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January 28, 2004

By Hand

The Honorable Denise L. Cote
United States District Court
Southern District of New York
500 Pearl Street, Room 1040
New York, New York 10007

Re: In re WorldCom, Inc. Securities Litigation, Master File No. 02 Civ. 3288 (DLC)
[Issue: State Coordination Order]

Dear Judge Cote:

On behalf of Lead Plaintiff New York State Common Retirement Fund and Co-Lead Counsel Barrack, Rodos & Bacine, and pursuant to the Court's January 26, 2004 order, we write with regard to the proposed "Discovery Coordination Order." We have two comments on the proposed order.

First, we respectfully request that the final sentence in ¶5 be modified to replace the words "In no event shall a single witness..." with "Absent consent of the parties or leave of the Court for good cause shown, no single witness shall..." This language, which tracks the language in ¶1(b) of the Court's November 14, 2003 Scheduling Order, would permit the parties the flexibility either to agree to additional time for certain pivotal witnesses or seek relief if consent is not obtained. While the proposed order raises the presumptive limit from two days to three days – a limit we believe would be more than adequate for the vast majority of depositions – we note that folding in the remanded state cases brings at least two additional sets of plaintiffs and at least one additional defendant (Bear Stearns in the RSA case) into the mix. We submit that the proposed language change retains the necessary flexibility that was included in the Court's November 14 order.

Second, though Lead Plaintiff is obviously not party to the state remanded cases, we respectfully request that the following language be added to make clear that Lead Plaintiff's obligations are not expanded by virtue of the order:

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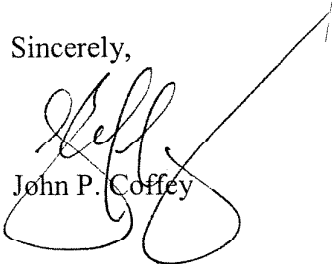


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10. Nothing herein or in any order entered in any State Court Action shall be construed as (a) limiting the ability of Lead Plaintiff to conduct discovery in the Class Action or (b) imposing any obligation on Lead Plaintiff.

Thank you for your consideration of these requests.

Sincerely,



John P. Coffey

cc (by fax):

All Defendants' Counsel
Jeffrey Golan (Co-Lead Counsel for the NYSCRF and the Class)
Neil Selinger (Liaison Counsel for Individual Actions)
Michael Pucillo (Counsel for Fresno and FCERA)
Samuel Sporn (Counsel for HGK Asset Management)
Edward Manchur (Putative counsel for "holder" action)
Jill Abrams (Counsel for GOALS plaintiffs)
Lynn Sarko (Lead Counsel for the ERISA litigation)