

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

BEACON ASSOCIATES LLC I, BEACON
ASSOCIATES LLC II, ANDOVER
ASSOCIATES LLC I, ANDOVER
ASSOCIATES (q) LLC,

Plaintiffs,

vs.

BEACON ASSOCIATES MANAGEMENT
CORP., ANDOVER ASSOCIATES
MANAGEMENT CORP., INCOME PLUS
INVESTMENT FUND, DAVID
FASTENBERG, TRUSTEE, LONG ISLAND
VITREO-RETINAL CONSULTANTS 401K
FBO DAVID FASTENBERG, ET AL.,

Defendants.

Civil Action No. 1:14-cv-02294 (AJP)

THIRD DECLARATION OF ARTHUR S. GORDON

I, ARTHUR S. GORDON, hereby declare, pursuant to 28 U.S.C. § 1746, under penalty of perjury:


1. I am the managing member of Gordon Asset Management LLC (“GAM”), a New York corporation.
2. This declaration is based upon my personal knowledge and review of records and information available to me in my capacity as managing member of GAM. I submit this reply declaration in further support of AIJED International Ltd.’s (“AIJED’s”) Reply Memorandum of Law in Support of Its Motion for a Stay Pending Enforcement of April Order Pending Appeal.
3. Attached hereto as Exhibit A is a true and correct copy of selected pages from the Third Amended and Restated Operating Agreement of AIJED Associates LLC.

4. Attached hereto as Exhibit B is a true and correct copy of selected pages from the Amended and Restated Articles of Association of AIJED International, Ltd.

5. Attached hereto as Exhibit C is a true and correct copy of AIJED Associates, LLC's Schedule K-1 for the year ended December 31, 2005, reflecting its share of Beacon Associates, LLC I's taxable income.

6. Attached hereto as Exhibit D is a true and correct copy of AIJED International, Ltd.'s Schedule K-1 for the year ended December 31, 2005, reflecting its share of Beacon Associates, LLC I's taxable income.

Dated: April 24 2015
Boca Raton, Florida



Arthur S. Gordon