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February 3, 2009

BY HAND

Hon. Denny Chin  
United States District Judge

Hon. George B. Daniels  
United States District Judge

Hon. John G. Koeltl  
United States District Judge

Hon. Louis L. Stanton  
United States District Judge

Hon. Thomas P. Griesa  
United States District Judge

Re: *Sklar v. Bank of America Corp., et al.*, 09 CV 580 (Judge Chin) and related cases  
listed in Schedule A attached hereto

Dear Your Honors:

Pursuant to Local Civil Rule 1.6(a) and Rule 15(c) for the Division of Business Among District Judges, we write to bring to your attention the twelve actions listed on Schedule A hereto which we believe "should be heard by the same judge, in order to avoid unnecessary duplication of judicial effort" (Local Civil Rule 1.6(a)).

All twelve cases relate to Bank of America's merger with Merrill Lynch and public disclosures made related thereto in the Proxy Statement dated October 31, 2008. Furthermore, all

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twelve cases allege that defendants made false and misleading statements relating to the Merrill Lynch merger and that plaintiffs suffered resulting damages. The legal theories involved include (1) violations of the securities laws, including Section 10(b), Section 14(a), and Section 20(a) of the Securities Exchange Act of 1934 ("Exchange Act") and Rules 10b-5 and 14a-9 thereunder (*Sklar, Finger Interests Number One, Fort Worth Employees' Retirement Fund, Wexler, Palumbo, Zitner, and Stabbert*); (2) derivative actions alleging violations of Section 14 of the Exchange Act, Rule 14a-9 thereunder, and common law fiduciary duties (*Louisiana Municipal Police Employees Retirement System and Waldman*); and (3) claims under ERISA on behalf of participants in the Bank of America 401(k) Plan that held investments in Bank of America stock, including allegations that Bank of America made misrepresentations in the October 31, 2008 Proxy Statement that artificially inflated the price of Bank of America stock (*Dailey, Wilson, and Adams*).


All of the actions are asserted on behalf of Bank of America shareholders, Bank of America derivatively, or participants in Bank of America retirement plans.

Bank of America is a defendant or, in the case of derivative suits, a nominal defendant in all twelve cases. One or more Bank of America officers or directors are defendants in all twelve cases. These actions have just been filed and final determinations with respect to counsel for all of the defendants have not yet been made. However, our firm represents Bank of America in all lawsuits and various Bank of America officers and directors in both the class action lawsuits and the ERISA lawsuits.

In order to "avoid unnecessary duplication of judicial effort" (Rule 1.6(a)), and in order to efficiently coordinate pre-trial proceedings, we request that the actions listed in Schedule A hereto be assigned to the same judge.

We have conferred with co-defendants' counsel at Davis Polk & Wardwell (representing individual Bank of America directors in derivative actions), Shearman & Sterling LLP (representing certain former officers and directors of Merrill Lynch), and Dechert LLP (representing John A. Thain). They concur with our request.

Very respectfully yours,



Peter C. Hein

cc: Clerk of Court (Southern District of New York) (by hand)

All plaintiffs' counsel (See attached list) (by e-mail, fax, or U.S mail)

All defendants' counsel (See attached list) (by e-mail, fax, or U.S. mail)

**SCHEDULE A**

- (1) *Sklar v. Bank of America Corp., et al.*, 09 CV 580 (Judge Chin)
- (2) *Finger Interests Number One, Ltd. v. Bank of America Corp., et al.*, 09 CV 606 (Judge Daniels)
- (3) *Fort Worth Employees' Retirement Fund v. Bank of America Corp., et al.*, 09 CV 638 (designated as related to 09 CV 580 (Judge Chin))
- (4) *Wexler v. Bank of America, et al.*, 09 CIV 720 (designated as related to 09 CV 606 (Judge Daniels))
- (5) *Palumbo v. Bank of America Corp., et al.*, 09 CV 740 (designated as related to 09 CV 580 (Judge Chin))
- (6) *Louisiana Municipal Police Employees Retirement System v. Lewis, et al.*, 09 CV 808 (designated as related to 09 CV 580 (Judge Chin))
- (7) *Waldman v. Lewis, et al.*, 09 CV 834 (designated as related to 09 CV 580 (Judge Chin))
- (8) *Dailey v. Bank of America, Corp., et al.*, 09 CV 851 (Judge Koeltl)
- (9) *Wilson v. Bank of America Corp., et al.*, 09 CV 880 (Judge Koeltl)
- (10) *Zitner v. Bank of America Corp., et al.*, 09 CV 881 (designated as related to 09 CV 580 (Judge Chin))
- (11) *Adams v. Bank of America Corp., et al.*, 09 CV 914 (Judge Stanton)
- (12) *Stabbert v. Bank of America Corp., et al.*, 09 CV 928 (Judge Griesa)

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