

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

CHÂTEAU FIDUCIAIRE S.A. as TRUSTEE
of THE MAP TRUST, on Behalf of Itself and
all Others Similarly Situated,

Plaintiff,

v.

ARGUS INTERNATIONAL LIFE
BERMUDA LIMITED, ARGUS GROUP
HOLDINGS LIMITED, MASSACHUSETTS
MUTUAL LIFE INSURANCE CO.,
OPPENHEIMER ACQUISITION
CORPORATION, RYE INVESTMENT
MANAGEMENT, RYE SELECT BROAD
MARKET FUND L.P., RYE SELECT
BROAD MARKET INSURANCE
PORTFOLIO, LDC, TREMONT
[BERMUDA] LIMITED, TREMONT
CAPITAL MANAGEMENT INC.,
TREMONT GROUP HOLDINGS, INC.,
TREMONT INTERNATIONAL
INSURANCE LIMITED, and TREMONT
PARTNERS INC.,

Defendants.

Civil Action No. 1:09-cv-00557

(Additional captions on following pages)

DECLARATION OF GREGORY M. NESPOLE

THE GEOFFREY RABIE CREDIT SHELTER TRUST and THE JOANE BRENDA RABIE CREDIT SHELTER TRUST, Individually, and On Behalf of All Others Similarly Situated,

Plaintiffs,

vs.

ARGUS GROUP HOLDINGS LTD., ARGUS INTERNATIONAL LIFE BERMUDA LTD., MASSMUTUAL HOLDING LLC, MASSACHUSETTS MUTUAL LIFE INSURANCE CO., OPPENHEIMER ACQUISITION CORP., RYE INVESTMENT MANAGEMENT, RYE SELECT BROAD MARKET FUND L.P., RYE SELECT BROAD MARKET INSURANCE PORTFOLIO, LDC, TREMONT (BERMUDA) LTD., TREMONT CAPITAL MANAGEMENT, INC., TREMONT GROUP HOLDINGS, INC., TREMONT INTERNATIONAL INSURANCE LTD., TREMONT PARTNERS, INC., ERNST & YOUNG LLP and KPMG LLP,

Defendants.

(Additional captions on following pages)

THE HARRIET RUTTER KLEIN
REVOCABLE TRUST, on Behalf of Itself and
all Others Similarly Situated,

Plaintiff,

v.

ARGUS INTERNATIONAL LIFE
BERMUDA LIMITED, ARGUS GROUP
HOLDINGS LIMITED, MASSACHUSETTS
MUTUAL LIFE INSURANCE CO.,
OPPENHEIMER ACQUISITION
CORPORATION, RYE INVESTMENT
MANAGEMENT, RYE SELECT BROAD
MARKET FUND L.P., RYE SELECT
BROAD MARKET INSURANCE
PORTFOLIO, LDC, TREMONT
[BERMUDA] LIMITED, TREMONT
CAPITAL MANAGEMENT INC.,
TREMONT GROUP HOLDINGS, INC.,
TREMONT INTERNATIONAL
INSURANCE LIMITED, TREMONT
PARTNERS INC., ERNST & YOUNG LLP,
and KPMG LLP,

Defendants.

(Additional captions on following pages)

THE MATTHEW L. KLEIN IRREVOCABLE
FAMILY TRUST dated October 27, 1997, on
Behalf of Itself and all Others Similarly
Situating,

Plaintiff,

v.

ARGUS INTERNATIONAL LIFE
BERMUDA LIMITED, ARGUS GROUP
HOLDINGS LIMITED, MASSACHUSETTS
MUTUAL LIFE INSURANCE CO.,
OPPENHEIMER ACQUISITION
CORPORATION, RYE INVESTMENT
MANAGEMENT, RYE SELECT BROAD
MARKET FUND L.P., RYE SELECT
BROAD MARKET INSURANCE
PORTFOLIO, LDC, TREMONT
[BERMUDA] LIMITED, TREMONT
CAPITAL MANAGEMENT INC.,
TREMONT GROUP HOLDINGS, INC.,
TREMONT INTERNATIONAL
INSURANCE LIMITED, TREMONT
PARTNERS INC., ERNST & YOUNG LLP,
and KPMG LLP,

Defendants.

YVETTE FINKELSTEIN, On Behalf of Herself and
All Others Similarly Situated, and Derivatively On
Behalf of AMERICAN MASTERS BROAD
MARKET PRIME FUND, L.P.,

Plaintiff,

v.

TREMONT GROUP HOLDINGS, INC.,
OPPENHEIMER ACQUISITION CORPORATION,
MASSACHUSETTS MUTUAL LIFE INSURANCE
CO., and ERNST & YOUNG LLP,

Defendants.

and AMERICAN MASTERS BROAD MARKET
PRIME FUND, L.P.,

Nominal Defendant.

Civil Action No. 1:08-cv-11141

(Additional captions on following pages)

ARTHUR M. BRAINSON IRA R/O,

Plaintiff,

v.

RYE SELECT BROAD MARKET FUND, L.P.,
TREMONT PARTNERS, INC., TREMONT
GROUP HOLDINGS, INC., RYE INVESTMENT
MANAGEMENT, JIM MITCHELL, and ROBERT
SCHULMAN,

Defendants.

Civil Action No. 1:08-cv-11212

GROUP DEFINED PENSION PLAN & TRUST,
Individually and On Behalf of All Others Similarly
Situated,

Plaintiffs,

v.

TREMONT MARKET NEUTRAL FUND, L.P.
(formerly named, American Masters Market Neutral
Fund, L.P.), TREMONT PARTNERS, INC.,
TREMONT GROUP HOLDINGS, INC.,
OPPENHEIMER ACQUISITION CORP.,
OPPENHEIMER FUNDS, INC.,
MASSACHUSETTS MUTUAL LIFE
INSURANCE COMPANY, ERNST & YOUNG,
LLP, and JOHN DOES 1-100.

Defendants.

Civil Action No. 1:08-cv-11359

EILEEN S. SILVERS and RICHARD J.
BRONSTEIN, Individually and On Behalf of All
Others Similarly Situated,

Plaintiffs,

v.

TREMONT GROUP HOLDINGS, INC.,
TREMONT PARTNERS, INC., RYE
INVESTMENT MANAGEMENT, INC.,
OPPENHEIMER ACQUISITION
CORPORATION, MASSACHUSETTS MUTUAL
LIFE INSURANCE CO., RYE SELECT BROAD
MARKET FUND, L.P., f/k/a/ AMERICAN
MASTERS BROAD MARKET PRIME FUND,
L.P., RYE SELECT BROAD MARKET XL FUND,
L.P., ERNST & YOUNG, LLP, and KPMG LLP,

Defendants.

Civil Action No. 1:09-cv-01111

(Additional captions on following pages)

RICHARD PESHKIN, On Behalf Of Himself As
An Individual, On Behalf Of Spectrum Select L.P. As
A Limited Partner, And On Behalf Of All Others
Similarly Situated,

Plaintiff,

v.

TREMONT GROUP HOLDINGS, INC.,
TREMONT PARTNERS, INC., RYE INVESTMENT
MANAGEMENT (a.k.a. RYE INVESTMENTS INC.),
OPPENHEIMER ACQUISITION CORPORATION,
OPPENHEIMERFUNDS, INC., MASSACHUSETTS
MUTUAL LIFE INSURANCE COMPANY, ROBERT
I. SCHULMAN, JIM MITCHELL, JOHN V.
MURPHY, KPMG L.L.P., BANK OF NEW YORK
MELLON CORPORATION, BNY ALTERNATIVE
INVESTMENT SERVICES, INC., SELECT
SPECTRUM PARTNERS, LLC, AND JOHN DOES 1-
100 INCLUSIVE,

Defendants.

-and-

RYE SELECT BROAD MARKET FUND LP,
RYE SELECT BROAD MARKET PRIME FUND LP,
RYE SELECT BROAD MARKET XL FUND LP, AND
SPECTRUM SELECT L.P.,

Nominal Defendants.

(Additional captions on following pages)

ARTHUR E. LANGE and ARTHUR C. LANGE,
Individually and on Behalf of All Others Similarly
Situated,

Plaintiffs,

v.

MASSACHUSETTS MUTUAL LIFE INSURANCE
COMPANY; OPPENHEIMER ACQUISITION
CORPORATION; TREMONT GROUP HOLDINGS,
INC.; RYE INVESTMENT MANAGEMENT GROUP;
HARRY HODGES; RYE SELECT BROAD MARKET
PRIME FUND, L.P.; RYE SELECT BROAD
MARKET FUND, L.P.; and TREMONT PARTNERS,
INC.

Defendants.

Civil Action No. 1:08-cv-11117

(Additional captions on following pages)

John F. Keane, Jr., Trustee, individually and on behalf
of all others similarly situated,

Plaintiff,

v.

Civil Action No. 1:09-cv-1396

Tremont Group Holdings, Inc., Rye Investment
Management, Tremont Partners Inc., Robert Ivan
Schulman, Rupert Andrew Allan, Cynthia J. Nicoll,
Stephen Thomas Clayton, Oppenheimer Acquisition
Corporation, Mass Mutual Holdings LLC,
Massachusetts Mutual Life Insurance Company, Select
Spectrum Partners LLC, Gary Busel, Ronald Pearson,
KPMG L.L.P. and BDO Seidman L.L.P.,

Defendants.

I, GREGORY M. NESPOLE, declare and state as follows:

1. I am a partner in the law firm Wolf Haldenstein Adler Freeman & Herz LLP. I make this Declaration in Support of Plaintiffs Chateau Fiduciaire S.A., as Trustee of the Map Trust, the Harriet Rutter Klein Revocable Trust, and the Matthew L. Klein Irrevocable Family Trust's (collectively "Movants") Motion to Transfer and Consolidate the Related Class Actions, Appoint Interim Class Counsel, and Coordinate the Consolidated Action with the Related PSLRA and State Cases. The matters set forth herein are stated within my personal knowledge.
2. Attached hereto as Exhibit A is a true and correct copy of my firm's resume.
3. Attached hereto as Exhibit B is a true and correct copy of Judge Sand's Order dated March 3, 2009, appointing Wolf Haldenstein Lead Counsel in the case captioned, *Newman v. Family Management Corp.*, 1:08 cv 11215(LBS).
4. I declare the foregoing to be true and correct under penalty of perjury under the laws of the United States.

Executed this 13th day of March, 2009.

/s/ Gregory M. Nespole
GREGORY M. NESPOLE

\538968