**WILL OF**

I, \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, of \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, Virginia, declare this to be my Will,

and revoke all prior Wills and Codicils made by me.

**I. FAMILY MEMBERS**

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ is my spouse. I have \_\_\_\_\_ children, \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_. References to my children in this document are to them and no others unless I have a child after the signing of this will, in which event that child will be included within this definition. References to my descendants are to my children and their descendants. My spouse has \_\_\_\_\_\_ children from a prior marriage, \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_.

**II. GIFTS OF CASH AND TANGIBLE PERSONAL PROPERTY**

A. I give \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ DOLLARS ($\_\_\_\_\_\_\_\_) to \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, per stirpes. If no such person be alive on the date of my death then I give this same amount to \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_.

B. If I have left a written list of tangible personal property to be distributed at my death, and that property is not otherwise specifically bequeathed in this Will, a subsequent Will or a codicil, that written list shall be given effect to the extent it describes tangible personal property and intended recipients with reasonable certainty and is signed by me, even though it does not satisfy the requirements for a Will or codicil.

C. I give the rest of my furniture, furnishings, personal effects, automobiles and other tangible personal property to my spouse.

D. If my spouse does not survive me, I give said property (in kind, or if my Executor determines that in kind distribution is not appropriate for some portion of said property, then after sale), in as nearly equal portions as may be deemed practicable by my Executor, to those of my children who survive me.

E. My Executor shall have discretion to deliver to a relative, friend or guardian of a minor child some portion or all of said property left to that child, to be held for the use and benefit of the child and later distribution. A written receipt given by such relative, friend or guardian shall be a full discharge of my Executor.

F. Divisions in kind and valuations for that purpose shall be in the discretion of my Executor, whose decisions shall be final. Expenses of distribution (including storing, handling, packing, insuring and shipping) shall be paid as a cost of administration.

**III. SPECIFIC DOLLAR AMOUNT GIFT TO CHARITY**

If as a result of my death CHARITY does not receive TEN THOUSAND DOLLARS ($10,000) from my IRA, I give the CHARITY as much as is needed from my estate to make the total received by the CHARITY equal TEN THOUSAND DOLLARS ($10,000).

**IV. RESIDUARY GIFT**

I give the residue of my estate, including property over which I have a general power of appointment, as follows:

A. To my spouse.

B. If my spouse does not survive me, per stirpes, to my descendants who survive me.

C. If my spouse does not survive me and I have no descendants who survive me, one-half (1/2), per stirpes, to my siblings who survive me, and one-half (1/2), per stirpes, to the siblings of my spouse who survive me.

**V. EXECUTOR**

I nominate my spouse as Executor. If he/she fails to qualify or complete the administration of my estate, I nominate \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_as Executor.

**VI. GUARDIAN**

If my spouse does not survive me, I nominate \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_as Guardian of the person of any child of mine who is a minor at the time of my death. If that person fails to qualify or complete the guardianship, I nominate \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_as Guardian.

**VII. ADDITIONAL FIDUCIARIES**

If the appointment of an additional fiduciary is necessary or desirable in any jurisdiction, I appoint as my fiduciary (or co-fiduciary) in that jurisdiction such person or entity as may be designated by my Executor, to have all the power and discretion in that jurisdiction as my fiduciaries are given generally by this Will. I authorize my Executor to waive bond and/or other security for such fiduciary and to remove and replace such fiduciary, if deemed appropriate in the discretion of the Executor.

**VIII. WAIVER OF BOND**

Fiduciaries will not be required to give bond or other security.

 **IX. FIDUCIARY POWERS**

Fiduciaries (except as otherwise expressly stated in this document) have the powers and discretion granted by this document, by law, and by Va. Code §§64.2-105 and 64.2-777 as in force at the time the action is taken, exercisable in a fiduciary capacity, including the following:

A. To buy and sell real estate and all other types of property.

B. To borrow money and encumber assets to secure such borrowing.

C. To pay part or all joint income taxes due on returns filed with my spouse.

D. To make distributions in cash or in kind or partly in each, make distributions of undivided interests in assets and make non pro rata distributions of assets.

E. To allocate assets with different characters and/or different income tax bases to different beneficiaries, and to make tax elections without regard to the relative interests of beneficiaries even if the result may be an advantage or disadvantage to one or more beneficiaries; provided however, this authority may not be used to enlarge or shift any beneficial interest except

 as an incidental consequence of the discharge of fiduciary duties. Allocations and elections made in good faith shall not require equitable adjustments.

F. To purchase and/or retain assets without regard to the “prudent investor” rule, or to a requirement to hold productive assets or to diversify investments.

**X. MISCELLANEOUS**

A. I direct my Executor to pay my legally enforceable debts, written charitable pledges and the expenses of a funeral and/or memorial service, and the disposition of my remains. Notwithstanding the foregoing, my Executor is not required to pay off secured debts. The recipient of property will take the property subject to the secured debt, with no right to require my estate or another beneficiary to discharge the debt. My Executor shall not seek contribution from my spouse for the payment of a joint debt.

B. Transfer, estate, inheritance, succession and other death taxes payable by reason of my death (not including generation-skipping transfer tax on a direct skip, which will be charged against the distribution to the beneficiary or trust that causes that tax to be payable) shall be charged against the general assets of my estate.

C. “Descendants” means children, grandchildren, great-grandchildren, etc., and includes persons adopted prior to reaching age twenty-one (21) if they were born in a year after the birth of my oldest descendant living at my death. “Descendants” does not include children born out of wedlock unless the parent voluntarily provides parental care and/or support for the child or recognizes the child for inheritance purposes in writing.

D. A gift to descendants “per stirpes” means the gift is divided equally among the members of the first generation of descendants in which at least one descendant is living at the specified time, with each living member taking one share and any deceased member’s child (or children in equal shares) taking the share to which the deceased member would have been entitled, and likewise down the generations. No share shall be allocated for a deceased child leaving no descendant surviving at the specified time.

E. Unless waived, an individual serving as my Executor shall be entitled to reasonable compensation, based on the duties and responsibilities assumed and the time and effort expended. A fee that does not exceed the published fee schedule of a bank or trust institution licensed to do business in Virginia shall be conclusively deemed reasonable. An individual may be paid fees that exceed such published fees if he or she demonstrates to the Commissioner of Accounts that the fee sought is reasonable. An individual shall also be entitled to reimbursement for accounting, tax preparation, legal and investment management fees as expenses, which shall not be considered a part of the fees paid to the fiduciary.

F. A corporate Executor shall receive compensation in accordance with its published fee schedule in effect when the services are rendered. If both an individual and a corporate fiduciary serve, the corporate fiduciary will be entitled to receive compensation in accordance with its published fee schedule in effect when the services are rendered and the individual will be entitled to ONE HALF (1/2) of the fee for an individual set forth in this Article.

G. In the event that my spouse and I die under circumstances where there is no sufficient evidence that we have died otherwise than simultaneously, it shall be conclusively presumed in determining the distribution of property, and whether or not distribution is controlled by the terms of this document, that my spouse survived me. Except for my spouse, a person who is not established by clear and convincing evidence to have survived an event by 120 hours shall be deemed to have predeceased the event.

H. If a charity designated as a beneficiary has been misnamed, my Executor shall have authority to determine the intended charity. If a condition of a gift cannot be carried out by the charity, my Executor may modify or remove the condition in order to permit the gift to be made. If a named charity is no longer in existence at my death, my Executor is directed to select an alternate charitable beneficiary with a similar mission to receive the gift. My Executor has absolute discretion to make these decisions.

**XI. IN TERROREM**

If a person who would receive a benefit as a result of my death (outright or as the beneficiary of a trust) directly or indirectly contests the validity of any provision of this Will, that person and all of that person’s descendants will be treated as having predeceased me and will forfeit all benefits that otherwise would have passed to that person as a result of my death, whether by reason of this Will, that Trust, a beneficiary designation or otherwise. This provision will not apply to a suit for construction or for aid and direction.

IN WITNESS WHEREOF, I have hereunto set my hand and seal to this, my Will, on this the \_\_\_\_\_\_ day of \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_.

 \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_(SEAL)

Signed, sealed, published and declared by the above mentioned Testator, as and for \_\_\_\_ Will, in the presence of us, who at \_\_\_ request, in \_\_\_ presence, and in the presence of each other, have hereunto subscribed our names as attesting witnesses:

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

 \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

 \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Commonwealth of Virginia:

County of Fairfax:

Before me, the undersigned authority, on this day personally appeared \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ and \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, known to me to be the testator and the witnesses, respectively, whose names are signed to the attached or foregoing instrument and, all of these persons being by me first duly sworn \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, the testator, declared to me and to the witnesses in my presence that said instrument is \_\_\_\_ last will and testament and that \_\_\_\_ had willingly signed or directed another to sign the same for him, and executed it in the presence of said witnesses as \_\_\_\_ free and voluntary act for the purposes therein expressed; that said witnesses stated before me that the foregoing will was executed and acknowledged by the testator as \_\_\_\_ last will and testament in the presence of said witnesses who, in \_\_\_\_ presence and at \_\_\_\_ request, and in the presence of each other, did subscribe their names thereto as attesting witnesses on the day of the date of said will, and that the testator, at the time of the execution of said will, was over the age of eighteen years and of sound and disposing mind and memory.

 \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

 \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

 Witness

 \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

 Witness

 Sworn and acknowledged before me by \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, the testator, and \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ and \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, witnesses, this \_\_\_\_\_\_\_\_ day of \_\_\_\_\_\_\_\_\_\_\_ A.D., \_\_\_\_\_\_\_\_\_.

 \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

 Notary Public

 My Commission Expires: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_