



**Barrack, Rodos & Bacine**

A Partnership Including Professional Corporations

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July 28, 2005

Clerk of the Court  
Daniel Patrick Moynihan United States Courthouse  
500 Pearl Street  
New York, NY 10007

**Re: In re WorldCom, Inc. Securities Litigation  
Master File No. 02 Civ. 3288 (DLC)**

Of Counsel:  
Sheldon L. Albert  
Donald C. Moss†

Dear Clerk:

On behalf of Lead Plaintiff the New York State Common Retirement Fund and Co-Lead Counsel Bernstein Litowitz Berger & Grossmann LLP, we are enclosing with this letter the following documents for filing, copies of which are being provided to Judge Cote, for the Court's consideration, and being served on counsel in the case.

Admitted in PA, except:  
\* Admitted in CA  
\*\* Also admitted in NJ  
\*\*\* Also admitted in CA & NJ  
† Admitted in NY

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1. Notice of Motion of Lead Plaintiff for Final Approval of Settlements with the Settling Defendants and Lead Plaintiff's Proposed Plans of Allocation;
2. Notice of Motion of Lead Plaintiff for Final Approval of Lead Plaintiff's Proposed Supplemental Plan of Allocation;
3. Notice of Motions of Lead Counsel for Awards of Attorney's Fees and Reimbursement of Expenses;
4. Declaration of Jeffrey W. Golan and John P. Coffey in Support of Lead Plaintiff's Motions for Final Approval of Settlements with Settling Defendants, Lead Plaintiff's Proposed Plans of Allocation, Lead Plaintiff's Proposed Supplemental Plan of Allocation, and Lead Counsel's Requests for Awards of Attorneys' Fees and Reimbursement of Expenses (with exhibits);
5. Memorandum of Law in Support of Lead Plaintiff's Motion for Final Approval of Settlements with Settling Defendants, Lead Plaintiff's Proposed Plans of Allocation, and Lead Plaintiff's Proposed Supplemental Plan of Allocation;



*Barrack, Rodos & Bacine*

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6. Memorandum of Law in Support of Lead Counsel's Requests for Awards of Attorneys' Fees and Reimbursement of Expenses;
7. [Proposed] Order Approving Plans of Allocation With Respect to Settlements with the Underwriter Defendants;
8. [Proposed] Order Approving Plans of Allocation With Respect to Settlements with the Director Defendants, Arthur Andersen LLP, Bernard Ebbers and Scott Sullivan;
9. [Proposed] Order Approving Lead Plaintiff's Supplemental Plan of Allocation;
10. [Proposed] Order Granting Lead Counsel's Motion for an Award of Attorney's Fees Relating to Settlements with the Underwriter Defendants;
11. [Proposed] Order Granting Lead Counsel's Motion for an Award of Attorney's Fees Relating to Settlements with the Director Defendants and Arthur Andersen LLP; and
12. [Proposed] Order Granting Lead Counsel's Motion for Reimbursement of Expenses.

Sincerely,

Jeffrey W. Golan

Enclosures

cc: All counsel (w/encs.) (via email or federal express)



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July 28, 2005

The Honorable Denise Cote  
United States District Judge  
Daniel Patrick Moynihan United States Courthouse  
500 Pearl Street, Room 1040  
New York, NY 10007

**Re: *In re WorldCom, Inc. Securities Litigation*  
Master File No. 02 Civ. 3288 (DLC)**

Of Counsel:  
Sheldon L. Albert  
Donald C. Moss†  
Frances Vilella-Vélez\*\*\*

Dear Judge Cote:

On behalf of Lead Plaintiff the New York State Common Retirement Fund and Co-Lead Counsel Bernstein Litowitz Berger & Grossmann LLP, we are enclosing with this letter the following documents for the Court's consideration. The originals of the documents are being filed with the Clerk of the Court, and copies are being served on counsel in the case.

Admitted in PA, except:  
\* Admitted in CA  
\*\* Also admitted in NJ  
\*\*\* Also admitted in CA & NJ  
† Admitted in NY  
\*\* Also admitted in NY  
\*\*\* Also admitted in Puerto Rico

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5. Memorandum of Law in Support of Lead Plaintiff's Motion for Final Approval of Settlements with Settling Defendants, Lead Plaintiff's Proposed Plans of Allocation, and Lead Plaintiff's Proposed Supplemental Plan of Allocation;

6. Memorandum of Law in Support of Lead Counsel's Requests for Awards of Attorneys' Fees and Reimbursement of Expenses;
7. [Proposed] Order Approving Plans of Allocation With Respect to Settlements with the Underwriter Defendants;
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11. [Proposed] Order Granting Lead Counsel's Motion for an Award of Attorney's Fees Relating to Settlements with the Director Defendants and Arthur Andersen LLP; and
12. [Proposed] Order Granting Lead Counsel's Motion for Reimbursement of Expenses.

The foregoing documents relate to all settlements reached in this case since the Citigroup Settlement, including the recent settlements with the Executive Defendants. We have previously provided to the Court, at the times the settlements were presented for preliminary approval, proposed forms of Judgments approving the settlements with the Settling Defendants, and therefore, we are not re-submitting the proposed forms of Judgments at this time. However, we are planning on reviewing with the Settling Defendants all of the proposed Judgments before the Settlement Hearing on September 9, 2005, and, if warranted or if the Court would find it helpful, we would certainly be able to provide further, or revised, versions of the proposed Judgments.

Of course, we would also be pleased to make any revisions to the enclosed forms of Orders as the Court may direct.

Respectfully,



Jeffrey W. Golan

Enclosures

cc: All counsel (w/encs.) (via email or federal express)