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Illinois State Bar Association High School Mock Trial Case

Estate of Heeney-Potter

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**Illinois State Bar Association
High School Mock Trial Case Draft**

IN THE CIRCUIT COURT OF LINCOLN COUNTY, ILLINOIS
PROBATE DIVISION

IN THE MATTER OF THE ESTATE OF)	
<u>ESTELLE HEENEY-POTTER, DECEASED.</u>)	
)	
ALEXI HEENEY-POTTER; and)	
ADDISON HEENEY-POTTER,)	
)	
(Plaintiffs))	
)	PETITIONERS,
)	
)	vs.
)	
RILEY RENDLOW; and)	
DeSOTO FIELDING, AS)	
EXECUTOR OF THE ESTATE OF)	
ESTELLE HEENEY-POTTER,)	
)	
(Defendants))	
)	RESPONDENTS.

SUPPLEMENTAL PROCEEDING

Case No. 20 ISBA 424

Statement of the Case – Estate Law & Animal Law

Estelle Heeney-Potter, a wealthy widow with two estranged adult children, Addison and Alexi Heeney-Potter, died leaving a Will that is vigorously contested by Addison and Alexi.

The estate, estimated at over \$20 million, leaves \$10 million to establish a trust to care for the pets. The \$10 million trust includes provisions to pay an annual salary of \$100,000 to Riley Rendlow, who is to remain in the family home to care for the pets. The trust also will pay for the upkeep of the mansion, land, out-buildings, automobiles, as well as ensure financial provisions for veterinary visits to the property on a quarterly basis to check on the animals, provisions for pet food and other necessities for their care. These pet care expenses are to be drawn from the trust and not from Riley Rendlow’s salary, which is also stated in the Will.

Plaintiff - Addison Heeney-Potter
Plaintiff Witness - Winn Robinson - Former Nanny to the Heeney-Potter children
Plaintiff Witness - Dr. Ellis McKay, Psychologist

Defense Witness - Riley Rendlow
Defense Witness - Dr. DeSoto Fielding, Estelle Heeney-Potter’s physician
Defense Witness - Everly Noble, veterinarian

Dogs: Homer and Bessie, mixed breed dogs from the Animal Cafe Shelter
Cats: Berteau (“Bertie”), Warwick and Byron, cats from the Animal Cafe Shelter
Parakeet: Budgie

Stipulations:

1. All of Estelle Heeney-Potters pets have been spayed/neutered.
2. The letter from Estelle Heeney-Potter is authentic.
3. Estelle Heeney-Potter's death was accidental.
4. The Wills were appropriately signed, witnessed and notarized.
5. Petition filed by Alexi and Addison was factually sufficient to withstand a motion to dismiss, and has been answered by the defendant by denying all allegations.
6. Estelle died Friday, September 28, 2007.
7. Estelle's Will was admitted to Probate Monday, October 15, 2007.

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IN THE MATTER OF THE ESTATE OF)
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ADDISON HEENEY-POTTER,)
(Plaintiffs) PETITIONERS,)

vs.)

RILEY RENDLOW; and)
DeSOTO FIELDING, AS)
EXECUTOR OF THE ESTATE OF)
ESTELLE HEENEY-POTTER,)
(Defendants) RESPONDENTS.)

SUPPLEMENTAL
PROCEEDING

Case No. 20 ISBA 424

PETITION

NOW COMES the Petitioners, Alexi Heeney-Potter and Addison Heeney-Potter to petition this court to set aside the purported Last Will and Testament dated July 5, 2007 of Estelle Heeney-Potter, deceased, and for additional relief. In support of this Petition, Petitioners state as follows:

1. This is a petition to set aside the purported Last Will and Testament (the "Will") of Estelle Heeney-Potter and involves her two surviving children.
2. Petitioners are the surviving children and heirs at law of Estelle Heeney-Potter (the "Decedent").
3. Petitioners bring this action for the entry of an order declaring the purported July 5, 2007 Will invalid and setting it aside.

4. This Court has jurisdiction of this matter. This matter is related to the Estate of Estelle Heeney-Potter and the administration thereof which is pending before this Court. Therefore, venue is proper within Lincoln County, Illinois.

5. The Will was admitted to probate, and Letters of Office were issued to DeSoto Fielding as executor.

6. The Will provides for a Five Million Dollar (\$5,000,000) bequest to each of the Decedent's children with the balance to a trust to be created for the care of the Decedent's pets until they should die their natural deaths and for the maintenance of the Heeney-Potter estate until the natural deaths occur. The Will further provides for an annual salary to be paid to Respondent Riley Rendlow and allows Riley Rendlow to live in the residence during the pets' lifetimes.

7. Upon information and belief, the Decedent lacked testamentary capacity at the time she executed the Will dated July 5, 2007. Without such capacity the Will is invalid.

8. Respondent, Riley Rendlow, unduly influenced the Decedent in the creation of the July 5, 2007 Will. In such Will the Decedent created a trust of which Riley Rendlow would be trustee, having unfettered control of the significant sums to be bequeathed to the trust and sole discretion as to how the sums are expended. In addition, the trust provides that a significant annual salary, housing and health insurance be provided to Riley Rendlow.

9. The trust to be created by the terms of the Decedent's Will is a trust for domestic or pet animals pursuant to 760 ILCS 5/15.2.

10. The amount to be bequeathed to the trust is excessive for its intents and purposes.

11. Respondent, Riley Rendlow, is using trust funds for purposes outside the scope of the trust provisions.

WHEREFORE, Petitioners, Alexi Heeney-Potter and Addison Heeney-Potter, respectfully request that this Court enter judgment as follows:

A. The purported Last Will and Testament dated July 5, 2007 be set aside, held for naught and declared not to be the valid Will and testament of Decedent; and

B. The estate of Decedent be equally distributed to Petitioners as the only heirs at law in accordance with Illinois laws of intestacy.

C. The Court enter judgment in favor of Petitioners for expenses and costs incurred on behalf of the Estate of Estelle Heeney-Potter in the preparation and conduct of these proceedings; and

D. The Petitioners receive such damages and additional relief which this Court deems equitable and proper.

Alternatively, Petitioners respectfully request that this Court enter judgment as follows:

E. The amount to be bequeathed to the trust created for pets pursuant to the terms of the Will be reduced significantly in accordance with the proofs;

F. The trust property be transferred to Petitioners as trustee;

G. Respondent, Riley Rendlow to file an accounting of the funds received and expended by Riley Rendlow since the date of the Decedent's death;

H. The Petitioners receive such damages and additional relief which this Court deems equitable and proper.

Respectfully submitted,

ALEXI HEENEY-POTTER and
ADDISON HEENEY-POTTER

By _____

One of their Attorneys

Statute

760 ILCS 5/15.2

(760 ILCS 5/15.2)

Sec. 15.2. Trusts for domestic or pet animals.

(a) A trust for the care of one or more designated domestic or pet animals is valid. The trust terminates when no living animal is covered by the trust. A governing instrument shall be liberally construed to bring the transfer within this Section, to presume against a merely precatory or honorary nature of its disposition, and to carry out the general intent of the transferor. Extrinsic evidence is admissible in determining the transferor's intent.

(b) A trust for the care of one or more designated domestic or pet animals is subject to the following provisions:

(1) Except as expressly provided otherwise in the instrument creating the trust, no portion of the principal or income of the trust may be converted to the use of the trustee or to a use other than for the trust's purposes or for the benefit of a covered animal.

(2) Upon termination, the trustee shall transfer the unexpended trust property in the following order:

(A) as directed in the trust instrument;

(B) if there is no such direction in the trust instrument and if the trust was created in a non-residuary clause in the transferor's Will, then under the residuary clause in the transferor's Will; or

(C) if no taker is produced by the application of subparagraph (A) or (B), then to the transferor's heirs, determined according to Section 2-1 of the Probate Act of 1975.

(3) The intended use of the principal or income may be enforced by an individual designated for that purpose in the trust instrument or, if none, by an individual appointed by a court having jurisdiction of the matter and parties, upon petition to it by an individual.

(4) Except as ordered by the court or required by the trust instrument, no filing, report, registration, periodic accounting, separate maintenance of funds, appointment, or fee is required by reason of the existence of the fiduciary relationship of the trustee.

(5) The court may reduce the amount of the property transferred if it determines that the amount substantially exceeds the amount required for the intended use. The amount of the reduction, if any, passes as unexpended trust property under paragraph (2).

(6) If a trustee is not designated or no designated trustee is Willing and able to serve, the court shall name a trustee. The court may order the transfer of the property to another trustee if the transfer is necessary to ensure that the intended use is carried out, and if a successor trustee is not designated in the trust instrument or if no designated successor trustee agrees to serve and is able to serve. The court may also make other orders and determinations as are advisable to carry out the intent of the transferor and the purpose of this Section.

(7) The trust is exempt from the operation of the common law rule against perpetuities.

(Source: P.A. 93-668, eff. 1-1-05.)

Witness Affidavits

Addison Heeney-Potter - Plaintiff

1. My name is Addison Heeney-Potter. I'm the elder child of Estelle Heeney-Potter who was killed in a tragic airplane crash in England. I have one sibling, Alexi. Alexi and I are very close, probably because our mother never seemed to have much time for either of us. Alexi and I are both divorced and living on our own. I am an architect and Alexi is a lawyer. One could argue that we don't "need" Mother's money, but that's not the point.

2. I suppose I should point out that our Father, Jackson Potter, was the absolute center of Mother's universe and when he died, she transferred all her affections to her pets. And, she's had quite a long string of animals in her home over the years. The current ones, we now know, stand to inherit half of her considerable estate which, quite simply put, is ludicrous and excessive.

3. Lexi and I spent our entire childhood in the care of nannies or sitters when we weren't at school. I don't think this was Daddy's idea. In fact I know Mother wanted to send us to boarding school, but Dad said no to that. We went to public school in the area. Mother was born completely lacking the maternal instinct gene. I always thought that as we grew older and more mature, Mother would see us as friends rather than children, but that transition never happened. Mother would send us e-mails to keep us updated on her doings, but would rarely ask about us...at least nothing personal.

4. Where other parents expressed interest in grades, relationships and emotional well-being, Mother seemed to assume that if we needed anything we'd ask and she'd provide. I can't remember ever being hugged or comforted by Mother. I fell off my bike once right in front of her. I think I was about six years old. I was bleeding from the hands and knees and crying so hard and Mother just looked at me, almost as if she couldn't believe that noise or that blood was coming out of me. She turned and yelled for the nanny then walked away. I guess I should be grateful that she even bothered to get help, but I remember even way back then feeling that there was something missing in Mother's emotional make-up.

5. After denying us her emotional support all those years during our childhood, I really thought Mother would provide for us after her death, and I was completely stunned when the Will was read.

6. It's absolutely preposterous for anyone to take this Will seriously. There had to be undue influence from Riley Rendlow, an opportunist if there ever was one. And, Dr. Noble, the veterinarian whose Animal Cafe mother had adopted as her cause celeb is another one who stands to gain if her Will stands. Dr. Noble, retired or not, will have his pet project funded forever and will never have to raise another dime for the local mongrels and alley cats that find their way to Summer Hills.

7. How Mother could have allowed herself to be sucked in by Riley Rendlow and those friends of hers, Drs. Fielding and Noble, is beyond me. Father always said she was an incredible softie, willing to help anyone with a handout without thought for where it

might lead; at least where others were concerned...not so much with her own flesh and blood family.

8. And now I hear that Riley Rendlow is fostering animals in Mother's home, which seems to me to be a breach of the terms in the Will. That Will specifically states that Rendlow can stay on the estate until Mother's existing pets, the two dogs, three cats and the bird, die natural deaths. Now Rendlow is adding to the mix by fostering animals? Is this intended to extend control of the estate? If those animals aren't placed into adopted homes, will Riley Rendlow maintain them using Mother's funds? This was clearly not the intent of the Will. Even if Mother was an animal rights activist and animal lover, there were limits. If she'd wanted to fill her home with homeless animals, she would have done so herself, but she didn't. She obviously had some limits. And, are there guarantees that the fostered animals aren't stressing Mother's animals? Is anyone checking on that?

9. Riley Rendlow is an incredible underachiever. This is a person who probably wanted to become a veterinarian but had to settle for being a vet tech or vet assistant because he/she couldn't face the workload and the time it took to accomplish that career goal. I think, and Alexi agrees with me, that when Rendlow met Mother, he/she saw a fabulous opportunity for personal advancement with little or no effort. This habitual underachiever saw an easily influenced woman and built on it, insinuating him/herself into Mother's life and making Mother feel that Riley was absolutely necessary to both Mother's and the animal's comfort, safety and well-being.

10. I think Riley Rendlow definitely influenced Mother's thinking and planted the seed that changed the Will. Rendlow is, or was, very in-tune with Mother's thinking and probably said more than once that if anything happened to Mother, Riley would make sure all was well with the animals. I think Mother probably took that offer and wrote it into her Will to guarantee that the animals would receive care. As if Lexi and I wouldn't have cared for those animals. It's nonsense to think that we'd have had them put down or turned out of the home. We're not cruel people.

11. Alexi and I have talked about the Will, and Mother's wishes, and we agree that Mother must have been persuaded by someone to change her Will to provide for the pets and Riley Rendlow. We don't really take issue with Mother's right to do what she wanted with her money, and her estate, but we do take issue with her appointment of Riley Rendlow as the "guardian" of the property and the animals.

12. Lexi and I asked the person who was employed by our mother, Winn Robinson, to testify on our behalf. Winn was our live-in for years and really became our primary care giver. Winn was really more of a parent figure to us than either our Mother or Father was. Mother and Father were busy with their own lives and pretty much turned us over to Winn. Winn will be able to confirm that as children we weren't allowed to have pets. What on earth influenced Mother in this way? It had to be Riley Rendlow.

13. It's quite obvious to us that Riley Rendlow worked very hard to insinuate him/herself into Mother's life. Prior to Riley Rendlow appearing on the scene, both Addison and I would regularly hear from Mother via e-mail about the happenings in her life. While those e-mails were somewhat impersonal and read like newsletters rather than family communications to loved ones, they were full of her interests and activities. When Riley appeared on the scene, the tone of the e-mails changed and they were far less frequent. I have a cat and I adore her. Lexi has a dog and is very attached to him. I guess in that respect we do take after Mother, at least a little. We both love animals too and would never do anything that would harm one. And, Lexi and I would certainly have seen to it that the Animal Cafe received adequate funding if we'd inherited as we should have done. Mother didn't give us the chance to do that though.

14. I'm four years older than Lexi and I probably remember a bit more about Mother's treatment of us as children than does Lexi. I remember a few times when Lexi was two or three years old and I was being taken to the local public school by the nanny. Lexi said something about wanting to come to school with me. I told Lexi I'd love to have the company and I remember Mother saying something like, "I'd love to have both of you go too." I was so used to Mother not being there for us that this didn't surprise me that much, but Lexi said, "Don't you want us with you?" Lexi sensed something even at that young age! I don't remember what Mother said, but I got the distinct impression that she was uncomfortable about what she'd said.

15. Whatever I've said in this statement should not be construed as an indication that I didn't love my Mother. I did. And I'm mourning her death as I mourned the passing of my Father. I always hoped that we'd grow closer but we've been denied that possibility. I feel cheated in so many ways. However, this isn't really about our relationship with our Mother. It's about undue influence and basic fairness, and it's about depleting the financial stability of the estate. Riley Rendlow is having a pool house built! That's not extravagant?

16. You won't, unfortunately, find any letters from either of us children in Mother's files. She was scrupulous about privacy and indicated to us years ago that she burned everything from family. Even though we sent greetings on every birthday, Mother's Day, holiday and sometimes just to let Mother know we were thinking of her, I'm confident you will find no evidence of our communication or attempt to remain in touch. Mother just wasn't at all sentimental.

17. I am absolutely confident that this never would have happened if Mother had left the Will that she and Father had written before he died. Under that Will, upon Father's death, everything went to Mother with the understanding that the entire estate would be equally divided between the two of us children upon Mother's death. She changed it. That's not right. Mom didn't do anything to earn that money; it was all Father's doing. He had the full time job and he'd inherited money from his parents. Mother was poor when Father married her and always worked in the home. I'm not saying that wasn't worth anything, but really, she didn't even care for us kids all that well. Winn Robinson did that for her.

Mother's veterinarian has estimated that the care for her six animals shouldn't exceed \$6000 per year, and yet this Riley Rendlow has inherited half the estate to care for them? There's something really wrong here.

18. We, Alexi and I, would like the court to set aside Mother's Will and establish a trust to be governed jointly by the two of us to maintain the animals and the estate until such time as the animals die a natural death. We would agree to hire Riley Rendlow as the caregiver, but we'd certainly reduce the annual salary and ask Rendlow to move to the carriage house so that Alexi and I would have full access to the home where we were raised.

19. I'd very much like to have an annual accounting of the expenses of the estate and what Riley Rendlow spends on the animals. This isn't required under the Animal Trust Act, but Alexi and I both feel it's very important to have the estate administered as responsibly as possible. If the Will does stand, and I am confident that the judge will see how absolutely out of line the language is, I hope that this fiscal accounting becomes a part of whatever settlement we reach.

Signed *Addison Heeney-Potter*

Winn Robinson - Plaintiff Witness

1. My name is Winn Robinson and I served as a nanny for the Potter family for over 15 years. I started at the Potter home the day Estelle got home from the hospital with Addison and I stayed there until Alexi went into middle school and was able to stay home under the care of Addison or the other household staff.

2. I have undergone training in CPR, first aid and taken courses in child development. My relationship with Addison and Alexi was very special and the Potters asked me to stay on as a live-in care provider for Addison after the first two years I was with them. I think they wanted me to stay because they were expecting Alexi at the time. I was delighted to stay.

3. When I first interviewed for the position, I met with Mr. and Mrs. Potter in the hospital after the arrival of Addison. Mrs. Heeney-Potter admitted to me that she was disappointed that she didn't feel the overwhelming sense of maternal well-being she had hoped for, and she admitted again after Alexi's birth that she didn't feel the sort of connection she knew other mothers experience. She was disappointed about it, but very matter of fact and accepting.

4. I wouldn't say that Mrs. Heeney-Potter experienced anything close to post partum issues with either child like some women do. She was otherwise very balanced and happy, but she did state numerous times over the years while I was in her employ that she never had the close relationship with her children that I had developed. I probably should have encouraged more contact between the mother and children, but Mrs. Heeney-Potter made it obvious in numerous ways that she didn't really care to work harder on developing a closer bond.

5. I think I was hired as the nanny because of my life experience. I'm one of five children. I'm the oldest. I had experience in my own family caring for children. I'd taken psychology courses in college and had worked in day care facilities throughout my high school and college years. I had traveled extensively with two families prior to being hired by the Potters and I speak two languages fluently.

6. I traveled with the Potter family on vacations and on most outings and had primary care for the children for my entire employment. The Potters had my name on everything so I could pick the children up from school, could see to their medical attention, etc. While this isn't unusual for a nanny, I did get the sense that Mrs. Heeney-Potter was pretty much ceding authority and decision-making duties to me and just didn't want to be bothered.

7. Mrs. Heeney-Potter was never unkind to the children. Never yelled, screamed or was otherwise intolerant of their whims, but she removed herself from their presence whenever possible, it seemed. She just didn't want to be bothered. I'd seen her, any number of times, turn and walk away from the children when they'd be in the middle of speaking with her about something that was obviously important to them. I tried to fill in

the emotional gap that was left by Mrs. Heeney-Potter, but a hired person rarely has the same connection that a parent should.

8. When Addison and Alexi contacted me and asked me to speak on their behalf in this estate matter I was unwilling until they said that they had pretty much been replaced in favor of their mother's animals. This shocked and upset me greatly. No child should be shunned in this manner. I can understand providing for one's pets in the event of an untimely death, but half of a small fortune is excessive and at least in my opinion indicates a bit of a mental imbalance. No sane person could possibly believe that one person, two dogs, three cats and a bird would require the use of a mansion, all the out-buildings and lands, and millions upon millions of dollars to maintain them? It's beyond belief.

9. While I was in the home caring for Addison and Alexi, no animals were allowed inside. This turn-around of Mrs. Heeney-Potter's both interests and surprises me. While I lived in the home, Mrs. Heeney-Potter often made remarks about pets being unclean, inconvenient, unhealthy and similar derogatory comments. I never would have believed that she would have become so involved in the care of animals through her work at the Animal Cafe, or that she would adopt pets on her own. People change, I suppose. Sometimes for the better. Sometimes not.

10. I don't know what the world is coming to when a parent can pretty much ignore her children throughout her life and abdicate all care of them to a hired person...but to leave them so out in the cold after her death. It's a real pity. She could have left more to those children and let them know that she really did value them as people. I hope the courts are able to make these two children feel better about their parent by setting this Will aside and going back to the original version, which is what Mr. Potter would have wanted, I'm sure.

11. I just remembered, Mrs. Heeney-Potter was very easily swayed when it came to making things easier and more agreeable in the household. For instance, if the children begged and made a lot of noise about an issue, Mrs. Heeney-Potter would do virtually anything to stop the nagging. She caved in and often gave permission where she probably should have been more firm. She was very non-confrontational. While this wasn't her most attractive attribute, it did make for a peaceful household. Some would take this as an assurance that Mrs. Heeney-Potter was easily swayed if it meant keeping peace. Perhaps Riley Rendlow was a constant thorn in Mrs. Heeney-Potter's side, asking for money or assurances. I believe Mrs. Heeney-Potter would have acted on behavior like that and taken the sort of action she did to keep Riley Rendlow happy.

12. It seems there are no winners in this case. Someone is going to be hurt by Mrs. Heeney-Potter's actions. I hope it's not the children, her proper heirs.

Signed *Winn Robinson*

Dr. Ellis McKay, Psychologist - Plaintiff Witness

1. My name is Ellis McKay; I'm a certified, licensed, practicing psychologist in Summer Hills, Illinois. I've been in practice for 15 years. I graduated *summa cum laude* from the University of Illinois with a B.S. in social work, got my M.S. from the U of I in health and my Ph.D. from the U of I as well.
2. I'm currently in practice in Summer Hills and work at the Summer Hills Clinic with Dr. Fielding. I've met Estelle Heeney-Potter numerous times at social events in the community but was never called on by her in my professional capacity as a psychologist.
3. I was approached by Mrs. Heeney-Potter's children, Alexi and Addison, who wanted to discuss their mother's Will. They expressed great concern that their mother had been unduly influenced by Riley Rendlow, the person who stands to benefit tremendously if the Will stands as written.
4. While it is quite common for a person to bequeath a portion of their estate to provide for the care of pets, a mentally healthy, rational and reasonable person would not be so extravagant as to leave half of a fortune to provide such excessive care for animals. There is no explanation for a \$10 million bequest for what could be a 10-15 year span of care for dogs, cats and a bird. This type of profligate bequest raises mental health questions.
5. To my knowledge, Mrs. Heeney-Potter never exhibited wasteful or reckless spending habits during her lifetime. She was not known in the community as one who would squander her wealth. She was not an ostentatious person and was well known for her restrained and calm deliberations at meetings where finances were discussed.
6. When the medical clinic was in planning stages, Mrs. Heeney-Potter offered to provide funding for the patient waiting rooms and she was very tasteful in her suggestions and while she wished to provide the best quality and most comfortable atmosphere possible, she approached extravagance this one time until we persuaded her and she understood that the clinic staff wished to concentrate funding in the medical areas and be as financially responsible as possible in the furnishings in the waiting room. What is important here is that with considerable explanation and persuasive language, Mrs. Heeney-Potter did change her mind.
7. Anyone can be susceptible to scheming or calculated trickery. Alexi and Addison firmly believe that their mother was persuaded, over a period of time, to believe that the only acceptable circumstance in a situation where Mrs. Heeney-Potter was unable to care for her pets herself, would be to appoint Riley Rendlow to assume those duties on her behalf and in her stead with funding to support this appointment. They believe that over a period of time, through subliminal suggestions and conscious and overt persuasion, Riley Rendlow so ingrained him/herself into the life of Estelle Heeney-Potter that the Will was changed to benefit Rendlow over the rightful heirs to the estate, Addison and Alexi Heeney-Potter.

8. This is entirely possible and almost easy to accomplish over a period of time, especially when a family is estranged or alienated in some way. Riley Rendlow could easily have ingratiated him/herself into Estelle's good graces and make Estelle believe, through a series of actions or overt language, that Riley Rendlow was a necessary fixture and essential to the care of the animals on the property, especially when Estelle was absent for any reason.

9. Language as simple as a series of statements like, "You needn't worry, I'll be here," or "I can do that if you aren't here," or "If anything happens to you, I can take care of them," can lead someone, in this case Estelle Heeney-Potter, to the belief that the person delivering the statement is actually essential, or indispensable. And a person can add statements as simple as "I wish I had job security," or, "I wish I had enough money to do that," and the idea is planted. Subliminal or overt, over time, this type of language can have an impact. It's like the water torture you may have heard of...the constant drip, drip, drip finally breaks a subject and they tell their secret, or change their mind.

10. I had visited the Animal Cafe prior to knowing about the Heeney-Potter estate dispute and observed Riley Rendlow's behavior with people who are there to adopt an animal. My first impression, which was confirmed by subsequent observations was that Riley Rendlow has a very strong tendency to curry favor with virtually everyone who comes in contact with him/her. Rendlow is a consummate flatterer. He/She routinely approaches potential clients and compliments clothing, hair, or what have you. It's a marvelous ice breaker and immediately puts a client at ease. They instinctively know they are dealing with someone who is going to try to please them.

11. It is my belief that Riley Rendlow is quite accomplished when it comes to influencing people's thinking. That's why Rendlow is so successful at the pet adoptions. Rendlow reads people very well and places them with the right pet for them. It's a natural gift and may not be a learned behavior, but it is a behavior that can be used for either good or unscrupulous purpose.

12. Opportunists are rampant in our society and we must be on our guard at all times. They work in large corporations and in government, but they can also work as pet sitters. Once an accomplished opportunist gets a foot in the proverbial door, it can be quite difficult and expensive to undo what they have done. This is the case here. If Riley Rendlow is allowed to maintain control of half of Estelle Heeney-Potter's estate, the proper heirs stand to lose considerable assets, to which they believe they have the right. There are, as I understand it, no controls on Riley Rendlow's spending so long as he/she can assert that the expenditure will somehow benefit the animals. This has the potential to be broadly interpreted. Riley Rendlow could state, for instance, that his/her mental and physical wellbeing is crucial to the perpetual care of the animals and spend considerable amounts on his/her own behalf. That is clearly not the intent of the Will.

13. A better remedy would be for the court to overturn the Will as written, provide a lesser, more reasonable amount for the care of the animals, and retain Riley Rendlow

with a reasonable salary more befitting the position of pet caregiver. This is not a position that a reasonable person would assess at the \$10 million level. This is the clearest indication that Estelle Heeney-Potter was unduly influenced. This averages to a little under a million dollars a year to care for two dogs, three cats and a bird, and to pay the salary for a pet sitter. Even if you include running a large home, it seems excessive.

14. I would have to agree with Addison and Alexi Heeney-Potter in their suspicion that their mother, Estelle Heeney-Potter was unduly influenced by Riley Rendlow and that the estate was altered to benefit Rendlow after a conscious period of intentional persuasion, either subvert or overt, on the part of Rendlow. Rendlow in all likelihood also bolstered Estelle Heeney-Potter's feeling that she was estranged from her children and that the children "deserved" little recognition.

15. While I was not a confidante of Mrs. Heeney-Potter, I know she had a genuine generous personality. Generosity is one thing...this is frivolous and irresponsible and would not have been accomplished but through a long period of undue influence planting seeds to both benefit Rendlow and exclude Addison and Alexi. What an unfortunate legacy.

Signed *Ellis McKay*

Riley Rendlow - Defense Witness

1. My name is Riley Rendlow and I'm 27 years old. I graduated from the University of Illinois Springfield with a biology degree. Immediately after graduation I began working with Dr. Everly Noble's veterinary clinic and got my training as a veterinary technician and vet assistant. I can do simple things like trim nails, give pills and groom cats and dogs. It was through Dr. Noble and the Animal Cafe that I met Estelle Heeney-Potter. Even though I had my undergraduate degree and probably should have been looking for a better job, or continuing with my education, I fell in love with the animals, and grew to respect Dr. Noble so much, and the work that was being done at the Animal Cafe. I really wanted to be a part of that.

2. As it turned out, I happened to be the Animal Cafe volunteer who introduced Estelle to her dogs, Homer and Bessie. I was the only volunteer available at that time. I didn't know who Estelle was when I first met her and she never said anything about being wealthy. I learned that weeks after our first meeting. She met Homer and Bessie but the Animal Cafe won't let people adopt on the first visit. They mandate a second and sometimes a third visit with the animals and the staff to ensure proper placement of the animals. Estelle was happy to follow the rules that I explained to her. It wasn't until much later that I found out that Estelle was one of the co-founders of the Animal Cafe. Boy, was I embarrassed about that. Me telling her the rules. But, she was great about it.

3. Estelle and I got along just great. Homer and Bessie fell in love with her too. I met with her the second time she came to see Bessie and Homer too. We found we had a lot in common.

4. We both like to read about anything. We chatted about reading lists and our favorite books and then we realized we liked movies, and cooking, and walking, and so much more. Estelle would stop by the Animal Cafe, sometimes with Homer and Bessie, and we'd chat every time she'd come in. She invited me to her home a few months after the adoption of Homer and Bessie. I was happy to go. By that time I'd heard about her estate and I was curious, especially about the house. I'd heard that it was huge and gorgeous.

5. She showed me around with such pride. Estelle had her head screwed on so straight. She was intelligent and fun. Calm and soothing to be with. There were pictures of her children around the house and she mentioned them in passing. She explained that the two children, Alexi and Addison, lived out of state and they weren't close. I just couldn't understand why her two kids seemed to have no interest in her. Estelle was a very interesting person.

6. About a year after Estelle had adopted Homer and Bessie she called me and asked if I'd be interested in house and pet sitting while she took a trip to Europe for a month. She loved to travel but hated being away from her animals! She never left them at kennels, she said. She liked them to feel secure and safe at all times. I jumped at the chance. She was such a great lady, and I liked her so much, I'd have done anything...plus she paid me really well. We'd known each other long enough by that time that we trusted each other

and Estelle knew that I'd take good care of the animals and her property. I'd never do anything to break Estelle's trust in me. I used to assure her that I'd be available night or day...statements like that. She seemed to need the reassurance. She really did love those animals.

7. Estelle traveled quite a bit, but hadn't for the past year because of the animals. She explained to me that she wanted consistency in pet care so she offered to hire me full time when she got back from that trip. I couldn't have been happier. I got to keep on volunteering at the Animal Cafe and had a really solid job with Estelle that included room and board. She said she'd even pay for my health insurance. I know she had ample funds to do everything she did for me, but I never wanted to take advantage of the situation.

8. I was to have my own apartment on the estate. It sounds small, but it's not. When I told people I was going to live above the garage in an apartment, they sort of cringed, but when they saw photos of it their jaws dropped. The apartment is over Estelle's carriage house, which is the size of a six car garage. My apartment has its own kitchen, dining room, sun room, deck, two bedrooms and a bath and a half. It's air conditioned and has its own hot tub. When she showed it to me for the first time she was grinning ear to ear. Turns out she had offered the place to both her kids when they graduated college, but both refused so the place had remained empty for a few years.

9. About a week before Estelle left for Europe I moved into the garage apartment to get used to the place. I'd share meals with Estelle and spent considerable time with her and the pets to get to know feeding, grooming and exercise routines. While Estelle was away it was understood that I would stay in the main house.

10. I met the rest of Estelle's staff as well. I'd met them before, but this time the meetings were to review Estelle's directions before she left on the month long trip. Marie kept the house and did the cooking. She quit her job after Estelle's accident and death. Peter was and is the gardener. He's a college kid who comes by twice a week and some weekends to take care of the property. I think Estelle really liked to keep to herself but the place was just so big she found she needed some help. Most of the property is woodland and prairie, but the area immediately surrounding the home is more formal, and then there's the pool area to care for.

11. And then she left for her trip and I heard from her pretty regularly, always about the pets. She wrote one really touching letter to me, as it turns out, right before she died. She said she knew her pets were in good hands with me. Such a compliment. I do love these animals.

12. I'd dearly love to keep on caring for Estelle's pets. I adore Homer and Bessie and they love me too. And the cats, Bertie, Warwick and Byron still sleep on Estelle's bed and seem to be looking for her. They roam the second floor rooms looking out windows like they're waiting for her car to come up the drive. It's a bit of a heart break watching them, but they respond well to me and since I've moved into the house to be with them at

night, and more during the day, they seem to have gotten into a comfortable routine with me.

13. I was asked by Estelle's lawyer to stay in the house the day after she was killed. I hadn't heard about the Will at that time and had no clue about what it said. I had talked with Estelle about wanting to stay in her employ for years to come. The job was easy because I enjoyed both Estelle and the animals so much. I loved spending time with the animals and Estelle, and I knew it was something I was doing that really helped everyone.

14. I would happily agree to the terms of the Will. I had no plans to leave when Estelle was killed and I have no plans to leave now. I understand this job won't last forever and that when the animals pass away the remainder of the money will go to the Animal Cafe and Estelle's children. That's wonderful and as it should be. Estelle's plans were well thought out, I think.

15. I don't know how excessive the amount of money is...I mean, I never helped Estelle pay the bills so I'll have to learn about the taxes, utilities and upkeep costs for this place so I can keep it in good repair for when it sells in the future when the pets are gone. I know I can cook and clean for myself and don't need much help around here, but I would need to maybe hire someone if I decided to travel or take a vacation.

16. Estelle spoiled her pets with love, but not with junk. They have toys and good nutritious food and treats now and again, but Estelle wasn't one to put diamond collars on the cats or tutu's on the dogs. They were treated like pets, not humans, and I'll continue that care to the absolute best of my ability, and I'll never take advantage of this situation.

17. Estelle had a list of things she wanted to accomplish on the property and I'll do them. They include things like re-roofing and water sealing the basement, re-topping the asphalt drive, and installing a pool house. Some of these items are already under contract and work had begun when Estelle was killed. For instance, the pool house. Estelle meant to leave a nice property to her **children**, in time. After the death of the pets. I intend to follow her wishes as I understood them, but I won't go farther than that. I'm not extravagant and I'm not a gold digger.

18. In the last letter from Estelle from England she said she was so looking forward to coming home. She'd e-mailed her two children to let them know about her trip. She was very good about keeping them informed about her activities, but I don't think they responded too often. If they did, Estelle didn't talk about it.

19. I understand that Alexi and Addison are angry about the money, but they should respect their mother's wishes. They seem to think that I was trying to influence Estelle in some way to get her money. No way. I don't think I could have influenced Estelle. She was rock solid in her thinking and she simply wanted what is best for her animals. I think she may have worried what Alexi and Addison might have done with them if they

inherited everything. They might have just had them put down and that would have been awful!

20. And if they are contesting the Will solely on the basis of the fact that I've fostered a few animals here that's not a breach of the intent of the Will. Those fostered animals are not mine and they are not permanent fixtures at the estate. I am actively looking for homes for them. The Animal Cafe was swamped with animals to the point that it could have become unhealthy and too stressful for the animals to be so packed in there. I think Estelle would have been first in line to foster the animals in need. I'm only doing what I firmly believe Estelle would have wanted me to do.

Signed *Riley Rendlaw*

Dr. DeSoto Fielding, Estelle Heeney-Potter's physician - Defense Witness

1. My name is DeSoto Fielding and I'm a general practitioner in the town of Summer Hills. I've been in practice for 10 years. I went to college at the University of Illinois and went to SIU Medical School. I did my residency at Memorial Hospital in Springfield. I decided to become a small town general practitioner because I knew there was a need. I grew up in Summer Hills and love the place. It was the perfect place to practice my profession.

2. Being in practice in a small community means that I know most of the people I meet on the street by their first names. I'm the only general practitioner in town so if there's a problem, I'm the one that takes the call. I recently joined up with an optometrist, a psychologist, a chiropractor and a dentist and we formed Summer Hills Clinic. There are also two very well qualified and experienced nurses at the Clinic, as well as a midwife. For serious emergencies we need to transfer patients out of our area to the nearest larger medical facility. There are two very good facilities within about a half hour of Summer Hills. Our fire department is also well qualified and well staffed. We have an ambulance in case we need it.

3. Estelle Heeney-Potter also grew up in Summer Hills and I've known her all my life, and I knew Mr. Potter as well. Our relationship went beyond physician and patient. Mrs. Heeney-Potter would come see me at least once a year for a general physical and she was in good health for a woman of her years. She exercised, ate well, knew how to laugh and have a good time, and had no known health issues. She was on no medications prescribed by me at the time of her death.

4. The most serious complaint Estelle Heeney-Potter had was a minor allergy to grass. For this she would sometimes take over-the-counter antihistamine. This medication would in no way cloud her judgment or decision making abilities. Estelle also had a minor back problem. She'd sometimes over-do and for that I'd prescribe a mild muscle relaxer and pain medication. Again, neither of these would in any way render her unable to make informed decisions on important matters.

5. I have met, but have never treated Mrs. Heeney-Potter's two children. By the time I opened my practice in Summer Hills, the children were away at university. I was a few years older than Addison and Alexi in school so didn't know much about them as they grew up. We were really from different neighborhoods.

6. Since becoming the town doctor, I was often invited to Mrs. Heeney-Potter's home for fundraising events, or other social functions. The home was beautifully run and maintained. Estelle was a wonderful hostess with a very endearing philanthropic philosophy. She helped fund the Clinic and I know she was very instrumental in helping found and fund the Animal Cafe.

7. Because of my professional connection to Estelle, and due to our friendship, she called and asked if I would come to tea one day to witness a new Will. I have witnessed

other Wills in my time and I've never been called upon to read the text of the document. I've never felt that was any of my business. I feel that I'm called upon to witness the document and the signing because I know the person who has crafted the Will, and I can attest to their mental stability in case the Will is challenged in the future.

8. It is my professional opinion that Estelle Heeney-Potter was one of the sanest people I know. She was a kind and generous woman who cared for others and her community.

9. I've had a few disagreements with Estelle in the past about spending, I'll admit. When building the Clinic, which she helped fund, she had some ideas that I thought were excessive. Most of what she wanted related to waiting room enhancements like televisions, computers, Wi-Fi capabilities and other technical and mechanical equipment, which the doctors didn't feel were necessary and may have been excessive. It was our plan to schedule patients so they didn't need to spend much time in the waiting room. We were able to convince Estelle that money would be better spent in fully equipping the medical end of the business, rather than the patient waiting room. But, she wasn't easily persuaded.

10. I mention this because I think Estelle Heeney-Potter knew what she wanted and was well able to defend her ideas capably. She was not easily influenced by others. Once she'd made her mind up that something was a good idea, it could take weeks to persuade her otherwise. She wasn't bull-headed, but she wanted facts, data, input and sought out every possible opinion. She was a thorough and careful woman.

11. When we arrived at Estelle Heeney-Potter's home to witness the Will, I was with Dr. Everly Noble, one of the town veterinarians and a friend of Estelle's. Dr. Noble had done considerable work with Estelle on the creation and funding of the Animal Cafe, a wonderful resource for Summer Hills. While this town only has one general practitioner, it has the luxury of having four very well qualified and excellent veterinarians, all of whom work or volunteer at the Animal Cafe or are otherwise involved in its success. It's really a model operation.

12. Neither Dr. Noble nor I had read Estelle's Will prior to the signing and I didn't expect to read it, but as I was asked to serve as Executor with Dr. Noble as my alternative should I be unable or unwilling to serve in that capacity, we were told what was in the Will. We both agreed to the terms as outlined by Estelle. They seemed reasonable and grounded in Estelle's interest in the community and specifically in the Animal Cafe. She was smiling and so excited when the document had been signed.

13. I remember she said, "I feel so much better knowing that the animals are provided for." This Will is about the animals and not really about Riley Rendlow. At least that was how I took the Will. Riley Rendlow is simply the instrument through which Estelle guaranteed the health, safety and well being of her pets, who were very important to her.

Estelle was never without her dogs with her. They traveled with her in her car wherever she went. She quite simply enjoyed their company, and they enjoyed hers. I know she was just as dedicated to her cats and the bird. She mentioned them every time we met.

14. She didn't mention her children all that often though. She felt her children were well qualified to care for themselves, especially given the financial bequests she provided in her Will. And, those children will ultimately get everything they want. The house and the vast remainder of the estate will come to them when the animals die.

15. I've seen disappointed families before when Wills are read, but it seems a rare thing for children to stand in the way of the explicit intent of a Will, especially when they will ultimately be the sole beneficiaries. This document provides for the care of Estelle Heeney-Potter's animals in a manner that matches the care they were given during her lifetime.

Signed *DeSoto Fielding*

Dr. Everly Noble, Retired Veterinarian - Defense Witness

1. My name is Dr. Everly Noble, I'm a retired veterinarian and was a personal friend of Estelle Heeney-Potter and had been for over 20 years. I trained as a veterinarian at the University of Illinois and practiced for over 25 years as a small animal vet in Summer Hills. Before I retired, I was instrumental in developing the concept, and raising funds for the Animal Cafe Shelter where Estelle got her animals. I'm currently 64 years old. I retired from practice early so I could concentrate more of my time at the Animal Cafe. I still hold a valid veterinarian's license but am no longer affiliated with any specific veterinary clinic. I do treat some of the animals at the Animal Cafe if no other vet is available.

2. For a number of years, both Estelle and I served on the Board of Directors for the Animal Cafe and worked closely together to fund the project. I thought of the Animal Cafe when I was visiting in England and used an Internet Cafe, a place where the public can use either wireless connections on their own computers, or pay a small fee to use one of the Cafe's computers. The place in London was so comfortable and welcoming, and people would bring their dogs in with them, have a coffee or tea, and visit. When I got back home I told Estelle about it and she mentioned the abandoned warehouse on the edge of Summer Hills and said, "Let's do that here." So, we started looking into it.

3. It was my and Estelle's dream to get the Animal Cafe up and running in Summer Hills. We got the rights to the warehouse, upgraded wiring for the computers, cleaned the place up, and started furnishing it in small sections. We had contractors partition the space into small rooms along one side for computers and cats, each small room had a comfortable chair, light, desk, rug, etc. and a cat with all its necessities. If a visitor wanted privacy for computer work, they could use one of the rooms and visit with the animal that was placed there for safety. All the smaller rooms had screen doors to keep the animals separated. Some of the rooms had cat families, mothers with kittens. Those were the most popular rooms.

4. Larger areas were sectioned off for dogs. We installed a large fireplace at one end and where people could gather and meet their potential pets. We had music playing, sold coffee and even had a book stall with volumes donated on pet care. A group of retired veterinarians from the area were enlisted to work there and we pretty much always had a vet on hand to monitor and work with the community volunteers to ensure proper care for all the animals who found their way to the Shelter. I'm proud of the work Estelle did. She will be tremendously missed.

5. During all the time we worked to create the Animal Cafe, Estelle mentioned her children less and less often. I finally mentioned something and Estelle said that both Addison and Alexi had expressed concern that bordered on anger about the amount of money Estelle was donating to this project. I remember that her mouth would pull in and she'd frown and shake her head. Once she said, "I worked hard for this money and I know that my husband would approve of what I'm doing. He loved animals even more

than I.” I don’t think she understood how anyone could disagree with saving the life of an animal, or improving that life.

6. One day Addison and Alexi stopped by the Animal Cafe looking for Estelle and I gave them a tour of the facility. They were completely unimpressed and acted bored and impatient with what I overheard one of them call a “necessary ordeal.” I think they were trying to placate Estelle by pretending interest in the endeavor. Two more unpleasant people I’ve never shared time with. They are not a credit to Estelle or her memory.

7. At the time of Estelle’s untimely death in the plane crash, she had two dogs, Homer and Bessie, both mixed breeds. Both estimated to be between 3 and 4 years old. These are medium-size dogs. If there are no health issues and if they continue to receive the kind of care Estelle gave them, their life expectancy should be between 12 and 15 years.

8. Estelle also had three cats, Berteau, Warwick and Byron. All three are from the same litter. They were brought to the Animal Cafe with their mother so we have a better grasp of their age. They are under 1 year old. Again, if there are no health issues and if they receive good care, and are kept as indoor pets as Estelle wished, their life expectancy could be between 15 to 18 years. I’ve known cats to live to be 20 or 22 years of age, but that is very unusual. These three cats are of hearty stock. No pure bred lines evident which could have indicated health issues that can come from inbreeding. Estelle also has a parakeet that’s about 5 years old. Birds can live long lives, but this species of parakeet usually lives between 12 and 15 years. Budgie, Estelle’s bird, has had no health issues.

9. Estelle’s home is a wonderful haven for these animals. The dogs live on the first floor and have an access flap cut into the kitchen door so they can enter and depart as they wish into a fenced area. Estelle was extremely careful with her pets. The dogs have access to both inside and outdoor spaces daily and are monitored by Riley Rendlow who spends time with them at least four times a day. This is what Estelle called “Play Time.”

10. No matter how long these animals last in the care of Riley Rendlow, they will be far better off than they would have been in the Animal Cafe, or with Addison or Alexi. I am confident that either or both of those characters would have acted quickly to either return the animals to the Cafe or have them put down. I have no confidence in their ability to see the value in having pets. I’ve met both Addison and Alexi. They left quite negative impressions.

11. The first time I met them was at their father’s funeral. They arrived late and stayed for the service, barely speaking to their mother. They caused quite a stir when they left the graveside service in their limo barely saying goodbye to anyone.

12. The next time I met them they had come home for their mother’s 60th birthday. Estelle had invited them to a family weekend at the house. Estelle’s birthday is in July and the weather was lovely. There’s a pool on the estate and the guests had all gathered there to celebrate. Addison and Alexi stood apart from the rest of the guests and pretty much pointed at them and laughed. I got the distinct impression that they were not happy

to be there and had only come to placate their mother and keep in her good graces. After they left, I heard Estelle say, “Good riddance, now we can have some fun.” And at that point she pushed me into the pool. She was such a joyful character, unless her children were around.

13. I met Alexi and Addison again at Estelle’s funeral. They came dressed in full funeral regalia, black apparel from head to toe, acting the part of the bereaved beneficiaries that they thought they were. I think they were completely stunned at the reading of the Will when the lawyer said that the prior Will had been set aside and that provisions had been made for Riley Rendlow to maintain possession of the house, control of the estate, and the animals until their natural deaths. Their confidence was shattered that day. Why they expected to inherit, I have no idea. They always treated their mother with complete disdain.

14. I’ve been asked to provide an estimate of annual expenses for owning a pet. Over an estimated life-span of 14 years or so one should plan on spending more during the first year of pet ownership with most of the shots and spaying or neutering takes place. First year can run between \$750 and \$1400, depending on the animal. After that, for necessary veterinary care and food, one should plan to spend between \$500 and \$900, depending on the recommended diet. As the animal ages, these expenses may increase a bit. For a household with two dogs, three cats and a bird, the expenses should not exceed \$1000 per animal per year, which would come to \$6000 per year. This amount would reduce significantly if I am the veterinarian in charge of the care of the animals as I am retired and would not charge for the quarterly visits.

15. While this estimate probably argues against Estelle’s bequest, it does not take into consideration the round the clock availability of a qualified care giver like Riley Rendlow. Nor does it include daily exercise and play time for a paid care-giver. These things were virtually priceless to Estelle.

Signed *Everly Noble*

Exhibit A.

LAST WILL AND TESTAMENT OF

Estelle Heeney-Potter

I, Estelle Heeney-Potter, a resident of Summer Hills, Lincoln County, Illinois, being of sound mind and memory, and not being actuated by any duress, menace, fraud, mistake, or undue influence, do make, publish, and declare this to be my last Will, hereby expressly revoking all Wills and Codicils previously made by me.

I. MARRIAGE AND CHILDREN

I was married to Jackson Potter, and am a widow. Jackson died in 1999. I am survived by the following children:

Name: Alexi Heeney-Potter

Name: Addison Heeney-Potter

II. EXECUTOR: I appoint my physician, Dr. DeSoto Fielding, as Executor of this my Last Will and Testament and provide if this Executor is unable or unwilling to serve then I appoint Dr. Everly Noble as alternate Executor. My Executor shall be authorized to carry out all provisions of this Will and pay my just debts, obligations and funeral expenses.

III. BEQUESTS: I Will, give, and bequeath unto the persons named below, if he or she survives me, the Property described below:

1. Name: Alexi Heeney-Potter
Relationship: child
Property: \$5 million dollars at the time of my death

2. Name: Addison Heeney-Potter
Relationship: child
Property: \$5 million dollars at the time of my death

3. Name: Riley Rendlow
Relationship: Nurse/Caregiver
Property: A trust to be established for \$10 million to perpetually care for the pets until they should die their natural deaths, and for maintenance of the Heeney-Potter estate until the natural deaths occur. This trust includes provisions to pay an annual salary of \$100,000 to Riley Rendlow, who is/was my live in caregiver for my animals since 2006. Riley Rendlow is to remain in my family home to care for my pets. The trust funds are specifically to be available and used for the upkeep of my property, including my home, land, out-buildings, automobiles, as well as ensure financial provisions for veterinary

visits to the property on a quarterly basis to check on the animals, provisions for food and other necessities for the animals.

During the time the trust is administered only, the trust is intended to provide an annual payment to Riley Rendlow's retirement fund and pays his/her health insurance to ensure that Riley remains in the "caretaker" position full-time and does not feel it necessary to accept other employment to supplement his/her income while caring for the animals. By accepting the conditions of this Will, Riley Rendlow must agree to not add animals to the menagerie; when the last pet dies, the estate provides for suspending payments to Riley Rendlow, but making one final payment in the amount of \$50,000. Any remaining funds from the trust are to be split in equal halves between the local animal shelter, The Animal Cafe, Summer Hills, Illinois, and my two children, Addison and Alexi, each child receiving one-quarter of the remainder of the estate. If either Addison or Alexi pre-decease the animals, their share of the estate Will revert back to the Animal Cafe animal shelter.

Dogs: Homer and Bessie, mixed breeds from the Animal Cafe Shelter
Cats: Berteau, Warwick and Byron, cats from the Animal Cafe Shelter
Parakeet: Budgie

IV. ADDITIONAL POWERS OF THE EXECUTOR: My Executor shall have the following additional powers with respect to my estate, to be exercised from time to time at my Executor's discretion without further license or order of any court:

If Dr. Everly Noble chooses not to continue serving as the veterinarian for the animals in Riley Rendlow's care, Dr. Noble is directed to interview candidates and approve of any veterinarian who is retained to fulfill the veterinarian function as outlined in this Will.

I direct that my remains be cremated and that the ashes be disposed of in the following manner: Wait for the pets in the care of Riley Rendlow to die, cremate them and place them with my remains and bury them on the property in the plot next to my husband.

V. SEVERABILITY AND SURVIVAL: If any part of this Will is declared invalid, illegal, or inoperative for any reason, it is my intent that the remaining parts shall be effective and fully operative, and that any Court so interpreting this Will and any provision in it construe in favor of survival.

IN WITNESS WHEREOF, I, Estelle Heeney-Potter, hereby set my hand to this last Will, on each page of which I have placed my initials, on this 5th day of July, 2007 at my residence, 5136 Burton Avenue, Summer Hills, Lincoln County, State of Illinois.

Estelle Heeney-Potter [Signature]

Estelle Heeney-Potter [Printed or typed name of Testator]

WITNESSES: The foregoing instrument, consisting of 3 pages, including this page and

the following page, was signed in our presence by Estelle Heeney-Potter [name of Testator] and declared by her to be her last Will.

We, at the request and in the presence of Estelle Heeney-Potter and in the presence of each other, have subscribed our names below as witnesses. We declare that we are of sound mind and of the proper age to witness a Will, that to the best of our knowledge the testator is legally competent to make a Will, and appears of sound mind and under no undue influence or constraint. Under penalty of perjury, we declare these statements are true and correct on this 5th day of July, 2007 at 5136 Burton Avenue, Summer Hills, Lincoln County, State of Illinois.

DeSoto Fielding [Signature of Witness #1]

DeSoto Fielding _____ [Printed or typed name of Witness #1]

_____ [Address of Witness #1, Line 1]

_____ [Address of Witness #1, Line 2]

Everly Noble [Signature of Witness #2]

Everly Noble _____ [Printed or typed name of Witness #2]

_____ [Address of Witness #2, Line 1]

_____ [Address of Witness #2, Line 2]

Subscribed, sworn, and acknowledged before me, Shannon Edwards, a notary public, by Estelle Heeney Potter, the testator,

and by

DeSoto Fielding,

and

Everly Noble,

the witnesses, this 5th day of July, 2007.

OFFICIAL SEAL
SHANNON EDWARDS
Notary Public, State of Illinois
MY COMMISSION EXPIRES
January 1, 2010

Shannon Edwards

Notary Public's Signature
My Commission Expires: January 1, 2010

Exhibit B. - Original Will of Estelle Heeney-Potter and Jackson Potter

LAST WILL AND TESTAMENT OF

Jackson Potter and Estelle Heeney-Potter

We, Jackson Potter and Estelle Heeney-Potter, residents of Summer Hills, Lincoln County, Illinois, being of sound mind and memory, and not being actuated by any duress, menace, fraud, mistake, or undue influence, do make, publish, and declare this to be our joint last Will, hereby expressly revoking all Wills and Codicils previously made by me.

I. EXECUTOR: I appoint my physician, Dr. DeSoto Fielding, as Executor of this my Last Will and Testament and provide if this Executor is unable or unwilling to serve then I appoint Dr. Everly Noble as alternate Executor. My Executor shall be authorized to carry out all provisions of this Will and pay my just debts, obligations and funeral expenses.

II. BEQUESTS: I Will, give, and bequeath unto the persons named below, if he or she survives me, the Property described below:

In the event that I predecease my wife, Estelle Heeney-Potter, I bequeath all my worldly goods to her, which upon her death shall transfer in whole to our children:

Addison Heeney-Potter
Alexi Heeney-Potter

In the event that I predecease my husband, Jackson Potter, I bequeath all my worldly goods to him, which upon his death shall transfer in whole to our children:

Addison Heeney-Potter
Alexi Heeney-Potter

III. POWERS OF THE EXECUTOR: Our Executor shall have the following additional powers with respect to our estate, to be exercised from time to time at my Executor's discretion without further license or order of any court:

We direct that our remains be cremated and that the ashes be disposed of in the following manner:

Cremation - interment on Potter Estate (5136 Burton Avenue, Summer Hills, Lincoln County, State of Illinios)

IV. SEVERABILITY AND SURVIVAL: If any part of this Will is declared invalid, illegal, or inoperative for any reason, it is our intent that the remaining parts shall be effective and fully operative, and that any Court so interpreting this Will and any provision in it construe in favor of survival.

IN WITNESS WHEREOF, We, Jackson Potter and Estelle Heeney-Potter, hereby set our hand to this last Will, on each page of which I have placed my initials, on this 7th day of March, 1978 at my residence, 5136 Burton Avenue, Summer Hills, Lincoln County, State of Illinois.

Jackson Potter [Signature]
Testator]

Jackson Potter [Printed name of

Estelle Heeney-Potter [Signature]

Estelle Heeney-Potter [Printed name
of Testator]

WITNESSES: The foregoing instrument was signed in our presence by Jackson Potter and Estelle Heeney-Potter [names of Testator] and declared by their joint last Will.

We, at the request and in the presence of Jackson Potter and Estelle Heeney-Potter and in the presence of each other, have subscribed our names below as witnesses. We declare that we are of sound mind and of the proper age to witness a Will, that to the best of our knowledge the testator is legally competent to make a Will, and appears of sound mind and under no undue influence or constraint. Under penalty of perjury, we declare these statements are true and correct on this 7th day of March, 1998 at 5136 Burton Avenue, Summer Hills, Lincoln County, State of Illinois.

Elizabeth Whittier [Signature of Witness #1]

Franklin Prescott [Signature of Witness #2]

Subscribed, sworn, and acknowledged before me, Edward Alexander, a notary public, by

Jackson Potter and Estelle Heeney-Potter, the testators,

and by Elizabeth Whittier, and Franklin Prescott,

the witnesses, this 7th day of March, 1998

OFFICIAL SEAL
SHANNON EDWARDS
Notary Public, State of Illinois
MY COMMISSION EXPIRES
January 1, 1979

Shannon Edwards

Notary Public's Signature
My Commission Expires:
January 1, 1999

Exhibit C. - Letter from Estelle Heeney-Potter to Riley Rendlow

Letter dated one week prior to the fatal plane crash.

Dearest Riley,

I'm having such a marvelous time in Europe but I'm also so looking forward to getting back to Summer Hills and the furs. I know they are having almost as good a time as I. You give them such loving care. I enjoy knowing that my dears are in your capable hands while I am away.

I have every intention of living a long lusty life, but if anything ever did happen to me it's such a comfort knowing that you'll be there for Homer, Bessie, Bertie, Warwick and Byron, and Budgie of course. Should either of the A's try to contact me while I'm away they know where I am and when I'll be back. They'll have to wait.

I'll be home on the 18th. I have one last excursion planned to fly over some of the oldest ruins in Yorkshire.. Castles from the air. My camera is ready. Flying with a group from the B&B where we've all been staying. Should be absolutely lovely.

Come soon.

Affectionately,

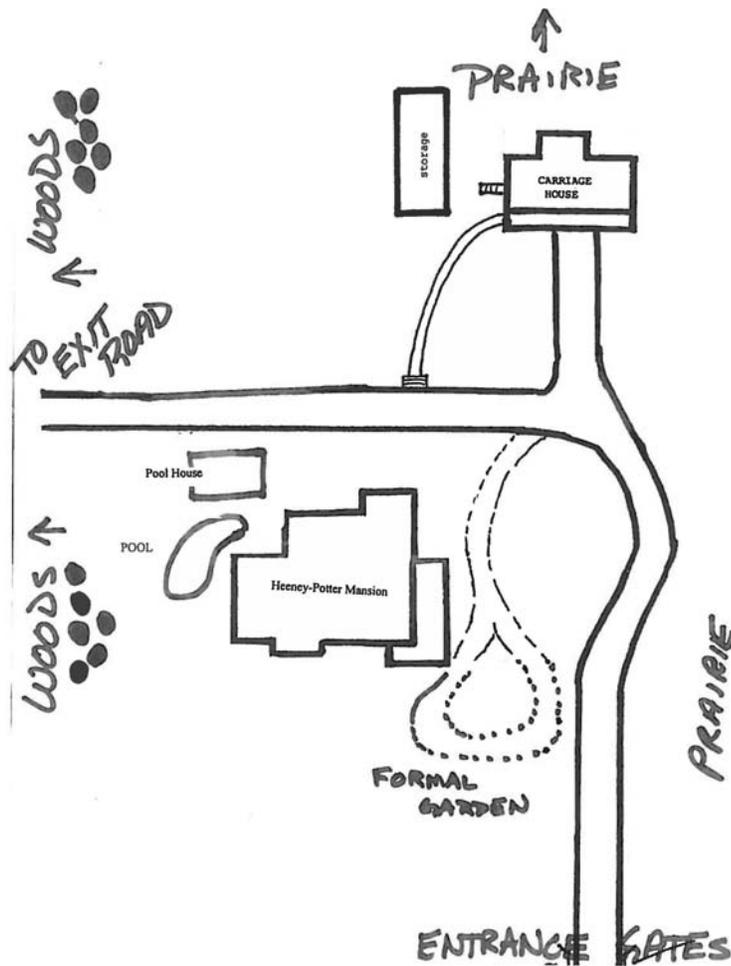
Estelle

Exhibit D -

Heeney-Potter Estate Map

Excerpt from "Summer Hills Historic Properties: A Guided Tour"

The Heeney-Potter Estate, originally built in 1898, consists of approximately four acres of land, on which stands a large home, a carriage house, a storage barn, a pool and a partially completed pool house. Most of the land is woodland or prairie, and there is a pond. The home has been in the Potter family since Ansley Potter acquired the land in 1895. The current home stands on the site of the original log and frame house.



INFORMATIONAL ITEM

The Illinois Pet Trust Act*
By Melissa Anne Maye

Some individuals are so attached to their companion animals that they wish to provide for their care and well-being, even after the owners have died. Prior to 2005, the law in Illinois only recognized companion animals as “property” and did not recognize trusts established for the benefit of animals. In fact, prior to 1990, very few states recognized pet trusts, but since then, the idea has caught on, and now, in 2009, 42 states recognize pet trusts as a viable estate planning tool.¹

Lin Hanson, a lawyer with the firm DiMonte & Lizak, L.L.C., recognized this “gap” in estate planning when he encountered numerous clients who did not have family or friends that they felt would adequately care for their pets after the owners passed away. Consequently, in 2004, Hanson researched the laws in the 19 states that recognized pet trusts, and he and a group of concerned lawyers drafted proposed legislation that ultimately became H.B. 1027. The General Assembly passed the bill, and effective January 1, 2005, the Pet Trust Act permitted people in Illinois to create trusts for the benefit of one or more of their companion animals through their estate plans. The Pet Trust Act can be found at 760 ILCS 5/15.2 (West 2008).

Concerned pet owners can now set aside funds for the care of their animals, and can designate a trustee to manage the fund for the care, support and medical needs of their pets. They also can name the physical custodian of their pet.

Following the death of the pet, the Act provides for three possible distributions of any remaining trust property. First, the pet owner can designate who shall receive the property. If no such provision is made, but the person has a general or residuary beneficiary who takes the remainder of his estate, that person will receive the remainder of the pet trust. Finally, if there is no other beneficiary, the property in the pet trust will devise to the heirs of the person who established the trust, as determined by Illinois intestacy laws.

Sometimes we hear stories about eccentric wealthy people leaving millions of dollars for the care of a dog or cat. For example, in her Will, Leona Helmsley set aside \$12 million for the care of her white Maltese, “Trouble.” The Illinois Pet Trust Act addresses this, by allowing the supervising judge to reduce the amount of the gift to what is reasonably necessary for the care of the designated animal or animals. Hanson recommends counseling your client to leave just enough in the trust for the pet’s needs, but not an “exorbitant” sum. This will reduce the likelihood that the trust will be legally challenged. After all, you wouldn’t want to open the door for a disgruntled heir to argue that your client was mentally incompetent at the time the trust was drafted.

Creating pet trusts has become one of the fastest growing areas of animal law. Attorneys who have a practice that focuses on estate planning should become familiar with the Pet Trust Act. When interviewing clients about their proposed estate plan, it is important to

inquire if your client has pets, and if he or she would be interested in establishing a pet trust as part of their overall estate plan. Imagine the peace of mind you can provide for your clients, knowing that they have set aside funds and designated a person to care for their beloved pets after they are gone.

* Special thanks to Lin Hanson, of DiMonte & Lizak, LLC, for permission to utilize the information found in this article entitled “Trusts for Companion Animals,” Vol. 17, No. 2 of the DiMonte & Lizak Newsletter published in April, 2004.

1. Cited by the American Veterinary Medical Association, State Legislative and Regulatory Affairs Department,
<http://www.click2houston.com/family/20324907/detail.html>

From the Illinois State Bar Association’s Animal Law Newsletter, January 2010 edition.



**ILLINOIS STATE
BAR ASSOCIATION**

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**ISBA High School Mock Trial
Classroom Questions**

- Should a person be able to leave their estate to whomever or whatever they wish?
- Should the courts be able to revise bequests that seem to be “unreasonably large” where animals are concerned? If so, should the court be able to revise other “unreasonably large” bequests that do not involve animals?
- Should children automatically inherit at least something from their parents or should parents be allowed under the law to exclude them from their Wills?
- If you were a judge in a divorce proceeding, how would you determine who would get “custody” of the family pet or pets?
- When establishing a trust to care for pets, should it matter how long the pets will live and how much veterinary care they may require? Should the Will stipulate maximum amounts to be spent on extending the life of a pet should a potentially life-threatening accident or illness jeopardize the life of the animal?
- Did Riley Rendlow breach the “intent” of the Will by fostering animals until they could be safely adopted?
- Should the fact that Estelle Heeney-Potter’s two adult children have good jobs (architect and lawyer) influence the judge’s decision in determining if the estate bequest is excessive?
- Do you believe that Estelle Heeney-Potter was unduly influenced by Riley Rendlow? If so, what portions of the witness affidavits support your opinion?

Is the letter from Estelle Heeney-Potter to Riley Rendlow hearsay?