UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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SECURITIES AND EXCHANGE COMMISSION,	:	ORDER OF APPOINTMENT
Plaintiff,	:	
-against-	:	03 Civ. 2937 (WHP)
BEAR, STEARNS & CO. INC.,	:	
Defendant.	:	

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SECURITIES AND EXCHANGE COMMISSION,	:	
Plaintiff,	:	
-against-	:	03 Civ. 2938 (WHP)
JACK BENJAMIN GRUBMAN,	:	
Defendant.	:	

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SECURITIES AND EXCHANGE COMMISSION,	:	
Plaintiff,	:	
-against-	:	03 Civ. 2939 (WHP)
J.P. MORGAN SECURITIES INC.,	:	
Defendant.	:	

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SECURITIES AND EXCHANGE COMMISSION,	:	
Plaintiff,	:	
-against-	:	03 Civ. 2940 (WHP)
LEHMAN BROTHERS INC.,	:	
Defendant.	:	

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UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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SECURITIES AND EXCHANGE COMMISSION, :

Plaintiff, :

-against- : 03 Civ. 2941 (WHP)

MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED :

Defendant. :

- -X

SECURITIES AND EXCHANGE COMMISSION, :

Plaintiff, :

-against- : 03 Civ. 2942 (WHP)

U.S. BANCORP PIPER JAFFRAY INC., :

Defendant. :

- -X

SECURITIES AND EXCHANGE COMMISSION, :

Plaintiff, :

-against- : 03 Civ. 2943 (WHP)

UBS SECURITIES LLC, f/k/a UBS WARBURG LLC, :

Defendant. :

- -X

SECURITIES AND EXCHANGE COMMISSION, :

Plaintiff, :

-against- : 03 Civ. 2944 (WHP)

GOLDMAN, SACHS & CO., :

Defendant. :

- -X

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

- -X

SECURITIES AND EXCHANGE COMMISSION, :

Plaintiff, :

-against- : 03 Civ. 2945 (WHP)

CITIGROUP GLOBAL MARKETS INC., :
f/k/a SALOMON SMITH BARNEY,
:

Defendant.
:

- -X

SECURITIES AND EXCHANGE COMMISSION, :

Plaintiff, :

-against- : 03 Civ. 2946 (WHP)

CREDIT SUISSE FIRST BOSTON LLC, :
f/k/a CREDIT SUISSE FIRST BOSTON
CORPORATION, :

Defendant. :

- -X

SECURITIES AND EXCHANGE COMMISSION, :

Plaintiff, :

-against- : 03 Civ. 2947 (WHP)

HENRY McELVEY BLODGET, :

Defendant. :

- -X

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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SECURITIES AND EXCHANGE COMMISSION, :

Plaintiff, :

-against- : 03 Civ. 2948 (WHP)

MORGAN STANLEY & CO. INCORPORATED, :

Defendant. :

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WILLIAM H. PAULEY III, District Judge:

On October 31, 2003, this Court approved and entered the Final Judgments in these related actions resolving the SEC's complaints against ten major investment banks and two individuals concerning equity research analyst practices in the late-1990s.[1] Pursuant to the Final Judgments, certain moneys from seven of the investment bank defendants[2] were deposited in Investor Education Accounts established at the Federal Reserve Bank of New York. See Implementing Order, dated October 31, 2003. For each of those seven firms contributing investor education funds, this Court entered an Order Regarding Investor Education ("Investor Education Orders") on October 31, 2003.

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[1] All defined terms from this Court's prior Orders in these actions apply to this Order.

[2] The seven investment bank defendants making Investor Education Fund payments are Bear, Stearns, Citigroup Global Markets, Goldman Sachs, J.P. Morgan Securities, Lehman Brothers, Merrill Lynch, and UBS Securities.

The Investor Education Orders call for the creation of a single Investor Education Entity to fund worthy and cost-efficient programs designed to equip investors with the knowledge and skills necessary to make informed investment decisions. See, e.g., Bear, Stearns & Co., Inc. Investor Education Order § B.2. The Investor Education Orders also require this Court to appoint a Chairman of the Board of Directors, to be recommended by the Commission. See, e.g., Bear, Stearns & Co., Inc. Investor Education Order § C.2.

This Court reviewed submissions from the Commission concerning its proposed candidate for Chairman, and conducted a personal interview. After careful consideration, this Court appoints the Commission's nominee Charles D. Ellis as Chairman of the Board of Directors of the Investor Education Entity contemplated in the Investor Education Orders.

The Clerk is directed to file copies of this Order in all of the related actions: (1) SEC v. Bear Stearns and Co. Inc., 03 Civ. 2937 (WHP); (2) SEC v. Jack B. Grubman, 03 Civ. 2938 (WHP); (3) SEC v. J.P. Morgan Securities Inc., 03 Civ. 2939 (WHP); (4) SEC v. Lehman Brothers Inc., 03 Civ. 2940 (WHP); (5) SEC v. Merrill Lynch Pierce Fenner & Smith, Inc., 03 Civ. 2941 (WHP); (6) SEC v. U.S. Bancorp Piper Jaffray, Inc., 03 Civ. 2942 (WHP); (7) SEC v. UBS Securities LLC, 03 Civ. 2943 (WHP); (8) SEC v. Goldman, Sachs and Co., 03 Civ. 2944 (WHP); (9) SEC v.

Citigroup Global Markets Inc., 03 Civ. 2945 (WHP); (10) SEC v. Credit Suisse First Boston LLC, 03 Civ. 2946 (WHP); (11) SEC v. Henry M. Blodget, 03 Civ. 2947 (WHP); and (12) SEC v. Morgan Stanley & Co. Incorporated, 03 Civ. 2948 (WHP).

Dated: March 22, 2004
New York, New York

SO ORDERED:

WILLIAM H. PAULEY III
U.S.D.J.