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*Attorneys for Diane and Roger Peskin and  
Maureen Ebel, and a large group of other  
customers*

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

SECURITIES INVESTOR PROTECTION  
CORPORATION,

Plaintiff,

v.

BERNARD L. MADOFF INVESTMENT  
SECURITIES LLC,

Defendant.

In re:

BERNARD L. MADOFF,

Debtor.

Case No. \_\_\_\_\_

SIPA LIQUIDATION

(Substantively Consolidated)

**DECLARATION OF HELEN DAVIS CHAITMAN  
IN SUPPORT OF MOTION FOR LEAVE TO APPEAL**

I, Helen Davis Chaitman, hereby declare, under penalty of perjury pursuant to 28 U.S.C. §1746, as follows:

1. I am a partner in Phillips Nizer LLP, counsel to Maureen Ebel, Diane Peskin and Roger Peskin and a large group of other customers of Bernard L. Madoff Investment Securities Inc. ("Madoff") as set forth on Exh. A hereto (the "Objectors"). I am a member of the bars of New York and New Jersey, and of this Court. I submit this declaration in support of the

Objectors' motion for an Order pursuant to Federal Rules of Bankruptcy Procedure 8001(b) and 8003: (i) granting them leave to appeal the December 17, 2009 order of the United States Bankruptcy Court for the Southern District of New York, Approving Applications of Trustee and Baker & Hostetler LLP (I) for Allowance of Compensation for Services Rendered and Reimbursement of Expenses and (II) to Amend the Order Pursuant to Section 78eee(b)(5) of SIPA, Sections 105, 330 and 331 of the Bankruptcy Code, Bankruptcy Rule 2016(a) and Local Bankruptcy Rule 2016-1 Establishing Procedures Governing Interim Monthly Compensation of Trustee and Baker & Hostetler LLP (the "Order") to the extent the Order approved the second applications for interim compensation of Irving H. Picard, Trustee, and his counsel, Baker & Hostetler LLP.

2. A true and correct copy of the Objectors' Objection to Second Applications of Irving H. Picard, Trustee, and Baker & Hostetler LLP for Allowance of Interim Compensation for Services Rendered and Reimbursement of Expenses Incurred from May 1, 2009 through September 30, 2009 is attached hereto as Exhibit B.

3. A true and correct copy of the Order that is the subject of this appeal is attached hereto as Exhibit C.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on December 23, 2009

/s/ Helen Davis Chaitman