

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

IN RE WORLDCOM, INC. SECURITIES
LITIGATION

MASTER FILE
02 Civ. 3288 (DLC)

This Document Relates to:

02 Civ. 3288 02 Civ. 4990 02 Civ. 9514
02 Civ. 3416 02 Civ. 5057 02 Civ. 9515
02 Civ. 3419 02 Civ. 5071 02 Civ. 9516
02 Civ. 3508 02 Civ. 5087 02 Civ. 9519
02 Civ. 3537 02 Civ. 5108 02 Civ. 9521
02 Civ. 3647 02 Civ. 5224 02 Civ. 2841
02 Civ. 3750 02 Civ. 5285 02 Civ. 3592
02 Civ. 3771 02 Civ. 8226 03 Civ. 6229
02 Civ. 4719 02 Civ. 8228 03 Civ. 7298
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**DECLARATION OF JEFFREY W. GOLAN, WITH EXHIBITS, IN SUPPORT OF
RESPONSES TO THE MOTIONS OF ARTHUR ANDERSEN LLP TO EXCLUDE: (1)
THE SIC REPORT, INTERVIEW MEMORANDA, AND THE BANKRUPTCY
EXAMINERS REPORTS; (2) REFERENCE TO ANY OF ITS LIABILITY INSURANCE;
(3) CERTAIN TESTIMONY OF EUGENE MORSE; (4) THE KPMG MATERIAL
WEAKNESS LETTER; AND (5) ANDERSEN'S UNRELATED CONVICTIONS
AS WELL AS ITS CURRENT BUSINESS STATUS, AUDIT WORK
FOR OTHER COMPANIES THAT HAVE BEEN OR ARE THE SUBJECT
OF LITIGATION AND/OR FEDERAL OR STATE INVESTIGATION,
AND SETTLEMENT IN OTHER CASES**

I, Jeffrey W. Golan, pursuant to 28 U.S.C. § 1746, declares as follows:

1. I am an attorney with the law firm of Barrack, Rodos & Bacine, 3300 Two
Commerce Square, 2001 Market Street, Philadelphia, Pennsylvania 19103, co-Lead
Counsel for Lead Plaintiff. I submit this declaration in support of Lead Plaintiff's

memoranda of law in response to the motions of Arthur Andersen LLP to exclude: (1) the SIC Report, Interview Memoranda, and the Bankruptcy Examiners Reports; (2) reference to any of its liability insurance; (3) certain testimony of Eugene Morse; (4) KPMG's material letter; and (5) Andersen's unrelated convictions as well as its current business status, audit work for other companies that have been or are the subject of litigation and/or federal or state investigation and settlement in other cases.

1. True and correct copies of the following documents are annexed to this declaration:

- (a) WorldCom Form 8-K, June 25, 2002;
- (b) WorldCom Form 8-K, August 8, 2002;
- (c) WorldCom Form 8-K, June 3, 2003;
- (d) WorldCom Form 8-K, June 9, 2003; and Report of the Investigation by the Special Investigative Committee of the Board of Directors of WorldCom attached thereto;
- (e) Dick Exhibit 8, Considering the Work of Internal Audit, December 31, 2001;
- (f) Arthur Andersen's February 2002 Presentation entitled "Andersen & Enron: Perception v. Reality";
- (g) Declaration of William R. McLucas;
- (h) Selected excerpts from the July 8, 2004 and July 9, 2004 Deposition Transcript of Cynthia Ferrell Cooper;
- (i) Selected excerpts from the June 17, 2004 Deposition Transcript of Francesco Galesi;
- (j) Selected excerpts from the June 18, 2004 Deposition Transcript of Farrell Malone;
- (k) Selected excerpts from the June 8, 2004 Deposition Transcript of Eugene Morse;

- (l) Selected excerpts from the June 24, 2004 Deposition Transcript of Gary Glyn Smith, Jr.;
- (m) General Binder #22, Material Weakness Letter dated June 3, 2003, Management Support Letter (2KPMG300660001-300660242); and
- (n) Declaration of Eugene Morse, signed January 20, 2005.

I hereby declare under penalty of perjury that the foregoing is true and correct.

Executed in Philadelphia, Pennsylvania on January 21, 2004.

Jeffrey W. Golan