

CONSTANTINE | CANNON

Robert L. Begleiter
Attorney at Law
212-350-2707
rbegleiter@constantinecannon.com

NEW YORK | WASHINGTON

June 3, 2009

VIA HAND DELIVERY AND ECF

The Honorable John Gleeson
United States District Court Judge
for the Eastern District of New York
225 Cadman Plaza East
Brooklyn, New York 11201

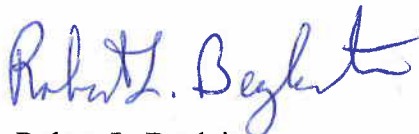
Re: *In re Visa Check/MasterMoney Antitrust Litigation*, CV-96-5238 (JG)(JO)

Dear Judge Gleeson:

Lead Counsel respectfully submits for Court approval the enclosed Fee Application for the four month period January, 2009 through April, 2009, rather than the usual quarterly submission, in light of the impending closing of the securitization of the remaining settlement account payments from MasterCard International, Incorporated (the "Securitization").¹

In this regard, we have been informed by both our financial advisor and Securitization counsel that standard practice in such transactions is for the underwriters, attorneys and advisors to be paid at the closing of the Securitization which we are now anticipating in approximately the next 30 days. Further, we are advised that the legal opinions which are required to execute the Securitization could be withdrawn if the law firms issuing those opinions are not timely paid. Accordingly, we respectfully request that the Court review the Fee Application as soon as practicable such that Lead Counsel can release the payments to the various professionals on or shortly after the Securitization closes.²

Respectfully submitted,



Robert L. Begleiter

¹ Special Washington Counsel, Miller Nash LLP, has already invoiced Lead Counsel through May 2009, accordingly, its invoice has been included in the instant Fee Application.

² We anticipate submitting a final Fee Application as soon as possible after the closing for all residual fees incurred after April, 2009.

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Enclosure

cc: Robin Wilcox, Esq. (*via electronic mail*)
Special Master