

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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**BEACON ASSOCIATES LLC I, BEACON  
ASSOCIATES LLC II, ANDOVER  
ASSOCIATES, L.P., ANDOVER ASSOCIATES  
LLC I, ANDOVER ASSOCIATES (QP) 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.,**

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

*Defendants.*

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**DECLARATION OF BRIAN E. WHITELEY**

I, Brian E. Whiteley, hereby declare on oath and state as follows:

1. I am a partner with the law firm of Hiscock & Barclay, LLP, counsel for Income-Plus Investment Fund in the above-captioned matter. I am a member in good standing of the Massachusetts and New York bars and have been admitted pro hac vice to practice law before the Court in this matter.

2. Attached hereto as Exhibit 1 is a true and accurate copy of the Affidavit of Lynda S. Borucki of the Brattle Group in Support of Final Approval of the Plan of Allocation in connection with the Judge McMahon Ordered Plan of Allocation, filed on December 12, 2012 in Case #1:09-cv-0777-LBS, *In re Beacon Associates Litigation*, United States District Court for the Southern District of New York.

In accordance with 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Dated: March 13, 2015

/s/ Brian E. Whiteley

Brian E. Whiteley

**CERTIFICATE OF SERVICE**

I hereby certify that on March 13, 2015, I electronically filed the foregoing Declaration of Brian E. Whiteley using the CM/ECF system, which sent electronic or other notification of such filing to all counsel of record in this case.

*/s/ Brian E. Whiteley*

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Brian E. Whiteley