

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

IN RE WORLDCOM, INC.
SECURITIES LITIGATION

MASTER FILE NO.
02 Civ. 3288 (DLC)

This Document Relates to:

02 Civ. 3288 02 Civ. 4973 02 Civ. 8230 :
02 Civ. 3416 02 Civ. 4990 02 Civ. 8234 :
02 Civ. 3419 02 Civ. 5057 02 Civ. 9513 :
02 Civ. 3508 02 Civ. 5071 02 Civ. 9514 :
02 Civ. 3537 02 Civ. 5087 02 Civ. 9515 :
02 Civ. 3647 02 Civ. 5108 02 Civ. 9516 :
02 Civ. 3750 02 Civ. 5224 02 Civ. 9519 :
02 Civ. 3771 02 Civ. 5285 02 Civ. 9521 :
02 Civ. 4719 02 Civ. 8226 03 Civ. 2841 :
02 Civ. 4945 02 Civ. 8227 03 Civ. 3592 :
02 Civ. 4946 02 Civ. 8228 03 Civ. 6229 :
02 Civ. 4958 02 Civ. 8229 :
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**LEAD PLAINTIFF'S NOTICE OF MOTION TO CONDUCT AN
INITIAL DISTRIBUTION OF THE NET SETTLEMENT FUND**

PLEASE TAKE NOTICE that, upon the accompanying Joint Declaration of John P. Coffey and Jeffrey W. Golan in Support of Lead Plaintiff's Motion to Conduct an Initial Distribution of the Net Settlement Fund, the Affidavit of Shandarese Garr in Support of Motion for Initial Distribution of the Net Settlement Fund (the "Garr Initial Distribution Affidavit"), and the Independent Accountant's Report on Applying Agreed-Upon Procedure, Lead Plaintiff, Alan G. Hevesi, Comptroller of the State of New York, as Administrative Head of the New York State and Local Retirement Systems and as Trustee of the New York State Common Retirement Fund, will move this Court, before the Honorable Denise L. Cote, United States District Judge, at the United States Courthouse for the Southern District of New York, 500 Pearl Street, for entry of an Order (the "Initial Distribution Order") approving an initial distribution of the Net Settlement

Fund for the above-referenced Action. If approved, the Initial Distribution Order will, *inter alia*:

1. Adopt the administrative recommendations to accept Claims, as set forth in Exhibit E to the Garr Initial Distribution Affidavit, and direct an initial distribution of \$4.52 billion of the Net Settlement Fund to the Authorized Claimants set forth therein in proportion to their Recognized Claim amounts, with the remaining balance in the Net Settlement Fund to remain on deposit in the interest bearing escrow account until the processing of claims-in-process and late-filed claims is completed, and until all unresolved disputed claims have been resolved by the Court;


2. Reject wholly ineligible or otherwise deficient Claims not disputed, as set forth in Exhibit E-1 to the Garr Initial Distribution Affidavit; and

3. Retain jurisdiction to consider any further applications concerning the administration of the Settlements, including, without limitation, the disposition of claims-in-process, late-filed claims and any disputed claims, the consideration of any administrative fees and expenses relating to the distribution of the Net Settlement Fund, and such other and further relief as this Court deems appropriate.

Dated: November 21, 2006

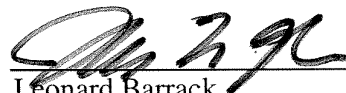
Respectfully submitted,

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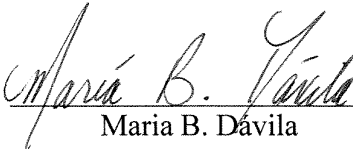
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Administrative Head of the New York State and Local Retirement Systems and as Trustee of
the New York State Common Retirement Fund, and Co-Lead Counsel for the Class*

CERTIFICATE OF SERVICE

I, Maria B. Dávila, hereby certify that true and correct copies of the within Notice of Motion to Conduct an Initial Distribution of the Net Settlement Fund, together with a copy of the (i) Joint Declaration of John P. Coffey and Jeffrey W. Golan in Support of Lead Plaintiff's Motion to Conduct an Initial Distribution of the Net Settlement Fund, (ii) Affidavit of Shandarese Garr in Support of Motion for Initial Distribution of the Net Settlement Fund, and (iii) Eisner LLP's Independent Accountant's Report on Applying Agreed-Upon Procedures have been served on this date upon all involved parties by sending a copy of same to all counsel listed on the attached service list via e-mail.

Dated: New York, New York
November 21, 2006



Maria B. Dávila

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