

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

NEW YORK LAW SCHOOL, individually
and on behalf of all others similarly situated,

Plaintiffs,

v.

v.

ASCOT PARTNERS, L.P., J. EZRA MERKIN
and BDO SEIDMAN LLP,

Defendants.

Civil Action No. 08-CV-10922-DAB

**DECLARATION OF NANCY KABOOLIAN
IN SUPPORT OF MOTION BY NEW YORK LAW SCHOOL FOR
APPOINTMENT AS LEAD PLAINTIFF AND FOR APPROVAL OF
LEAD PLAINTIFF'S SELECTION OF LEAD COUNSEL**

NANCY KABOOLIAN, pursuant to 28 U.S.C. § 746, declares as follows under penalty of perjury:

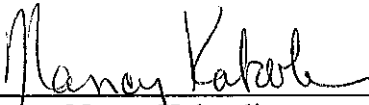
1. I am a partner of the law firm of Abbey Spanier Rodd & Abrams, LLP counsel for New York Law School ("NYLS"). I submit this declaration, together with the exhibits annexed hereto, in support of NYLS's motion to be appointed as Lead Plaintiff and for approval of Lead Plaintiff's selection of Lead Counsel.

2. Annexed hereto as Exhibit A is a true and correct copy of the first press release published on December 16, 2008 over the PRNewswire regarding the pendency of this action.

3. Annexed hereto as Exhibit B is true and correct copy of NYLS's certification setting forth its transaction in Ascot Partners, L.P.

4. Annexed hereto as Exhibit C is the firm biography of Abbey Spanier Rodd & Abrams, LLP.

Dated: February 16, 2009



Nancy Kaboolian