

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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IN RE WORLDCOM, INC. : MASTER FILE NO.  
SECURITIES LITIGATION : 02 Civ. 3288 (DLC)  
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This Document Relates to: :  
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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  
A SECOND DISTRIBUTION OF THE NET SETTLEMENT FUND**

**PLEASE TAKE NOTICE** that, upon the accompanying Joint Declaration of Jeffrey N. Leibell and Jeffrey W. Golan in Support of Lead Plaintiff’s Motion to Conduct a Second Distribution of the Net Settlement Fund (the “Joint Declaration”) and the Affidavit of Shandarese Garr in Support of Lead Plaintiff’s Motion to Conduct a Second Distribution of the Net Settlement Fund (the “Garr Second Distribution Affidavit”), Lead Plaintiff, Thomas P. DiNapoli, Comptroller of State of New York and the sole 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 “Second Distribution Order”) approving a second distribution of the Net Settlement Fund for the above-referenced Action. If approved, the Second Distribution Order will, *inter alia* :

1. Adopt the administrative recommendations to accept claims-in-process and late claims, and to adjust payout amounts for certain claims, as set forth in the Garr Second Distribution Affidavit and the Joint Declaration.

2. Direct a second distribution of \$1.4 billion of the approximately \$1.6 billion currently in the Net Settlement Fund to Authorized Claimants in proportion to their Recognized Amounts set forth in Exhibit D to the Garr Second Distribution Affidavit, with the remaining balance of the Net Settlement Fund to remain on deposit in the interest bearing escrow account until all outstanding disputed claims and payment objections have been resolved by the Court.

3. Reject wholly ineligible or otherwise deficient claims-in-process and late claims not disputed, as set forth in Exhibit E to the Garr Second Distribution Affidavit;

4. Establish a cut-off date of December 31, 2007, after which no more claims may be accepted; and

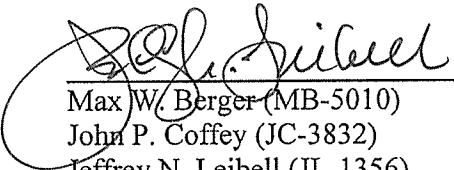
5. Retain jurisdiction to consider any further applications concerning the administration of the Settlements, including, without limitation, the disposition of disputed claims and payment objections, the consideration of any administrative fees and expenses relating to the distribution of the Net Settlement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

Dated: December 21, 2007

Respectfully submitted,

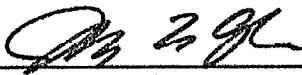
BERNSTEIN LITOWITZ BERGER &  
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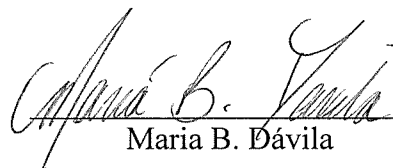
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Administrative Head of the New York State and Local Retirement Systems and as Trustee of  
the New York State Common Retirement Fund, and Co-Lead Counsel for the Class*

**CERTIFICATE OF SERVICE**

I, Maria B. Dávila, hereby certify that true and correct copies of the within Notice of Motion to Conduct a Second Distribution of the Net Settlement Fund, together with a copy of the (i) [Proposed] Order Approving Lead Plaintiff's Motion to Conduct a Second Distribution of the Net Settlement Fund, (ii) Joint Declaration of Jeffrey N. Leibell and Jeffrey W. Golan in Support of Lead Plaintiff's Motion to Conduct a Second Distribution of the Net Settlement Fund, and (iii) Affidavit of Shandarese Garr in Support of Lead Plaintiff's Motion to Conduct a Second Distribution of the Net Settlement Fund 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  
December 21, 2007

  
\_\_\_\_\_  
Maria B. Dávila

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