

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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OPERATIVE PLASTERERS AND CEMENT :  
MASONS INTERNATIONAL ASSOCIATION :  
LOCAL 262 ANNUITY FUND, Individually :  
And On Behalf Of All Others Similarly Situated, :

No. 08 Civ. 5523 (LAK)

Plaintiff,

**DECLARATION OF**  
**PATRICIA M. HYNES**  
**PURSUANT TO LOCAL**  
**CIVIL RULE 1.4**

vs.

LEHMAN BROTHERS HOLDINGS, INC., :  
RICHARD S. FULD, JR., CHRISTOPHER M. :  
O'MEARA, JOSEPH M. GREGORY, and :  
ERIN CALLAN, :

Defendants.

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Patricia M. Hynes declares under penalty of perjury, pursuant to 28 U.S.C. § 1746, as follows:

1. I am senior counsel at the law firm Allen & Overy LLP (“Allen & Overy”). I submit this declaration in support of the motion of defendant Richard S. Fuld, Jr., pursuant to Local Civil Rule 1.4, for an order (embodied in the accompanying stipulation) substituting Allen & Overy as counsel of record for Mr. Fuld in place of the law firm Simpson Thacher & Bartlett LLP (“Simpson Thacher”).

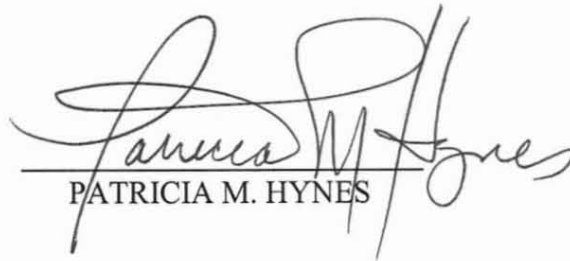
2. The reason for this substitution is that Mr. Fuld has requested that Allen & Overy represent him in this matter.

3. The present status of the litigation is that an Amended Complaint shall be filed by lead plaintiff no later than October 27, 2008. Defendants shall file a response or motion no later than December 10, 2008.

4. Under these circumstances no prejudice to any party should result from this substitution.

WHEREFORE, it is respectfully requested that this Court grant the request of Mr. Fuld to substitute Allen & Overy his attorney in place of Simpson Thacher in this matter.

Dated: New York, New York  
October 24, 2008



PATRICIA M. HYNES

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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OPERATIVE PLASTERERS AND CEMENT :  
MASONS INTERNATIONAL ASSOCIATION :  
LOCAL 262 ANNUITY FUND, Individually :  
And On Behalf Of All Others Similarly Situated, :

No. 08 Civ. 5523 (LAK)

Plaintiff,

**STIPULATION AND ORDER**  
**OF SUBSTITUTION OF**  
**COUNSEL**

vs.

LEHMAN BROTHERS HOLDINGS, INC., :  
RICHARD S. FULD, JR., CHRISTOPHER M. :  
O'MEARA, JOSEPH M. GREGORY, and :  
ERIN CALLAN, :

Defendants.

-----X

IT IS HEREBY STIPULATED AND AGREED BY AND BETWEEN THE  
UNDERSIGNED that, upon the declaration of Patricia M. Hynes, the law firm of Allen & Overy  
LLP, 1221 Avenue of the Americas, New York, New York, 10020, be substituted as counsel of  
record for defendant Richard S. Fuld, Jr., in the place of the law firm Simpson Thacher &  
Bartlett LLP, 425 Lexington Avenue, New York, NY 10017.

Dated: New York, New York  
October 24, 2008

ALLEN & OVERY LLP

BY: 

Patricia M. Hynes  
Todd S. Fishman

1221 Avenue of the Americas  
New York, New York 10020  
Tel: 212-610-6300

SIMPSON THACHER & BARTLETT LLP

BY: 

Michael J. Chyga  
Paul C. Curnin  
Eric M. Albert

425 Lexington Avenue  
New York, New York 10017  
Tel: 212-455-2502

**SO ORDERED:**

Dated \_\_\_\_\_

\_\_\_\_\_  
THE HONORABLE LEWIS A. KAPLAN  
UNITED STATES DISTRICT JUDGE