

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

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In re: : SIPA LIQUIDATION
: :
BERNARD L. MADOFF INVESTMENT : No. 08-01789 (BRL)
SECURITIES LLC, : :
: :
Debtor. : :
-----X : Adv. Pro. No. 09-01265 (BRL)
: :
Mary Albanese, Brow Family Partnership, :
Allan Goldstein, Laurence Kaye, :
Suzanne Kaye, Rose Less, Gordon Bennett, :
on behalf of themselves and all Others Similarly :
Situated, :
: :
Plaintiffs, :
: :
vs. : :
: :
IRVING H. PICARD, as Trustee for the :
Liquidation of Bernard L. Madoff Investment :
Securities LLC, :
: :
Defendant. :
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ORDER TO SHOW CAUSE

Upon the annexed declaration of Brian J. Neville, dated June 23, 2009, along with exhibits, the annexed copy of the Memorandum of Law in Support of Order To Show Cause, filed in connection therewith, and the Motion for Class Certification, filed in connection therewith, it is hereby:

ORDERED, that the above-named Defendant show cause at a hearing to be held before the Honorable Burton R. Lifland in Courtroom No. ___ at the United States Bankruptcy Court, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004-1408, on June _____, 2009 at _____ a.m./p.m., why an order should not be entered granting Plaintiffs' and the Class' request for declaratory judgment that:

A. this action is a proper class action and certifying Plaintiffs as Class Representatives under Rule 7023 of the Federal Rules of Bankruptcy Procedure, and Plaintiffs' counsel as Counsel for the Class;

B. the Trustee's definition of "net equity" as deposits minus withdrawals is incorrect as a matter of law;

C. a customer's "net equity" under SIPA is the value of the securities positions reflected in that customer's Madoff account(s) as of the SIPA filing date;

D. the Amended Class Action Complaint be deemed a written statement of claim for all class members who fail to file their individual SIPC Customer Claim Forms prior to the Bar Date;

E. the Amended Class Action Complaint is not a waiver of any Plaintiff's or prospective class member's right to a jury trial, nor may it be used by the Trustee to contest any Plaintiff or prospective class member's right to a jury trial;

F. the Amended Class Action Complaint does not confer jurisdiction over any prospective class member, nor may it be used by the Trustee to assert jurisdiction over any prospective class member;

G. the Trustee cease and desist from requiring the execution of a release as a condition precedent to the distribution of SIPC funds to a class member;

H. all releases executed by any class member in the Madoff liquidation be declared void; and

I. awarding Plaintiffs and the Class their reasonable costs and expenses incurred in this action, including counsel fees and expert fees.

IT IS FURTHER ORDERED that Defendant file and serve its papers in opposition to the request for declaratory judgment by June __, 2009; and

IT IS FURTHER ORDERED that personal service of a copy of this Order and the annexed declaration upon the Defendant or his counsel on or before June __, 2009 shall be deemed good and sufficient service thereof.

Dated: New York, New York
June 23, 2009

Hon. Burton R. Lifland
United States Bankruptcy Judge