

LAST WILL AND TESTAMENT

OF

WHITNEY E. HOUSTON

I, WHITNEY E. HOUSTON, residing in the State of New Jersey, declare this to be my Last Will and Testament and revoke all my prior wills and codicils.

FIRST I direct that my funeral and cemetery expenses, the expenses of my last illness, all expenses of administration of my estate and all my debts (except mortgage indebtedness and indebtedness secured by any life insurance policy or otherwise secured) that are just and not barred by time be paid by my Executors from my residuary estate.

SECOND A) I give my entire interest in all my household furniture and furnishings and other articles of household use or ornament located at any real estate used by me on a full or part-time basis for my residential purposes, together with all my clothing, personal effects, jewelry, and automobiles, and all insurance policies thereon, if any (hereinafter referred to as my "tangible personal property"), to any children of mine who survive me, in such portions as my Executors, in their sole discretion may deem advisable, or sell the same, or any balance thereof, and add the proceeds to my residuary estate.

B) If no child of mine survives me:

1) I give all jewelry I own at my death to my mother, EMILY CISSY HOUSTON, if she survives me; and

2) I give the rest of my tangible personal property (or all of my tangible personal property if my mother does not survive me) to those of my mother, EMILY CISSY HOUSTON, my father, JOHN R. HOUSTON, my husband, ROBERT B. BROWN, my brother, MICHAEL HOUSTON, and my brother, GARY HOUSTON, as survive me, to be amicably divided among them as they might agree, in shares as nearly equal as possible.

If my mother, my father, my husband and my said brothers cannot agree on the distribution of any property which would otherwise be distributed to them under this Article SECOND, I direct that such property be sold and the proceeds be added to my residuary estate.

THIRD The balance of my estate, whether real or personal and wherever situate (referred to as my "residuary estate") shall be disposed of as follows:

A) If any issue of mine survive me, my residuary estate shall be paid to my issue living at my death, per stirpes; provided that any part of my residuary estate passing to a child or more remote descendant of mine who is younger than thirty (30) years of age at my death shall not be paid to him or her outright, but rather I give the same to my Trustees to hold in a separate trust for his or her benefit pursuant to Article FOURTH.

B) If I leave no issue at my death, my residuary estate shall be paid, in equal shares, to those of my mother, EMILY CISSY HOUSTON, my father, JOHN R. HOUSTON, my husband, ROBERT B. BROWN, my brother, MICHAEL HOUSTON, and my brother, GARY HOUSTON, who survive me; provided, however, that as to each of my said brothers (regardless of his age), his share of my residuary estate shall not be paid to him outright, but rather the same shall be paid to my Trustees to hold in a separate trust for the benefit of such brother pursuant to Article FIFTH.

FOURTH The following are the terms of the separate trusts for the respective benefit of any child or more remote descendant of mine who is younger than thirty (30) years of age, each of whom is hereinafter referred to as the "Beneficiary" of his or her separate trust:

A) My Trustees may, at any time or from time to time, pay to the Beneficiary, or apply for his or her benefit, upon such occasions as my Trustees in their sole discretion shall deem advisable, so much or all (or none) of the entire net income and so much or all (or none) of the

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 3rd day of February, in the year One Thousand Nine Hundred and Ninety-Three.

Whitney E. Houston (L.S.)

SUBSCRIBED, PUBLISHED and DECLARED by the above-named Testatrix, WHITNEY E. HOUSTON, as and for her Last Will and Testament in the presence of us, who, at her request, in her presence and in the presence of each other, have hereunto subscribed our names as witnesses, this 3rd day of February in the year One Thousand Nine Hundred and Ninety-Three.

Robert J. Kuyala residing 1075 Old Bergen Blv Fort Lee, N.J. 07024

Ann Hill residing 6 EAST LANE  
MORISON N.J. 07940

John Hill residing 20 CED DRIVE  
BARCLAY, N.Y. 10954