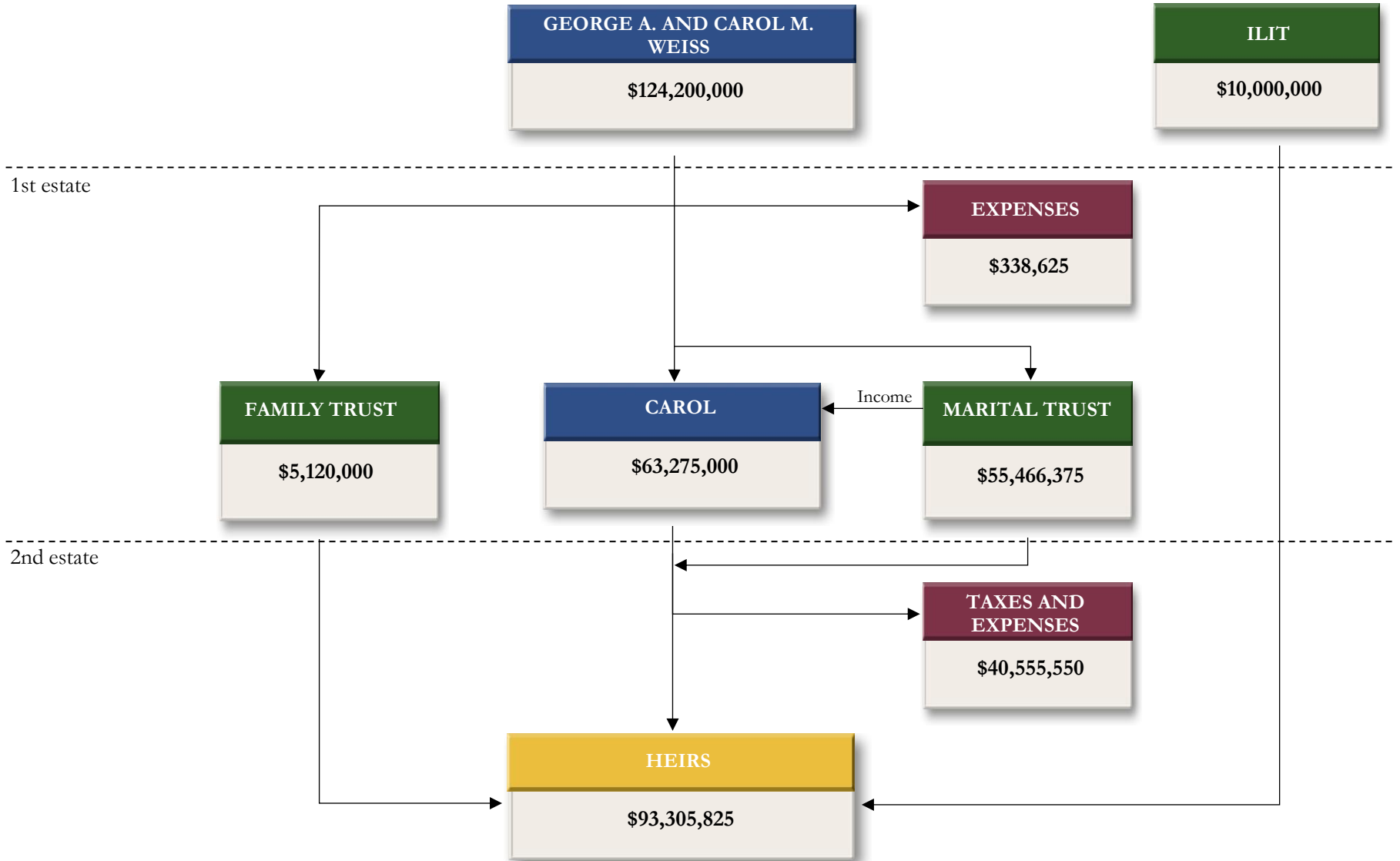
SCHEDULE OF LIFE INSURANCE

CURRENT PLAN

COMPANY	INSURED	POLICY #	BENE-FICIARY	PREMIUM	CASH VALUE	DEATH BENEFIT
POLICIES OWNED BY ILIT						
Lincoln Benefit	George	132135	Irrev. Trust	25,000	200,000	5,000,000
AIG	George	156846	Irrev. Trust	40,000	100,000	5,000,000
Totals				\$ 65,000	\$ 300,000	\$ 10,000,000

CURRENT ESTATE DISTRIBUTION DIAGRAM

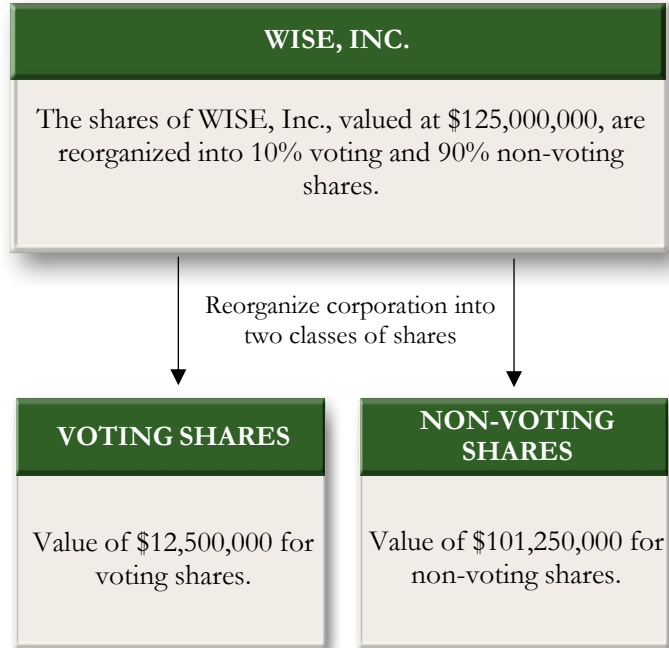
DEATH OCCURS IN 2012



GEORGE A. AND CAROL M. WEISS

RECAPITALIZE WISE, INC.

STRATEGY # 1



GEORGE A. AND CAROL M. WEISS

RECAPITALIZE WISE, INC.

KEY BENEFITS AND DESIGN CONCEPTS

KEY BENEFITS

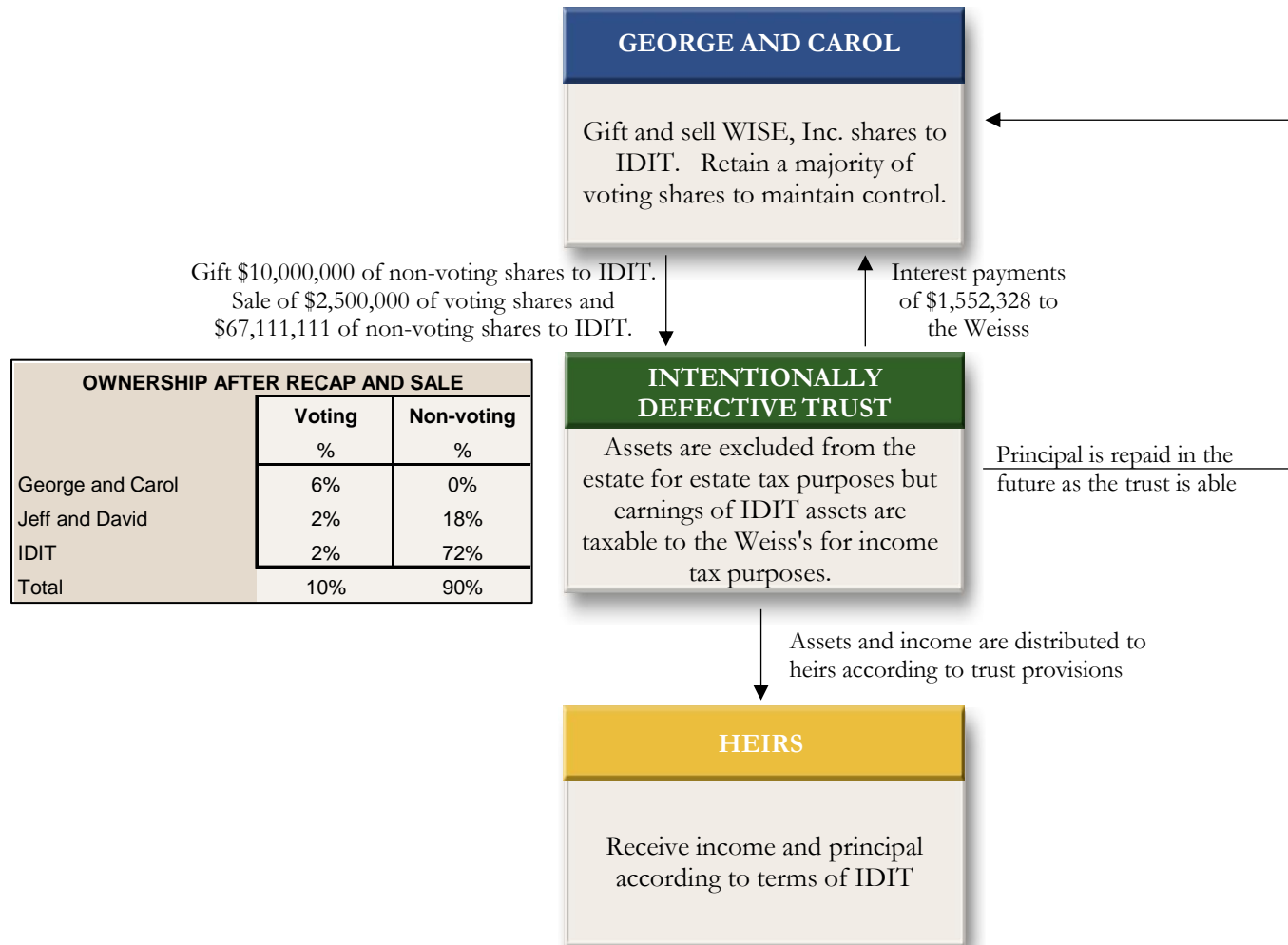
- ◆ Create ideal assets for family gifts and sales and other planning strategies
- ◆ Provide an efficient way to transfer assets to children
- ◆ Retain control of assets transferred to heirs
- ◆ Avoid prohibited transfers to foundations/prohibited vehicles

DESIGN CONCEPTS

- ◆ A recapitalization is an income tax-free corporate reorganization for both the current stockholders and the corporation, assuming that the reorganization has a valid business purpose.
- ◆ We are illustrating a recapitalization of WISE, Inc., which will separate the existing shares into two classes, 10% voting and 90% non-voting.
- ◆ By retaining the voting class shares, you will maintain control of the business.
- ◆ The non-voting shares may be subject to a discount due to lack of voting power.
- ◆ Recapitalization can provide a means of making stock available for future wealth transfers.

INSTALLMENT SALE TO IDIT

STRATEGY # 2



INSTALLMENT SALE TO IDIT

KEY BENEFITS AND DESIGN CONCEPTS

KEY BENEFITS

- ◆ Freeze value of stock at date of sale
- ◆ Current record low interest rates
- ◆ Reduce gift and estate tax
- ◆ Increase benefits to heirs
- ◆ Maintain needed cash flow as replacement for compensation
- ◆ Retain control of assets transferred to heirs

DESIGN CONCEPTS

- ◆ You gift WISE non-voting shares to the IDIT using your remaining lifetime exemption. Then you sell WISE, Inc. a minority of your voting and all of your remaining non-voting shares to the IDIT. You retain a majority of the voting shares to remain in control. You finance this sale through a low interest, installment sale with a balloon payment of principal due after a period of years.
- ◆ Jeff and David provide personal guarantees for the note the IDIT owes to you.
- ◆ We have assumed the note will bear an interest rate of 2.23%. Thus, your payments will be \$1,552,328 annually. The IDIT will obtain the funds to make these annual payments to you from WISE, Inc. dividends.

The term of the note is 30 years. There will be no penalty for prepayment of principal.

- ◆ Since the trust is a "grantor trust," you will personally report and pay the income tax on the earnings attributable to the assets in the trust. This is actually a wealth transfer benefit since the tax you pay on behalf of the IDIT beneficiaries is not subject to gift tax.
- ◆ Over time, the growth in the assets of the IDIT will create benefits for your family. This growth will pass outside your taxable estate.
- ◆ Since you retain a majority of the voting shares, you remain in total control of WISE, Inc.

GEORGE A. AND CAROL M. WEISS

INTENTIONALLY DEFECTIVE TRUST

HYPOTHETICAL VALUES

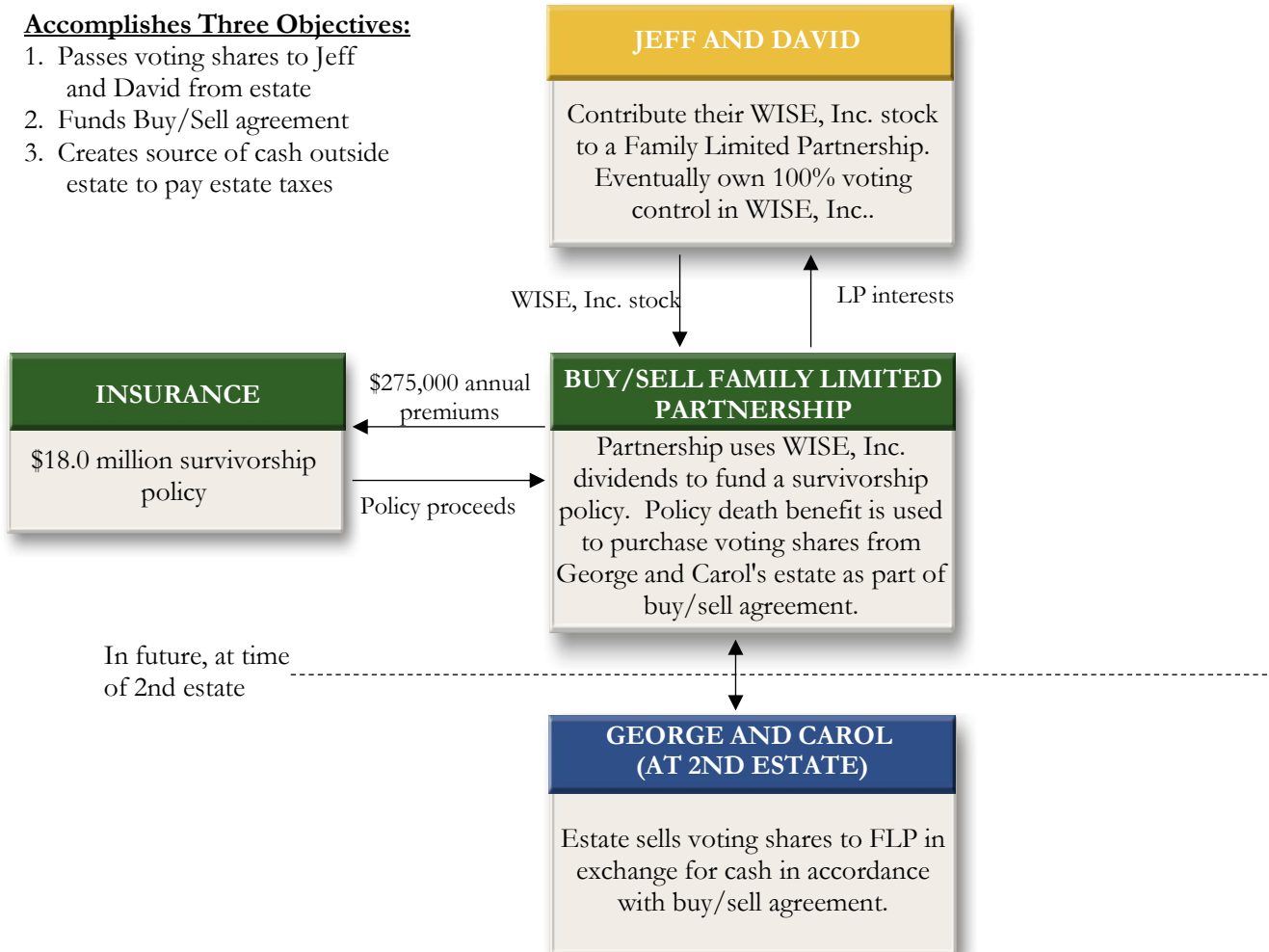
ASSUMPTIONS					
STOCK APPRECIATION PLUS DIVIDENDS		7.0%	INTEREST RATE		2.2%
			TYPE OF NOTE		Interest Only
			TERM		30 Years
Year	Initial Funding of IDIT (BOY)	Value of Assets in IDIT	End of Year IDIT Note Balance	Interest Payment to Weiss's	Value to Heirs
1	69,611,111	85,246,761	69,611,111	1,552,328	15,635,650
2	-	91,072,094	69,611,111	1,552,328	21,460,983
3	-	97,310,934	69,611,111	1,552,328	27,699,823
4	-	103,992,683	69,611,111	1,552,328	34,381,571
5	-	111,148,840	69,611,111	1,552,328	41,537,729
6	-	118,813,150	69,611,111	1,552,328	49,202,039
7	-	127,021,760	69,611,111	1,552,328	57,410,649
8	-	135,813,396	69,611,111	1,552,328	66,202,285
9	-	145,229,543	69,611,111	1,552,328	75,618,432
10	-	155,314,645	69,611,111	1,552,328	85,703,534
15	-	210,650,301	69,611,111	1,552,328	141,039,190
20	-	288,710,330	69,611,111	1,552,328	219,099,219
25	-	398,853,152	69,611,111	1,552,328	329,242,041
30	-	554,303,317	69,611,111	1,552,328	484,692,206

BUY/SELL FAMILY LIMITED PARTNERSHIP

STRATEGY # 3

Accomplishes Three Objectives:

1. Passes voting shares to Jeff and David from estate
2. Funds Buy/Sell agreement
3. Creates source of cash outside estate to pay estate taxes



BUY/SELL FAMILY LIMITED PARTNERSHIP

KEY BENEFITS AND DESIGN CONCEPTS

KEY BENEFITS

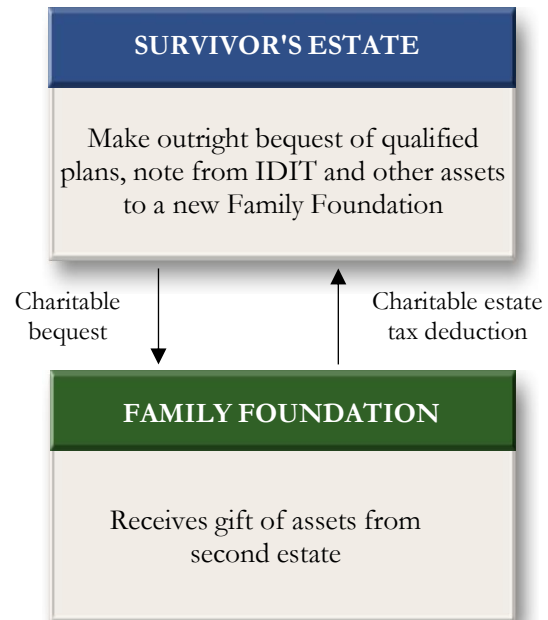
- ◆ Pass WISE, Inc. voting control to your children from your estate
- ◆ Create a source of liquidity to fund Buy/Sell Agreement
- ◆ Prevent large dividend distributions directly to Jeff and David during your lifetimes
- ◆ Use large dividend distributions to facilitate estate-tax free transfer of stock to Jeff and David
- ◆ Partnership provides important asset protection and future wealth transfer benefits

DESIGN CONCEPTS

- ◆ Jeff and David contributed their WISE Inc. stock to Family Limited Partnership (FLP) in exchange for LP interests.
- ◆ George and Carol enter into a buy/sell agreement with the FLP in which they agree to sell WISE Inc. voting stock to the FLP from the second estate.
- ◆ To fund the buy/sell agreement the FLP purchases a \$18.0 million survivorship policy insuring George and Carol. Corporate dividends provide the FLP with cash flow to make premium payments.
- ◆ The FLP uses insurance death benefit to purchase voting shares from the second estate. This also serves to provide the estate with liquidity to pay estate taxes.
- ◆ After the fulfillment of the buy/sell agreement at the 2nd estate, the FLP may dissolve and distribute the voting shares and any other assets equally to Jeff and David.

BEQUEST TO FAMILY FOUNDATION

STRATEGY # 4



BEQUEST TO FAMILY FOUNDATION

KEY BENEFITS AND DESIGN CONCEPTS

KEY BENEFITS

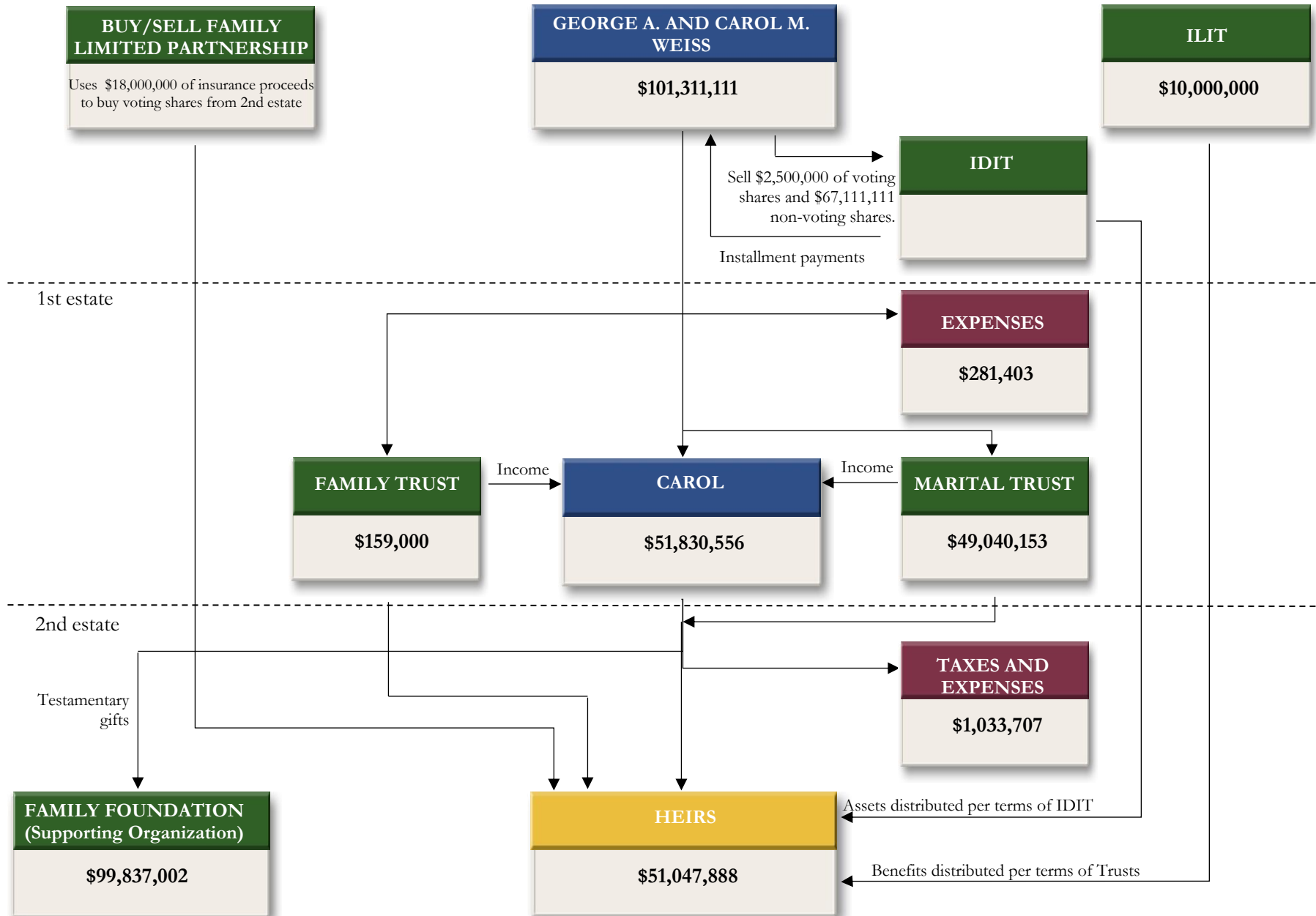
- ◆ Reduce estate taxes
- ◆ Make large charitable contributions
- ◆ Avoid IRD tax

DESIGN CONCEPTS

- ◆ You can avoid estate and IRD taxes by leaving your qualified plan, IDIT note receivable and other assets to a family foundation from your estate.
- ◆ You set up a new charitable foundation structured as a Supporting Organization. This type of family foundation permits passing the large IDIT note receivable to the foundation without triggering adverse self-dealing penalties.
- ◆ Your estate receives a charitable estate tax deduction for all assets passing to the family foundation.
- ◆ After your bequest to the family foundation, the IDIT would continue making note payments. This would provide the foundation with an ongoing source of income to make distributions to charitable causes.

PROPOSED PLAN DISTRIBUTION DIAGRAM

DEATH OCCURS IN 2012



GEORGE A. AND CAROL M. WEISS

REVISED STATEMENT OF NET WORTH

	GEORGE	CAROL	JOINT	TOTAL
CASH AND EQUIVALENTS				
Cash	\$ 500,000	\$ 500,000	\$ -	\$ 1,000,000
Total of Cash and Equivalents	500,000	500,000	-	1,000,000
MARKETABLE SECURITIES				
Charles Schwab	7,000,000	7,000,000	-	14,000,000
Total of Taxable Marketable Securities	7,000,000	7,000,000	-	14,000,000
OTHER INVESTMENTS				
WISE, Inc. Voting Stock	3,750,000	3,750,000	-	7,500,000
WISE, Inc. Non-Voting Stock	-	-	-	-
Note from Children's IDIT	34,805,556	34,805,556	-	69,611,111
Total of Other Investments	38,555,556	38,555,556	-	77,111,111
QUALIFIED RETIREMENT PLANS				
Profit sharing plan	1,000,000	-	-	1,000,000
401(k)	400,000	150,000	-	550,000
Total Qualified Retirement Plans	\$ 1,400,000	\$ 150,000	\$ -	\$ 1,550,000

GEORGE A. AND CAROL M. WEISS

REVISED STATEMENT OF NET WORTH

CONTINUED

	GEORGE	CAROL	JOINT	TOTAL
INVESTMENT REAL ESTATE				
423 Van Pelt Drive	\$ 1,100,000	\$ 1,100,000	\$ -	\$ 2,200,000
Land, NC	325,000	325,000	-	650,000
Total of Real Estate Holdings	1,425,000	1,425,000	-	2,850,000
PERSONAL RESIDENCES				
1234 Pierce St.	700,000	700,000	-	1,400,000
Lot	200,000	200,000	-	400,000
333 Mountain View, CO	1,100,000	1,100,000	-	2,200,000
Total of Personal Residences	2,000,000	2,000,000	-	4,000,000
PERSONAL PROPERTY				
Personal property	400,000	400,000	-	800,000
Total of Personal Property	400,000	400,000	-	800,000
TOTAL ASSETS	51,280,556	50,030,556	-	101,311,111
TOTAL LIABILITIES	-	-	-	-
NET WORTH	\$ 51,280,556	\$ 50,030,556	\$ -	\$ 101,311,111

DETAILED HYPOTHETICAL PROJECTIONS

The following hypothetical projections are included largely to help your other advisors evaluate the details and assumptions used to derive results contained in this analysis. The purpose of the projections is to consider a possible outcome of your current plan and to provide a baseline against which to compare our recommendations. These and other projections contained in this analysis are not intended to suggest that circumstances will actually turn out as illustrated. In fact, we are confident that they will not. Instead, the projections, based on assumptions common to the current and proposed plans, are intended to highlight the difference between the plans. This difference is the important thing, not the absolute values indicated in either plan.

The pages that follow may include: details of the current analysis, details of each individual strategy, and aggregate results of all the strategies with respect to asset values, cash flows, income taxes, estate taxes and gifts of various types.

In developing these projections, numerous simplifying assumptions have been made. For instance, average income tax rates have been used instead of referring to actual tax tables. This allows us to blend Federal and State taxes; and long-term and ordinary income tax rates in a way that does not place undue emphasis on details that are likely to change over the years.

Assets in both spouses' estates have been combined for projected growth calculations. The ratio of joint to separate property in the combined estate is assumed to remain constant.

Additionally, itemized deductions are estimated and increased at the assumed inflation rate, and rates of return are assumed to be net of administrative and money management fees. Also, the value of general partnership interests and managing member interests are assumed to be negligible for planning purposes. When a GRAT or a QPRT is part of the proposed planning, the actual benefits to heirs could actually be slightly higher than illustrated if death occurs during the terms of these trusts because the illustration does not credit back the use of the lifetime exemption attributed to the gift(s).

If, upon careful evaluation, the participants in the planning team determine that any of these simplifying assumptions are unreasonable, we can add additional layers of analysis as needed to generate the desired results.

ASSET VALUE AND INCOME PROJECTIONS

CURRENT PLAN

YEAR	Current	2012	2013	2014	2015	2016	2017	2018	2022
Asset Values									
Cash and cash equivalents	\$ 1,000,000	\$ 1,000,000	\$ 1,000,000	\$ 1,000,000	\$ 1,000,000	\$ 1,000,000	\$ 1,000,000	\$ 1,000,000	\$ 1,000,000
Marketable securities	14,000,000	14,901,010	16,239,452	17,638,457	19,101,111	20,630,666	22,230,342	23,903,930	30,262,805
Other investments	100,000,000	102,268,273	109,427,052	117,086,946	125,283,032	134,052,845	143,436,544	153,477,102	201,177,173
Qualified retirement plans	1,550,000	1,522,351	1,559,880	1,595,963	1,630,264	1,662,411	1,692,330	1,719,311	1,792,289
Investment real estate	2,850,000	2,887,297	3,002,789	3,122,901	3,247,817	3,377,730	3,512,839	3,653,352	4,273,906
Personal residences	4,000,000	4,039,388	4,160,570	4,285,387	4,413,949	4,546,367	4,682,758	4,823,241	5,428,600
Personal property	800,000	800,000	800,000	800,000	800,000	800,000	800,000	800,000	800,000
Total assets in estate	124,200,000	127,418,321	136,189,744	145,529,655	155,476,173	166,070,019	177,354,813	189,376,937	244,734,772
Less estimated liabilities	-	-	-	-	-	-	-	-	-
Combined net worth	\$ 124,200,000	\$ 127,418,321	\$ 136,189,744	\$ 145,529,655	\$ 155,476,173	\$ 166,070,019	\$ 177,354,813	\$ 189,376,937	\$ 244,734,772
Sources of Taxable Income									
Cash and cash equivalents		10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000
Marketable securities		280,000	298,020	324,789	352,769	382,022	412,613	444,607	588,114
Other investments		-	-	-	-	-	-	-	-
Qualified retirement plans		60,348	61,424	65,309	69,437	73,820	78,138	83,021	103,649
Investment real estate		-	-	-	-	-	-	-	-
George earned income		1,800,000	1,800,000	1,800,000	1,800,000	1,800,000	1,800,000	1,800,000	-
Carol earned income		-	-	-	-	-	-	-	-
Gross income		\$ 2,150,348	\$ 2,169,444	\$ 2,200,099	\$ 2,232,206	\$ 2,265,842	\$ 2,300,751	\$ 2,337,627	\$ 701,763

INCOME TAX AND CASH FLOW PROJECTIONS

CURRENT PLAN

YEAR	Current	2012	2013	2014	2015	2016	2017	2018	2022
Income Tax Estimation									
Adjusted gross income:									
Income from assets		\$ 350,348	\$ 369,444	\$ 400,099	\$ 432,206	\$ 465,842	\$ 500,751	\$ 537,627	\$ 701,763
Earned and other income		1,800,000	1,800,000	1,800,000	1,800,000	1,800,000	1,800,000	1,800,000	-
Adjusted gross income		2,150,348	2,169,444	2,200,099	2,232,206	2,265,842	2,300,751	2,337,627	701,763
Deductions									
Taxes		60,000	61,200	62,424	63,672	64,946	66,245	67,570	73,140
Interest		-	-	-	-	-	-	-	-
Charitable gifts		90,000	91,800	93,636	95,509	97,419	99,367	101,355	109,709
Total deductions		150,000	153,000	156,060	159,181	162,365	165,612	168,924	182,849
Reductions		-	(59,979)	(60,796)	(61,656)	(62,559)	(63,498)	(64,493)	(14,952)
Deductions allowed		150,000	93,021	95,264	97,525	99,806	102,114	104,431	167,897
Taxable income		2,000,348	2,076,423	2,104,835	2,134,681	2,166,036	2,198,637	2,233,196	533,866
Estim. Fed. and State Income Tax		\$ 700,122	\$ 726,748	\$ 736,692	\$ 747,138	\$ 758,112	\$ 769,523	\$ 781,619	\$ 186,853
Sources of Cash									
Income from assets		350,348	369,444	400,099	432,206	465,842	500,751	537,627	701,763
Earned and other income		1,800,000	1,800,000	1,800,000	1,800,000	1,800,000	1,800,000	1,800,000	-
Total sources of cash		2,150,348	2,169,444	2,200,099	2,232,206	2,265,842	2,300,751	2,337,627	701,763
Uses of Cash									
Living expenses		600,000	618,000	636,540	655,636	675,305	695,564	716,431	806,350
Income tax		700,122	726,748	736,692	747,138	758,112	769,523	781,619	186,853
Cash gifts to ILIT		65,000	65,000	65,000	65,000	65,000	65,000	65,000	65,000
Cash gifts to family		-	-	-	-	-	-	-	-
Cash gifts to charity		90,000	91,800	93,636	95,509	97,419	99,367	101,355	109,709
Total outlay		1,455,122	1,501,548	1,531,868	1,563,283	1,595,837	1,629,455	1,664,405	1,167,913
Surplus/ (Shortage)		\$ 695,226	\$ 667,896	\$ 668,230	\$ 668,923	\$ 670,005	\$ 671,296	\$ 673,223	\$ (466,150)
(+ or - to marketable securities)									

FIRST ESTATE TAX ESTIMATION AND DISTRIBUTION

CURRENT PLAN

YEAR	Current	2012	2013	2014	2015	2016	2017	2018	2022
Tax on First Estate									
Combined net worth	\$ 124,200,000	\$ 127,418,321	\$ 136,189,744	\$ 145,529,655	\$ 155,476,173	\$ 166,070,019	\$ 177,354,813	\$ 189,376,937	\$ 244,734,772
Estimated first estate	62,725,000	64,350,356	68,780,207	73,497,162	78,520,474	83,870,708	89,569,893	95,641,452	123,598,942
Total gross estate	62,725,000	64,350,356	68,780,207	73,497,162	78,520,474	83,870,708	89,569,893	95,641,452	123,598,942
First death expenses	(338,625)	(346,752)	(368,901)	(392,486)	(417,602)	(444,354)	(472,849)	(503,207)	(642,995)
Joint, personal and IRA to spouse	(1,800,000)	(1,775,027)	(1,808,924)	(1,841,515)	(1,872,496)	(1,901,533)	(1,928,556)	(1,952,926)	(2,018,842)
Marital trust	(55,466,375)	(57,108,577)	(65,602,382)	(70,263,162)	(75,230,376)	(80,524,822)	(86,168,487)	(92,185,319)	(119,937,106)
Taxable estate	5,120,000	5,120,000	1,000,000	1,000,000	1,000,000	1,000,000	1,000,000	1,000,000	1,000,000
Total Federal estate tax due*	-	-	-	-	-	-	-	-	-
Distribution of First Estate									
Expenses	338,625	346,752	368,901	392,486	417,602	444,354	472,849	503,207	642,995
Taxes	-	-	-	-	-	-	-	-	-
To family trust	5,120,000	5,120,000	1,000,000	1,000,000	1,000,000	1,000,000	1,000,000	1,000,000	1,000,000
Joint, personal and IRA to spouse	1,800,000	1,775,027	1,808,924	1,841,515	1,872,496	1,901,533	1,928,556	1,952,926	2,018,842
Marital trust	55,466,375	57,108,577	65,602,382	70,263,162	75,230,376	80,524,822	86,168,487	92,185,319	119,937,106
Total	\$ 62,725,000	\$ 64,350,356	\$ 68,780,207	\$ 73,497,162	\$ 78,520,474	\$ 83,870,708	\$ 89,569,893	\$ 95,641,452	\$ 123,598,942

* Estimated federal estate tax only. Additional state death tax may be due depending on state of residence.

SECOND ESTATE TAX ESTIMATION AND DISTRIBUTION

CURRENT PLAN

YEAR	Current	2012	2013	2014	2015	2016	2017	2018	2022
Tax on Second Estate									
Spouse's assets	\$ 61,475,000	\$ 63,067,965	\$ 67,409,537	\$ 72,032,492	\$ 76,955,698	\$ 82,199,311	\$ 87,784,921	\$ 93,735,485	\$ 121,135,830
Plus assets from first estate	57,266,375	58,883,604	67,411,306	72,104,677	77,102,872	82,426,354	88,097,043	94,138,245	121,955,947
Estimated second estate	118,741,375	121,951,569	134,820,843	144,137,169	154,058,570	164,625,665	175,881,964	187,873,729	243,091,778
Second estate expenses	(1,212,414)	(1,244,516)	(1,373,208)	(1,466,372)	(1,565,586)	(1,671,257)	(1,783,820)	(1,903,737)	(2,455,918)
Taxable estate	117,528,961	120,707,053	133,447,634	142,670,797	152,492,984	162,954,408	174,098,144	185,969,992	240,635,860
Plus lifetime taxable gifts	-	-	-	-	-	-	-	-	-
Tax base	117,528,961	120,707,053	133,447,634	142,670,797	152,492,984	162,954,408	174,098,144	185,969,992	240,635,860
Tentative tax	41,115,936	42,228,269	73,396,199	78,468,938	83,871,141	89,624,925	95,753,979	102,283,496	132,349,723
Less applicable credit amount	(1,772,800)	(1,772,800)	(345,800)	(345,800)	(345,800)	(345,800)	(345,800)	(345,800)	(345,800)
Less credit for gift tax paid	-	-	-	-	-	-	-	-	-
Total Federal estate tax due*	39,343,136	40,455,469	73,050,399	78,123,138	83,525,341	89,279,125	95,408,179	101,937,696	132,003,923
Distribution of Second Estate									
Expenses	1,212,414	1,244,516	1,373,208	1,466,372	1,565,586	1,671,257	1,783,820	1,903,737	2,455,918
Taxes	39,343,136	40,455,469	73,050,399	78,123,138	83,525,341	89,279,125	95,408,179	101,937,696	132,003,923
Qualified plan to heirs	1,550,000	1,522,351	1,559,880	1,595,963	1,630,264	1,662,411	1,692,330	1,719,311	1,792,289
Residual estate to heirs	76,635,825	78,729,234	58,837,355	62,951,696	67,337,379	72,012,873	76,997,635	82,312,985	106,839,648
Total	\$ 118,741,375	\$ 121,951,569	\$ 134,820,843	\$ 144,137,169	\$ 154,058,570	\$ 164,625,665	\$ 175,881,964	\$ 187,873,729	\$ 243,091,778

* Estimated federal estate tax only. Additional state death tax may be due depending on state of residence.

SUMMARY OF BENEFITS TO HEIRS

CURRENT PLAN

YEAR	Current	2012	2013	2014	2015	2016	2017	2018	2022
Benefits to Family									
Family trust	\$ 5,120,000	\$ 5,120,000	\$ 1,000,000	\$ 1,000,000	\$ 1,000,000	\$ 1,000,000	\$ 1,000,000	\$ 1,000,000	\$ 1,000,000
Residual estate	76,635,825	78,729,234	58,837,355	62,951,696	67,337,379	72,012,873	76,997,635	82,312,985	106,839,648
Qualified plan assets	1,550,000	1,522,351	1,559,880	1,595,963	1,630,264	1,662,411	1,692,330	1,719,311	1,792,289
Proceeds from ILIT	10,000,000	10,000,000	10,000,000	10,000,000	10,000,000	10,000,000	10,000,000	10,000,000	10,000,000
Total assets to heirs	\$ 93,305,825	\$ 95,371,585	\$ 71,397,235	\$ 75,547,659	\$ 79,967,643	\$ 84,675,284	\$ 89,689,965	\$ 95,032,296	\$ 119,631,937
Benefits to Charity									
Bequest to Family Foundation	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -

DETAILS OF GEORGE'S QUALIFIED PLAN

CURRENT PLAN

YEAR	Current	2012	2013	2014	2015	2016	2017	2018	2022
George's Qualified Plans									
George's age		72	73	74	75	76	77	78	82
Carol's age		71	72	73	74	75	76	77	81
Minimum distribution factor		25.6	24.7	23.8	22.9	22.0	21.2	20.3	17.1
Plan balance	\$ 1,400,000	\$ 1,374,847	\$ 1,408,550	\$ 1,440,923	\$ 1,471,661	\$ 1,500,425	\$ 1,527,178	\$ 1,551,214	\$ 1,615,610
Minimum distribution		54,688	55,662	59,183	62,922	66,894	70,775	75,230	93,868
Preferred distribution	-	-	-	-	-	-	-	-	-
Actual distribution		\$ 54,688	\$ 55,662	\$ 59,183	\$ 62,922	\$ 66,894	\$ 70,775	\$ 75,230	\$ 93,868

DETAILS OF CAROL'S QUALIFIED PLAN

CURRENT PLAN

YEAR	Current	2012	2013	2014	2015	2016	2017	2018	2022
Carol's Qualified Plans									
Carol's age		71	72	73	74	75	76	77	81
George's age		72	73	74	75	76	77	78	82
Minimum distribution factor		26.5	25.6	24.7	23.8	22.9	22.0	21.2	17.9
Plan balance	\$ 150,000	\$ 147,504	\$ 151,330	\$ 155,040	\$ 158,603	\$ 161,986	\$ 165,152	\$ 168,097	\$ 176,679
Minimum distribution		5,660	5,762	6,127	6,514	6,926	7,363	7,790	9,781
Preferred distribution	-	-	-	-	-	-	-	-	-
Actual distribution		\$ 5,660	\$ 5,762	\$ 6,127	\$ 6,514	\$ 6,926	\$ 7,363	\$ 7,790	\$ 9,781

ASSET VALUE AND INCOME PROJECTIONS

PROPOSED PLAN

YEAR	Current	2012	2013	2014	2015	2016	2017	2018	2022
Asset Values									
Cash and cash equivalents	\$ 1,000,000	\$ 1,000,000	\$ 1,000,000	\$ 1,000,000	\$ 1,000,000	\$ 1,000,000	\$ 1,000,000	\$ 1,000,000	\$ 1,000,000
Marketable securities	14,000,000	14,729,037	15,875,081	17,064,370	18,298,492	19,579,078	20,907,588	22,285,904	28,329,694
Other investments	-	-	-	-	-	-	-	-	-
WISE, Inc. Voting stock	7,500,000	7,609,220	8,080,965	8,585,733	9,125,834	9,703,742	10,322,103	10,983,750	14,019,063
WISE, Inc. Non-voting stock	-	-	-	-	-	-	-	-	-
Qualified retirement plans	1,550,000	1,522,351	1,559,880	1,595,963	1,630,264	1,662,411	1,692,330	1,719,311	1,792,289
Investment real estate	2,850,000	2,887,297	3,002,789	3,122,901	3,247,817	3,377,730	3,512,839	3,653,352	4,273,906
Personal residences	4,000,000	4,039,388	4,160,570	4,285,387	4,413,949	4,546,367	4,682,758	4,823,241	5,428,600
Personal property	800,000	800,000	800,000	800,000	800,000	800,000	800,000	800,000	800,000
Note from children's IDIT	69,611,111	69,611,111	69,611,111	69,611,111	69,611,111	69,611,111	69,611,111	69,611,111	69,611,111
Total assets in estate	101,311,111	102,198,405	104,090,397	106,065,465	108,127,467	110,280,439	112,528,730	114,876,670	125,254,662
Less estimated liabilities	-	-	-	-	-	-	-	-	-
Combined net worth	\$ 101,311,111	\$ 102,198,405	\$ 104,090,397	\$ 106,065,465	\$ 108,127,467	\$ 110,280,439	\$ 112,528,730	\$ 114,876,670	\$ 125,254,662
Sources of Taxable Income									
Cash and cash equivalents		10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000
Marketable securities		280,000	294,581	317,502	341,287	365,970	391,582	418,152	534,713
Other investments		-	-	-	-	-	-	-	-
WISE, Inc. dividends		168,900	168,900	168,900	168,900	168,900	168,900	168,900	168,900
Qualified retirement plans		60,348	61,424	65,309	69,437	73,820	78,138	83,021	103,649
Investment real estate		-	-	-	-	-	-	-	-
Taxable IDIT earnings		2,083,103	2,099,027	2,116,224	2,134,797	2,154,855	2,176,519	2,199,915	2,313,777
Earned income		-	-	-	-	-	-	-	-
Gross income		\$ 2,602,351	\$ 2,633,931	\$ 2,677,935	\$ 2,724,421	\$ 2,773,545	\$ 2,825,138	\$ 2,879,988	\$ 3,131,039

INCOME TAX AND CASH FLOW PROJECTIONS

PROPOSED PLAN

YEAR	Current	2012	2013	2014	2015	2016	2017	2018	2022
Income Tax Estimation									
Adjusted gross income:									
Income from assets		\$ 2,602,351	\$ 2,633,931	\$ 2,677,935	\$ 2,724,421	\$ 2,773,545	\$ 2,825,138	\$ 2,879,988	\$ 3,131,039
Earned and other income		-	-	-	-	-	-	-	-
Adjusted gross income		2,602,351	2,633,931	2,677,935	2,724,421	2,773,545	2,825,138	2,879,988	3,131,039
Deductions									
Taxes		60,000	61,200	62,424	63,672	64,946	66,245	67,570	73,140
Interest		-	-	-	-	-	-	-	-
Cash charitable gifts		90,000	91,800	93,636	95,509	97,419	99,367	101,355	109,709
Total deductions		150,000	153,000	156,060	159,181	162,365	165,612	168,924	182,849
Reductions		-	(73,913)	(75,132)	(76,423)	(77,790)	(79,230)	(80,764)	(87,831)
Deductions allowed		150,000	79,087	80,928	82,759	84,575	86,382	88,160	95,018
Taxable income		2,452,351	2,554,845	2,597,007	2,641,662	2,688,970	2,738,756	2,791,828	3,036,021
Estim. Fed. and State Income Tax		\$ 858,323	\$ 894,196	\$ 908,952	\$ 924,582	\$ 941,140	\$ 958,565	\$ 977,140	\$ 1,062,607
Sources of Cash									
Income from assets		519,248	534,905	561,711	589,624	618,690	648,620	680,073	817,263
Interest payment on IDIT note		1,552,328	1,552,328	1,552,328	1,552,328	1,552,328	1,552,328	1,552,328	1,552,328
Principal payment on IDIT note		-	-	-	-	-	-	-	-
Earned and other income		-	-	-	-	-	-	-	-
Total sources of cash		2,071,576	2,087,232	2,114,039	2,141,952	2,171,017	2,200,947	2,232,400	2,369,590
Uses of Cash									
Living expenses		600,000	618,000	636,540	655,636	675,305	695,564	716,431	806,350
Income tax		858,323	894,196	908,952	924,582	941,140	958,565	977,140	1,062,607
Cash gifts to ILIT		-	-	-	-	-	-	-	-
Cash gifts to charity		90,000	91,800	93,636	95,509	97,419	99,367	101,355	109,709
Total outlay		1,548,323	1,603,996	1,639,128	1,675,727	1,713,864	1,753,496	1,794,926	1,978,667
Surplus/(Shortage)		\$ 523,253	\$ 483,237	\$ 474,911	\$ 466,225	\$ 457,154	\$ 447,451	\$ 437,475	\$ 390,924
(+ or - to marketable securities)									

FIRST ESTATE TAX ESTIMATION AND DISTRIBUTION

PROPOSED PLAN

YEAR	Current	2012	2013	2014	2015	2016	2017	2018	2022
Tax on First Estate									
Combined net worth	\$ 101,311,111	\$ 102,198,405	\$ 104,090,397	\$ 106,065,465	\$ 108,127,467	\$ 110,280,439	\$ 112,528,730	\$ 114,876,670	\$ 125,254,662
Estimated first estate	51,280,556	51,729,677	52,687,344	53,687,063	54,730,784	55,820,552	56,958,568	58,147,023	63,400,042
Death benefit exceeding CV	-	-	-	-	-	-	-	-	-
Total gross estate	51,280,556	51,729,677	52,687,344	53,687,063	54,730,784	55,820,552	56,958,568	58,147,023	63,400,042
First death expenses	(281,403)	(283,648)	(288,437)	(293,435)	(298,654)	(304,103)	(309,793)	(315,735)	(342,000)
Retained in CRT	-	-	-	-	-	-	-	-	-
Joint, personal and IRA to spouse	(1,800,000)	(1,775,027)	(1,808,924)	(1,841,515)	(1,872,496)	(1,901,533)	(1,928,556)	(1,952,926)	(2,018,842)
Insurance passing to spouse	-	-	-	-	-	-	-	-	-
Marital trust	(49,040,153)	(49,512,002)	(50,589,983)	(51,552,113)	(52,559,634)	(53,614,917)	(54,720,219)	(55,878,361)	(61,039,200)
Taxable estate	159,000	159,000	-	-	-	-	-	-	-
Plus lifetime taxable gifts	4,961,001	4,961,001	4,961,001	4,961,001	4,961,001	4,961,001	4,961,001	4,961,001	4,961,001
Less anti-claw back adjustment	-	-	(4,000,000)	(4,000,000)	(4,000,000)	(4,000,000)	(4,000,000)	(4,000,000)	(4,000,000)
Tax base	5,120,000	5,120,000	961,001	961,001	961,001	961,001	961,001	961,001	961,001
Tentative estate tax	1,772,800	1,772,800	330,590	330,590	330,590	330,590	330,590	330,590	330,590
Less applicable credit amount	(1,772,800)	(1,772,800)	(345,800)	(345,800)	(345,800)	(345,800)	(345,800)	(345,800)	(345,800)
Less credit for gift tax paid	-	-	-	-	-	-	-	-	-
Total Federal estate tax due*	-	-	-	-	-	-	-	-	-
Distribution of First Estate									
Expenses	281,403	283,648	288,437	293,435	298,654	304,103	309,793	315,735	342,000
Taxes	-	-	-	-	-	-	-	-	-
To family trust	159,000	159,000	-	-	-	-	-	-	-
Joint, personal and IRA to spouse	1,800,000	1,775,027	1,808,924	1,841,515	1,872,496	1,901,533	1,928,556	1,952,926	2,018,842
Marital trust	49,040,153	49,512,002	50,589,983	51,552,113	52,559,634	53,614,917	54,720,219	55,878,361	61,039,200
Total	\$ 51,280,556	\$ 51,729,677	\$ 52,687,344	\$ 53,687,063	\$ 54,730,784	\$ 55,820,552	\$ 56,958,568	\$ 58,147,023	\$ 63,400,042

* Estimated federal estate tax only. Additional state death tax may be due depending on state of residence.

SECOND ESTATE TAX ESTIMATION AND DISTRIBUTION

PROPOSED PLAN

YEAR	Current	2012	2013	2014	2015	2016	2017	2018	2022
Tax on Second Estate									
Spouse's assets	\$ 50,030,556	\$ 50,468,729	\$ 51,403,053	\$ 52,378,402	\$ 53,396,682	\$ 54,459,887	\$ 55,570,162	\$ 56,729,648	\$ 61,854,621
Plus assets from first estate	50,840,153	51,287,029	52,398,907	53,393,627	54,432,130	55,516,450	56,648,775	57,831,287	63,058,042
Estimated second estate	100,870,709	101,755,758	103,801,960	105,772,030	107,828,813	109,976,337	112,218,937	114,560,935	124,912,662
Second estate expenses	(1,033,707)	(1,042,558)	(1,063,020)	(1,082,720)	(1,103,288)	(1,124,763)	(1,147,189)	(1,170,609)	(1,274,127)
Charitable gift of IRA	(1,550,000)	(1,522,351)	(1,559,880)	(1,595,963)	(1,630,264)	(1,662,411)	(1,692,330)	(1,719,311)	(1,792,289)
Charitable gift of other assets	(98,287,002)	(99,190,849)	(101,179,060)	(103,093,347)	(105,095,261)	(107,189,162)	(109,379,417)	(111,671,015)	(121,846,247)
Taxable estate	-	-	-	-	-	-	-	-	-
Plus lifetime taxable gifts	4,961,001	4,961,001	4,961,001	4,961,001	4,961,001	4,961,001	4,961,001	4,961,001	4,961,001
Less anti-claw back adjustment			(4,000,000)	(4,000,000)	(4,000,000)	(4,000,000)	(4,000,000)	(4,000,000)	(4,000,000)
Tax base	4,961,001	4,961,001	961,001	961,001	961,001	961,001	961,001	961,001	961,001
Tentative tax	1,717,150	1,717,150	330,590	330,590	330,590	330,590	330,590	330,590	330,590
Less applicable credit amount	(1,772,800)	(1,772,800)	(345,800)	(345,800)	(345,800)	(345,800)	(345,800)	(345,800)	(345,800)
Less spouse's unused credit	-	-	-	-	-	-	-	-	-
Less credit for gift tax paid	-	-	-	-	-	-	-	-	-
Total Federal estate tax due*	-	-	-	-	-	-	-	-	-
Distribution of Second Estate									
Expenses	1,033,707	1,042,558	1,063,020	1,082,720	1,103,288	1,124,763	1,147,189	1,170,609	1,274,127
Taxes	-	-	-	-	-	-	-	-	-
Charitable gift of IRA	1,550,000	1,522,351	1,559,880	1,595,963	1,630,264	1,662,411	1,692,330	1,719,311	1,792,289
Charitable gift of other assets	98,287,002	99,190,849	101,179,060	103,093,347	105,095,261	107,189,162	109,379,417	111,671,015	121,846,247
Total	\$ 100,870,709	\$ 101,755,758	\$ 103,801,960	\$ 105,772,030	\$ 107,828,813	\$ 109,976,337	\$ 112,218,937	\$ 114,560,935	\$ 124,912,662

* Estimated federal estate tax only. Additional state death tax may be due depending on state of residence.

SUMMARY OF BENEFITS TO HEIRS

PROPOSED PLAN

YEAR	Current	2012	2013	2014	2015	2016	2017	2018	2022
Benefits to Family									
Value of IDIT	13,888,889	15,635,650	21,460,983	27,699,823	34,381,571	41,537,729	49,202,039	57,410,649	95,302,802
Gross up of IDIT non-voting stock	9,000,000	9,131,064	9,697,158	10,302,879	10,951,000	11,644,490	12,386,524	13,180,501	16,822,875
Proceeds from ILIT	10,000,000	10,000,000	10,000,000	10,000,000	10,000,000	10,000,000	10,000,000	10,000,000	10,000,000
Buy/Sell FLP proceeds	18,000,000	18,000,000	18,000,000	18,000,000	18,000,000	18,000,000	18,000,000	18,000,000	18,000,000
Total assets to heirs	\$ 51,047,888	\$ 52,925,713	\$ 59,158,142	\$ 66,002,702	\$ 73,332,572	\$ 81,182,219	\$ 89,588,563	\$ 98,591,150	\$ 140,125,677

WISE, INC.

PROPOSED PLAN

YEAR	Current	2012	2013	2014	2015	2016	2017	2018	2022
Company value*	\$ 125,000,000	\$ 126,820,337	\$ 134,682,756	\$ 143,095,545	\$ 152,097,229	\$ 161,729,030	\$ 172,035,058	\$ 183,062,507	\$ 233,651,042
Voting stock value	12,500,000	12,682,034	13,468,276	14,309,554	15,209,723	16,172,903	17,203,506	18,306,251	23,365,104
Discounted value of Non-voting stock	101,250,000	102,724,473	109,093,033	115,907,391	123,198,755	131,000,514	139,348,397	148,280,631	189,257,344
Difference between gross value and discounted non-voting stock value	11,250,000	11,413,830	12,121,448	12,878,599	13,688,751	14,555,613	15,483,155	16,475,626	21,028,594
Dividends	\$ 2,815,004	\$ 2,815,004	\$ 2,815,004	\$ 2,815,004	\$ 2,815,004	\$ 2,815,004	\$ 2,815,004	\$ 2,815,004	\$ 2,815,004
Ownership- Voting Shares									
George and Carol	6.0%	6.0%	6.0%	6.0%	6.0%	6.0%	6.0%	6.0%	6.0%
Children (Buy-Sell FLP)	2.0%	2.0%	2.0%	2.0%	2.0%	2.0%	2.0%	2.0%	2.0%
IDIT	2.0%	2.0%	2.0%	2.0%	2.0%	2.0%	2.0%	2.0%	2.0%
Total	10.0%	10.0%	10.0%	10.0%	10.0%	10.0%	10.0%	10.0%	10.0%
Ownership- Non-Voting Shares									
George and Carol	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%
Children (Buy-Sell FLP)	18.0%	18.0%	18.0%	18.0%	18.0%	18.0%	18.0%	18.0%	18.0%
IDIT	72.0%	72.0%	72.0%	72.0%	72.0%	72.0%	72.0%	72.0%	72.0%
Total	90.0%	90.0%	90.0%	90.0%	90.0%	90.0%	90.0%	90.0%	90.0%
Ownership- Overall Total									
George and Carol	6.0%	6.0%	6.0%	6.0%	6.0%	6.0%	6.0%	6.0%	6.0%
Children (Buy-Sell FLP)	20.0%	20.0%	20.0%	20.0%	20.0%	20.0%	20.0%	20.0%	20.0%
IDIT	74.0%	74.0%	74.0%	74.0%	74.0%	74.0%	74.0%	74.0%	74.0%
Total	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%
Dividends									
George and Carol		168,900	168,900	168,900	168,900	168,900	168,900	168,900	168,900
Children (Buy-Sell FLP)		563,001	563,001	563,001	563,001	563,001	563,001	563,001	563,001
IDIT		2,083,103	2,083,103	2,083,103	2,083,103	2,083,103	2,083,103	2,083,103	2,083,103
Total		2,815,004	2,815,004	2,815,004	2,815,004	2,815,004	2,815,004	2,815,004	2,815,004

*In order to make an equivalent comparison with the "Current Plan" the growth in company value in the "Proposed Plan" has been reduced by the amount the "Proposed Plan" dividends exceed the "Current Plan" salary in every given year.

INTENTIONALLY DEFECTIVE TRUST DETAILS

PROPOSED PLAN

YEAR	Current	2012	2013	2014	2015	2016	2017	2018	2022
IDIT Balance Sheet									
WISE, Inc. voting stock	\$ 2,500,000	\$ 2,536,407	\$ 2,693,655	\$ 2,861,911	\$ 3,041,945	\$ 3,234,581	\$ 3,440,701	\$ 3,661,250	\$ 4,673,021
Wise, Inc. non voting stock	81,000,000	82,179,579	87,274,426	92,725,913	98,559,004	104,800,411	111,478,717	118,624,505	151,405,875
Reinvested excess cash flow		530,776	1,104,013	1,723,110	2,391,734	3,113,848	3,893,732	4,736,006	8,835,017
Note payable to George and Carol	(69,611,111)	(69,611,111)	(69,611,111)	(69,611,111)	(69,611,111)	(69,611,111)	(69,611,111)	(69,611,111)	(69,611,111)
Net equity	\$ 13,888,889	\$ 15,635,650	\$ 21,460,983	\$ 27,699,823	\$ 34,381,571	\$ 41,537,729	\$ 49,202,039	\$ 57,410,649	\$ 95,302,802
IDIT Income Tax Estimation									
WISE, Inc. dividends		2,083,103	2,083,103	2,083,103	2,083,103	2,083,103	2,083,103	2,083,103	2,083,103
Earnings from reinvestment account			15,923	33,120	51,693	71,752	93,415	116,812	230,673
Total earnings		2,083,103	2,099,027	2,116,224	2,134,797	2,154,855	2,176,519	2,199,915	2,313,777
IDIT Cash Flow									
Cash flow from dividends		2,083,103	2,083,103	2,083,103	2,083,103	2,083,103	2,083,103	2,083,103	2,083,103
Cash flow from reinvestment acct.		-	15,923	33,120	51,693	71,752	93,415	116,812	230,673
Interest payment to Weiss's		(1,552,328)	(1,552,328)	(1,552,328)	(1,552,328)	(1,552,328)	(1,552,328)	(1,552,328)	(1,552,328)
Principal payment to Weiss's		-	-	-	-	-	-	-	-
Taxes due if grantor status revoked		-	-	-	-	-	-	-	-
Cash flow to reinvest		530,776	546,699	563,896	582,469	602,528	624,191	647,587	761,449
IDIT Note									
Outstanding note balance	69,611,111	69,611,111	69,611,111	69,611,111	69,611,111	69,611,111	69,611,111	69,611,111	69,611,111
Interest payment		1,552,328	1,552,328	1,552,328	1,552,328	1,552,328	1,552,328	1,552,328	1,552,328
Principal payment		-	-	-	-	-	-	-	-

ILIT

PROPOSED PLAN

YEAR	Current	2012	2013	2014	2015	2016	2017	2018	2022
Cash gift	\$ 65,000	\$ 65,000	\$ 65,000	\$ 65,000	\$ 65,000	\$ 65,000	\$ 65,000	\$ 65,000	\$ 65,000
Total outlay	65,000	65,000	65,000	65,000	65,000	65,000	65,000	65,000	65,000
Death benefit	10,000,000	10,000,000	10,000,000	10,000,000	10,000,000	10,000,000	10,000,000	10,000,000	10,000,000
Total potential death benefit	\$ 10,000,000	\$ 10,000,000	\$ 10,000,000	\$ 10,000,000	\$ 10,000,000	\$ 10,000,000	\$ 10,000,000	\$ 10,000,000	\$ 10,000,000

BENEFITS TO WEISS FOUNDATION

PROPOSED PLAN

YEAR	Current	2012	2013	2014	2015	2016	2017	2018	2022
Charitable gift of IRA	1,550,000	1,522,351	1,559,880	1,595,963	1,630,264	1,662,411	1,692,330	1,719,311	1,792,289
Charitable gift of other assets	98,287,002	99,190,849	101,179,060	103,093,347	105,095,261	107,189,162	109,379,417	111,671,015	121,846,247
Total benefits to foundation	\$ 99,837,002	\$ 100,713,200	\$ 102,738,940	\$ 104,689,309	\$ 106,725,525	\$ 108,851,573	\$ 111,071,748	\$ 113,390,326	\$ 123,638,536

DETAILS OF GEORGE'S QUALIFIED PLAN

PROPOSED PLAN

YEAR	Current	2012	2013	2014	2015	2016	2017	2018	2022
George's Qualified Plans									
George's age		72	73	74	75	76	77	78	82
Carol's age		71	72	73	74	75	76	77	81
Minimum distribution factor		25.6	24.7	23.8	22.9	22.0	21.2	20.3	17.1
Securities in plans	\$ 1,400,000	\$ 1,374,847	\$ 1,408,550	\$ 1,440,923	\$ 1,471,661	\$ 1,500,425	\$ 1,527,178	\$ 1,551,214	\$ 1,615,610
Plan balance during life	1,400,000	1,374,847	1,408,550	1,440,923	1,471,661	1,500,425	1,527,178	1,551,214	1,615,610
Plan balance at death of survivor	1,400,000	1,374,847	1,408,550	1,440,923	1,471,661	1,500,425	1,527,178	1,551,214	1,615,610
Minimum distribution		54,688	55,662	59,183	62,922	66,894	70,775	75,230	93,868
Preferred distribution	-	-	-	-	-	-	-	-	-
Actual distribution		\$ 54,688	\$ 55,662	\$ 59,183	\$ 62,922	\$ 66,894	\$ 70,775	\$ 75,230	\$ 93,868

DETAILS OF CAROL'S QUALIFIED PLAN

PROPOSED PLAN

YEAR	Current	2012	2013	2014	2015	2016	2017	2018	2022
Carol's Qualified Plans									
Carol's age		71	72	73	74	75	76	77	81
George's age		72	73	74	75	76	77	78	82
Minimum distribution factor		26.5	25.6	24.7	23.8	22.9	22.0	21.2	17.9
Securities in plans	\$ 150,000	\$ 147,504	\$ 151,330	\$ 155,040	\$ 158,603	\$ 161,986	\$ 165,152	\$ 168,097	\$ 176,679
Plan balance during life	150,000	147,504	151,330	155,040	158,603	161,986	165,152	168,097	176,679
Plan balance at death of survivor	150,000	147,504	151,330	155,040	158,603	161,986	165,152	168,097	176,679
Minimum distribution		5,660	5,762	6,127	6,514	6,926	7,363	7,790	9,781
Preferred distribution	-	-	-	-	-	-	-	-	-
Actual distribution		\$ 5,660	\$ 5,762	\$ 6,127	\$ 6,514	\$ 6,926	\$ 7,363	\$ 7,790	\$ 9,781

DETAILS OF PROPOSED STRATEGIES

FACTORS AND ASSUMPTIONS

	GEORGE	CAROL	JOINT	CONTRIBUTIONS & FACTORS	CALCULATED VALUES
STRATEGY 1					
RECAPITALIZE WISE, INC. INTO VOTING AND NON-VOTING SHARES					
WISE, Inc., value				125,000,000	
Voting stock				10%	12,500,000
Non-voting stock (pre-adjustment)				90%	112,500,000
Adjustment/ Fair market value of non-voting stock				10%	101,250,000
Ownership after Recapit					
	Voting		Non-voting		
	%	Value	%	Value	
George and Carol	8%	10,000,000	72%	81,000,000	
Children	2%	2,500,000	18%	20,250,000	
		12,500,000		101,250,000	

DETAILS OF PROPOSED STRATEGIES

FACTORS AND ASSUMPTIONS

	GEORGE	CAROL	JOINT	CONTRIBUTIONS & FACTORS	CALCULATED VALUES
STRATEGY 2					
INSTALLMENT SALE TO IDIT					
Sell LP interests to IDIT					
Non-voting interests gift to IDIT			12%	10,000,000	
Voting interests sold to IDIT			2%	2,500,000	
Non-voting interests sold to IDIT			60%	67,111,111	
Total sale to IDIT					69,611,111
Interest rate				2.23%	
Annual interest payment					1,552,328
Term of note				30	
Reinvestment account yield				3%	
Reinvestment account growth rate				5%	
Ownership after Sale	Voting		Non-voting		
	%	Value	%	Value	
George and Carol	6%	7,500,000	0%	-	
Jeff and David	2%	2,500,000	18%	20,250,000	
IDIT	2%	2,500,000	72%	81,000,000	
Total	10%	12,500,000	90%	101,250,000	
ASSUMED CHANGES TO DIVIDENDS					
WISE Annual Dividend				2,815,004	
STRATEGY 3					
BUY/SELL FAMILY LIMITED PARTNERSHIP					
Face amount				18,000,000	
Annual premium				275,000	

DETAILS OF PROPOSED STRATEGIES

FACTORS AND ASSUMPTIONS

	GEORGE	CAROL	JOINT	CONTRIBUTIONS & FACTORS	CALCULATED VALUES
<i>FROM THE SECOND ESTATE</i>					
STRATEGY 4					
TESTAMENTARY GIFTS				Totals	
Gift of Qualified Plans	1,400,000	150,000	-	1,550,000	
Gift of other assets				98,287,002	
Total gifts to charity					99,837,002

GENERAL ASSUMPTIONS

Tax Rate Assumptions		
Average income tax rate (blended federal and state)	35%	
Capital gains tax rate	20%	
Tax rate on Income in Respect of Decedent	40%	
Estate tax rate	From Tables	
AFR Rates		
Highest current 7520 rate	1.2%	Jul-12
Lowest current 7520 rate	1.0%	Sep-12
Salary and Other Earned Income Assumptions		
Annual increase in client earned income	0%	
Number of years client income expected to continue	10	
Annual increase in spouse earned income	0%	
Number of years spouse income expected to continue	10	
Lifestyle Need Assumptions		
Net annual outlay for lifestyle needs	\$ 600,000	
Annual increase in lifestyle needs	3%	
Balance Sheet Categories of Assets Returns		
	Yield	Growth
Cash and Equivalents	1.0%	0.0%
Taxable Marketable Securities	2.0%	4.5%
Other Investments	0.0%	7.0%
Qualified Retirement Plans	6.5%	0.0%
Investment Real Estate	0.0%	4.0%
Personal Residences	0.0%	3.0%
Personal property	0.0%	0.0%
Timing of Death		
-This illustration assumes that the death of both spouses occurs in the same year, with the 2nd death occurring immediately following the 1st		
Settlement and Administrative Expenses		
Fixed estate settlement costs	\$ 25,000	
Variable estate settlement costs, 1st death	0.5% (of assets)	
Variable estate settlement costs, 2nd death	1.0% (of assets)	