

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

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SECURITIES AND EXCHANGE COMMISSION, :
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 Plaintiff, :
 :
 - against- : **02 Civ. 5776 (PKC)**
 :
 ADELPHIA COMMUNICATIONS CORP., et al., :
 :
 Defendants. :
 :
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[PROPOSED] ORDER APPROVING DISTRIBUTION PLAN

Plaintiff, Securities and Exchange Commission (“SEC”), having moved (the “Motion”) for an order authorizing the distribution of funds held in the Court’s registry in this case (the “SEC Fund”) to victims of the Adelphia fraud in accordance with procedures adopted by the U.S. Department of Justice (“DOJ”) with respect to the Adelphia Victim Fund; and

the Court having considered the Motion, the declaration of Alistaire Bambach (“Bambach Declaration”) in support of the Motion, and the record in this case; and

it appearing that due and sufficient notice of the Motion had been given; and

the Court having found based upon the entire record in this case that the procedures adopted by the DOJ with respect to the Adelphia Victim Fund are fair and reasonable; it is hereby

ORDERED, that the Motion is approved in all respects; and it is further

