

BAKER & HOSTETLER LLP

45 Rockefeller Plaza

New York, NY 10111

Telephone: (212) 589-4200

Facsimile: (212) 589-4201

*Attorneys for Irving H. Picard, Trustee for
the Substantively Consolidated SIPA Liquidation
of Bernard L. Madoff Investment Securities LLC
and Bernard L. Madoff*

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

SECURITIES INVESTOR PROTECTION
CORPORATION,

Plaintiff,

v.

BERNARD L. MADOFF INVESTMENT
SECURITIES LLC,

Defendant.

Adv. Pro. No. 08-01789 (BRL)

SIPA LIQUIDATION

(Substantively Consolidated)

In re:

BERNARD L. MADOFF,

Debtor.

IRVING H. PICARD, Trustee for the Liquidation of
Bernard L. Madoff Investment Securities LLC,

Plaintiff,

v.

PETER B. MADOFF, ESTATE OF MARK D.
MADOFF, ANDREW H. MADOFF, individually and
as Executor of the Estate of Mark D. Madoff, and
SHANA D. MADOFF,

Defendants.

Adv. Pro. No. 09-1503 (BRL)

AMENDED COMPLAINT

Irving H. Picard, (the “Trustee”), as trustee for the substantively consolidated liquidation of the business of Bernard L. Madoff Investment Securities LLC (“BLMIS” or the “Firm” or the “Company”) under the Securities Investor Protection Act, 15 U.S.C. §§ 78aaa, *et seq.* (“SIPA”), and the estate of Bernard L. Madoff (“Madoff”), by and through his undersigned counsel, as and for his Amended Complaint against Peter B. Madoff, Andrew H. Madoff, individually, and as executor of the estate of Mark D. Madoff, and Shana D. Madoff¹ (collectively, the “Family Defendants”), states as follows:

NATURE OF PROCEEDING

1. This adversary proceeding is the next step in the Trustee’s continuing efforts to recapture and return the customer funds stolen through the Madoff Ponzi scheme. Through this action, the Trustee seeks a judgment in the aggregate amount of at least \$226,374,622 against Madoff’s brother, sons, and niece resulting from the preferential payments, fraudulent transfers, and fraudulent conveyances they received and their breaches of fiduciary duties and other tortious conduct that facilitated Madoff’s crimes and enriched the Madoff family.

2. The Family Defendants were, and frequently held themselves out to be, business and securities regulatory compliance managers and principals of BLMIS. The Family Defendants’ management responsibilities extended through trading operations, customer relationships, and legal and regulatory compliance. Yet the Family Defendants were completely derelict in these duties and responsibilities. As a result, they either failed to detect or failed to stop the fraud, thereby enabling and facilitating the Ponzi scheme at BLMIS. Simply put, if the

¹ Certain transfers to Shana Madoff identified in this Complaint were made at a time when her name was Shana Skoller. For ease of references, all transfers to Defendant Shana Madoff (identified in Exhibits G and H, hereto) are described as being made to Shana Madoff, whether they were made to Shana Skoller or to Shana Madoff.

Family Defendants had been doing their jobs—honestly and faithfully—the Madoff Ponzi scheme might never have succeeded, or continued for so long.

3. BLMIS was operated as if it were the family piggy bank. Each of the Family Defendants took huge sums of money out of BLMIS to fund personal business ventures and personal expenses such as homes, cars, and boats. The Family Defendants' misappropriation of BLMIS customer funds ranged from the extraordinary (the use of BLMIS customer funds to pay for multi-million dollar vacation homes) to the routine (the use of BLMIS customer funds to pay their monthly credit card charges for restaurants, vacations, and clothing). The means of diverting those customer funds ranged from the simple (merely transferring money to the Family Defendants' own personal bank accounts) to the complex (fabricating the purchases of securities on the Family Defendants' personal BLMIS investment advisory account statements and then cashing out of those positions). These transfers necessitate a judgment in favor of the Trustee for the benefit of BLMIS and its defrauded customers.

4. At this time, the Trustee has identified at least \$226,374,622 in avoidable and recoverable transfers comprising Customer Property and other monies subject to recovery by the Trustee. This amount, for the reasons set forth below, should be returned to the Trustee for the benefit of the customers of BLMIS. This amount comprises, in part: \$139,108,313 in initial transfers to the Family Defendants during the six-year period prior to Madoff's arrest and the demise of BLMIS on December 11, 2008; of which at least \$55,914,964 constitute fraudulent initial transfers to the Family Defendants during the two-year period prior to December 11, 2008; and of which at least \$8,480,613 constitute preference payments made during the one year prior to December 11, 2008 (owing to the Family Defendants' status as insiders). In addition, \$4,919,000 in subsequent transfers were received by the Family Defendants. The transfers to, or

for the benefit of, each of the Family Defendants are set forth hereto as: Exhibits A-B (Peter Madoff); Exhibits C-D (Mark Madoff); Exhibits E-F (Andrew Madoff); and Exhibits G-H (Shana Madoff).

5. This adversary proceeding is brought pursuant to SIPA §§ 78fff(b), 78fff-1(a), and 78fff-2(c)(3), and 11 U.S.C. §§ 105(a), 502(d), 510(c), 544, 547, 548(a), 550(a), and 551 (11 U.S.C. §§ 101 *et. seq.* are referred to herein as the “Bankruptcy Code”), and the New York Fraudulent Conveyance Act (N.Y. Debt. & Cred. § 270 *et. seq.*), New York Civil Practice Law and Rules (McKinney) (the “CPLR”), and New York common law for a constructive trust, an accounting, to set aside preferences, fraudulent transfers, and fraudulent conveyances, and to recover the money improperly received by the Family Defendants from BLMIS due to their breaches of fiduciary duty, negligence, and unjust enrichment.

THE PARTIES

6. Defendant Peter B. Madoff is Bernard Madoff’s brother, and was the Company’s Senior Managing Director and Chief Compliance Officer (“CCO”). Peter had worked at BLMIS since 1965. He is a graduate of the Fordham University Law School. Peter was an experienced investment professional and held a number of industry licenses, including Series 1 (general securities representative pre-dating Series 7), Series 4 (options principal), and Series 55 (equity trader). Peter was involved professionally as a leader in the securities industry and, as such, gave the appearance of being concerned about improvements in the industry for the benefit of the investing public. He was Director of the Securities Industry Financial Markets Association (“SIFMA”) and served as a member of the Board of Governors and Executive Committee of the National Stock Exchange. He also served as Vice Chairman of the Financial Industry Regulatory

Authority (“FINRA”) Board of Governors, on the Executive Committee Board of Governors of NASDAQ, and as a Director of the National Securities Clearing Corporation.

7. Mark D. Madoff, now deceased, was Bernard Madoff’s son.² He held the title of Co-Director of Trading at BLMIS. Mark also held the titles of Controller and Director at Madoff Securities International Ltd. (“MSIL”), a related British entity which helped Madoff and BLMIS create the false impression that BLMIS actively traded shares in its customers’ investment accounts. Mark had worked at BLMIS since 1986, upon graduating from the University of Michigan. Mark was an experienced investor and investment professional who directed many of the Company’s customer relations efforts and, at times, managed both the Firm’s proprietary trading desk and its market-making operations. Mark also held a number of securities licenses with FINRA while working at BLMIS, including Series 7, 24, and 55. He was also involved professionally as a leader in the securities industry and, as such, gave the appearance of being concerned about improvements in the industry for the benefit of the investing public. He was Chairman of the FINRA Inter-Market Committee, Governor of the Securities Traders Association (“STA”), Co-Chair of the STA Trading Committee, a member of the FINRA Membership Committee and Mutual Fund Task Force, President of the STA of New York (“STANY”), Chairman of the FINRA Regulation District Ten Business Conduct Committee, and Chairman of the SIFMA NASDAQ Committee.

8. Defendant Andrew H. Madoff is also Bernard Madoff’s son. He shared the title of Co-Director of Trading at BLMIS with his brother, Mark Madoff. He also held the titles of Controller and Director of MSIL. Andrew had worked at BLMIS since 1988, upon graduation

² This action is brought against Andrew H. Madoff, individually, and as executor for the estate of Mark D. Madoff for recovery of the damages described herein which are attributable to Mark D. Madoff.

from the University of Pennsylvania. Andrew was an experienced investor and investment professional who supervised trading at the Company, managed the trading floor, and directed many audit and compliance projects for the Company, including the confirmation and reporting of trades. He held a number of securities licenses with FINRA while working at BLMIS, including Series 4, 7, 24, and 55. Andrew was involved professionally as a leader in the securities industry and, as such, gave the appearance of an involved leader in the securities industry concerned about improvements in the industry for the benefit of the investing public. He was Chairman of the Trading, Trading Issues and Technology, and Decimalization and Market Data Committees and Subcommittees at SIFMA, and a member of the FINRA District Ten Committee and NASDAQ's Technology Advisory Committee.

9. Defendant Shana D. Madoff is Bernard Madoff's niece and defendant Peter Madoff's daughter. Shana had worked at BLMIS since 1995, upon graduating from Fordham University Law School. At various times, Shana held herself out as Compliance Counsel, in-house Counsel, and Compliance Director of BLMIS. Shana was an experienced investment professional who, along with her father, Peter Madoff, and her uncle, Bernard Madoff, was responsible for overseeing all compliance-related activities at the Company. Shana was a member of the SIFMA Compliance and Legal Division Executive Committee, the FINRA Consultative Committee, STANY, the NASD's Market Regulation Committee, the SIFMA Self-Regulatory and SRO Committee, and the SIFMA Continuing Education Committee.

JURISDICTION AND VENUE

10. This is an adversary proceeding brought in this Court, in which the main underlying SIPA case, No. 08 01789 (BRL) (the "SIPA Case"), is pending. The SIPA Case was originally brought in the United States District Court for the Southern District of New York (the

“District Court”) as *Securities Investor Protection Corporation v. Bernard L. Madoff Investment Securities LLC*, and with the consent of the Securities and Exchange Commission under SIPA § 78eee(a)(4)(A), was combined with the Commission’s action styled *Securities Exchange Commission vs. Bernard L. Madoff Investment Securities LLC et al.*, No. 08 CV 10791 (the “District Court Proceeding”). This Court has jurisdiction over this adversary proceeding under 28 U.S.C. § 1334(b) and SIPA § 78eee(b)(2)(A), (b)(4).

11. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A), (B), (F), (H), and (O).

12. Venue in this district is proper under 28 U.S.C. § 1409.

BACKGROUND, THE TRUSTEE AND STANDING

13. On December 11, 2008 (the “Filing Date”), Bernard L. Madoff was arrested by federal agents for violation of the criminal securities laws, including, *inter alia*, securities fraud, investment adviser fraud, and mail and wire fraud. Contemporaneously, the Securities and Exchange Commission (“SEC”) filed a complaint in the District Court which commenced the District Court Proceeding against Madoff and BLMIS. The District Court Proceeding remains pending in the District Court. The SEC complaint alleged that Madoff and BLMIS engaged in fraud through the investment adviser activities of BLMIS.

14. On December 12, 2008, Judge Louis L. Stanton of the District Court entered an order which appointed Lee S. Richards, Esq. as receiver for the assets of BLMIS (the “Receiver”).

15. On December 15, 2008, pursuant to SIPA § 78eee(a)(4)(A), the Securities and Exchange Commission consented to a combination of its own action with an application of the Securities Investor Protection Corporation (“SIPC”). Thereafter, pursuant to SIPA §

78eee(a)(4)(B), SIPC filed an application in the District Court alleging, *inter alia*, that BLMIS was not able to meet its obligations to securities customers as they came due and, accordingly, its customers needed the protections afforded by SIPA.

16. Also on December 15, 2008, Judge Stanton granted the SIPC application and entered an order pursuant to SIPA (the “Protective Decree”), which, in pertinent part:

- (a) appointed the Trustee for the liquidation of the business of BLMIS pursuant to SIPA § 78eee(b)(3);
- (b) appointed Baker & Hostetler LLP as counsel to the Trustee pursuant to SIPA § 78eee(b)(3); and
- (c) removed the case to this Bankruptcy Court pursuant to SIPA § 78eee(b)(4).

By this Protective Decree, the Receiver was removed as Receiver for BLMIS.

17. By orders dated December 23, 2008 and February 4, 2009, respectively, the Bankruptcy Court approved the Trustee’s bond and found that the Trustee was a disinterested person. Accordingly, the Trustee is duly qualified to serve and act on behalf of the estate of BLMIS. In addition, the bankruptcy estate of Bernard L. Madoff, individually, was substantively consolidated into the estate of BLMIS by order of the Bankruptcy Court dated June 9, 2009.

18. At a plea hearing on March 12, 2009 in the case captioned *United States v. Madoff*, Case No. 09-CR-213 (DC) (the “Plea Hearing”), Madoff pleaded guilty to an 11 count criminal information filed against him by the United States Attorney’s Office for the Southern District of New York. At the Plea Hearing, Madoff admitted that he “operated a Ponzi scheme through the investment advisory side of [BLMIS]” (Plea Hearing Tr. at 23: 14-17) and he acknowledged that “[a]s I engaged in my fraud, I knew what I was doing [was] wrong, indeed criminal.” (*Id.* at 23: 20-21). On June 29, 2009, Madoff was sentenced to a prison term of 150 years.

19. The Trustee has the job of recovering and paying out customer property to BLMIS's customers, assessing claims, and liquidating any other assets of the Firm for the benefit of the estate and its creditors. The Trustee is in the process of marshaling BLMIS's assets and the liquidation of BLMIS's assets is well underway. The assets recovered, however, will not be sufficient to reimburse the customers of BLMIS for the billions of dollars that they invested with BLMIS over the years. Consequently, the Trustee must use his authority under SIPA and the Bankruptcy Code to pursue recovery from, among others, the Family Defendants who received money which belonged to BLMIS and its defrauded customers. Absent this and other recovery actions, the Trustee will be unable to satisfy the claims described in subparagraphs (A) through (D) of SIPA § 78fff-2(c)(1).

20. Pursuant to SIPA § 78fff-1(a), the Trustee has the general powers of a bankruptcy trustee in a case under the Bankruptcy Code (in addition to the powers granted by SIPA pursuant to SIPA 78fff(b)). Chapters 1, 3, 5, and Subchapters I and II of Chapter 7 of the Bankruptcy Code are applicable to this case to the extent consistent with SIPA.

21. To this end, the Trustee is bringing this action against the Family Defendants to, among other things, avoid transfers received, directly or indirectly, from BLMIS, and recover no less than \$226,374,622 in avoidable transfers received from BLMIS by the Family Defendants and/or persons or entities for the benefit of the Family Defendants.

22. Pursuant to SIPA §§ 78fff(b) and 78lll(7)(B), the Filing Date is deemed to be the date of the filing of the petition and commencement of a case under the Bankruptcy Code.

23. The Trustee has standing to bring these claims pursuant to SIPA § 78fff-1 and the Bankruptcy Code, including sections 323(b) and 704(a)(1), because, among other reasons:

- (a) BLMIS incurred losses as a result of the claims set forth herein;

(b) the Trustee is a bailee of customer funds entrusted to BLMIS for investment purposes;

(c) the Family Defendants received “Customer Property” as defined in SIPA § 78lll(4);

(d) SIPC has not reimbursed, and will not fully reimburse, the customers for their losses;

(e) the Trustee is the assignee of claims paid, and to be paid, to customers of BLMIS who have filed claims in the liquidation proceeding (such claim filing customers, collectively, “Accountholders”). To the extent the Trustee has received express assignments of certain BLMIS customer claims, which they could have asserted, the Trustee stands in the shoes of persons who have suffered injury-in-fact, and a distinct and palpable loss for which the Trustee is entitled to seek monetary damages;

(f) SIPC has expressly conferred upon the Trustee enforcement of its rights of subrogation with respect to payments it has made and is making to customers of BLMIS from SIPC funds; and

(g) the Trustee has the power and authority to avoid and recover transfers pursuant to sections 544, 547, 548, 550(a), and 551 of the Bankruptcy Code and applicable state law including the N.Y. Debt. & Cred. Law (“NY DCL”) and SIPA § 78fff-2(c)(3).

THE FRAUDULENT PONZI SCHEME

24. BLMIS is a New York limited liability company that was wholly owned by Bernard L. Madoff. It operated from its principal place of business in the “Lipstick Building” at 885 Third Avenue, in Manhattan. Madoff, as founder, chairman, and chief executive officer, ran BLMIS together with the Family Defendants. BLMIS was registered with the SEC as a securities

broker-dealer under § 15(b) of the Securities Exchange Act of 1934 (15 U.S.C. § 78o(b)). By virtue of that registration, BLMIS is a member of SIPC.

25. BLMIS was composed of three business units: a market-making business, a proprietary trading desk, and an investment advisory business. The proceeds of the Ponzi scheme were used to prop up all of the business units—none of which would have been profitable absent the fraudulent scheme from at least fiscal year 2000 forward.

26. For years, the BLMIS investment advisory business (the “IA Business”) purported to utilize a “split-strike conversion” strategy to generate enormous and steady financial returns for its customers. In truth, though, BLMIS never implemented this strategy, or any other. At the Plea Hearing, Madoff admitted that BLMIS never in fact purchased any of the securities it claimed to have purchased for customer accounts. The Trustee’s investigation to date establishes that, to the extent that records are available, BLMIS never carried out an actual IA business; it simply deposited the customers’ investment funds in a bank account and used the money to pay other customers’ redemptions based on fictitious profits and for the personal enrichment of the Madoff family. The deceptive scheme worked as planned until, inevitably, customers’ requests for redemptions overwhelmed the flow of new investments and caused the collapse of the Ponzi scheme in December 2008.

27. During the operation of the Ponzi scheme, when customers requested and received distributions of the purported “profits” in their accounts, they were paid with the monies invested by other customers. When customers redeemed or closed their accounts, they were paid amounts consistent with the fictitious customer statements they had been receiving, fostering the deception that their investments, and the corresponding profits and distributions received, were

legitimate. Because BLMIS was no more than a Ponzi scheme; however, the money those customers withdrew was simply the money invested by other customers.

28. Instead of using the customers' monies for investment in the split-strike conversion strategy, BLMIS used the customers' funds to continue operations and pay redemption proceeds to or on behalf of other investors and to make other improper transfers. Thus, due to the siphoning and diversion of new investments to pay requests for payments or redemptions from other account holders, BLMIS did not have the funds to pay customers on account of their new investments. BLMIS was able to stay afloat only by using the principal invested by newer customers to pay older customers. At all times relevant hereto, the liabilities of BLMIS were greater than its assets. BLMIS was insolvent in that: (i) its assets were worth less than the value of its liabilities; (ii) it could not meet its obligations as they came due; and (iii) at the time of the Transfers, BLMIS was left with insufficient capital.

**THE COMPANY'S REQUIRED COMPLIANCE AND
SUPERVISORY PROCEDURES SHOULD HAVE PREVENTED THE FRAUD**

29. The Family Defendants each held senior management positions at BLMIS entailing legal compliance and/or supervisory responsibilities. The Company's compliance and supervisory policies (and the laws and regulations mandating those policies) were supposed to insure that suspicious and irregular activity would be caught, reported, and stopped. Instead, important compliance and supervisory roles were handed out to the Family Defendants who, rather than approach their jobs with appropriate professional diligence, failed to properly and faithfully carry out their duties and responsibilities. Those policies included the Company's "Internal Risk Management Controls" in which BLMIS stated that:

Bernard L. Madoff Investment Securities LLC ("Madoff") takes very seriously its responsibility to maintain a stringent risk management supervisory system. Risk management includes the

continuous identification, management, measurement and oversight of Madoff's various business risks. . . . Senior management . . . [is]. . . directly involved [in oversight through an] intricate system of supervision, review, and communication between Madoff's senior management, supervisory, trading, operations and systems personnel.

Not one of these assertions, however, was true. Senior management—the Family Defendants—did not do their jobs. Otherwise, the Ponzi scheme might have been detected and stopped many years ago.

30. In that same document, BLMIS claimed that it “has established and maintains . . . internal controls to ensure the integrity of the firm’s written supervisory and operational procedures.” As part of that supervision, “Senior Management” (which included each of the Family Defendants) was to communicate with “department managers on a daily basis to ensure proper procedures are being followed.” The Company’s Internal Audit Committee was also to conduct internal audits on a monthly or quarterly basis. Upon information and belief, none of this consistently occurred with the regularity required.

31. BLMIS did not register with the SEC as an Investment Adviser until August 2006. Due to the large number of its advisory customers, BLMIS should have registered as an Investment Adviser many years before that time. Even after its long-delayed registration, meaningful and accurate internal supervision and regulatory compliance never took place within the IA Business. For example, in or about January 2008, BLMIS filed a Form ADV for Investment Adviser Registration with the SEC. In the application, BLMIS represented that it had 23 customer accounts and assets under management of approximately \$17.1 billion. In fact, in January 2008, BLMIS had over 4,900 open customer accounts with a purported value (based on customer account statements reflecting fictitious profits based on trades which, in fact, never took

place) of approximately \$68 billion under management. Upon information and belief, defendants Peter and Shana Madoff assisted in the completion of this filing with the SEC.

32. The Investment Advisory Manual for the IA Business required responsibilities and layers of oversight which were never fulfilled or implemented. Instead, the Company's compliance documents existed only to provide the appearance of compliance efforts, rather than to provide actual compliance with federal securities laws. For example, the September 2006 Compliance Manual stated that:

- BLMIS and its personnel are committed to serving the interests of its clients with the utmost professionalism and integrity.
- BLMIS and its personnel have a duty to disclose to Clients all material facts that may affect the services that BLMIS provides to the Clients.
- BLMIS and its personnel may not confer a benefit on one client to the disadvantage of another client, but rather must treat all clients equitably.
- BLMIS's records are maintained in a manner that provides for an accurate record of all financial transactions in conformity with generally accepted accounting principles. No false or deceptive entries may be made and all entries must contain an appropriate description of the underlying transaction. All reports, vouchers, bills, invoices, payroll and service records and other essential data must be accurate, honest and timely and should provide an accurate and complete representation of the facts.
- For each security in which either [sic] Client has a current position on any particular day, BLMIS must be able to promptly tell the SEC which Client owns the security and the current amount or interest of the Client in that security.

33. The September 2006 Compliance Manual placed responsibility on the shoulders of all of the Family Defendants, who each held senior management and supervisory positions at BLMIS:

- BLMIS's supervisory personnel are Bernard L. Madoff and Peter B. Madoff. Please note, however, that any person with the requisite degree of responsibility, ability, or authority to affect the conduct of the employee whose behavior is at issue may be deemed a 'supervisor.' A person's actual authority and responsibility, not merely title and status, determine whether that person is a 'supervisor.'
34. The September 2006 Compliance Manual required supervisory personnel to:
- monitor (or delegate and supervise the monitoring of) the activities of BLMIS personnel to ensure that the policies and procedures in this manual are being followed;
 - respond to 'red flags' (such as indications that material nonpublic information has been inappropriately communicated or that insider trading has occurred) and reasonably correct problems that may arise;
 - Any aberrational activity should prompt close attention. Supervisors should be skeptical of any failure to adhere to BLMIS policies and procedures. Once red flags have been detected, a supervisor has an affirmative duty to investigate any problem and follow up to ensure that the problem has been corrected.

The Family Defendants each turned two blind eyes to these duties.

35. These duties and responsibilities were not new to the Company due to its 2006 registration as an Investment Adviser. A 1998 Compliance Manual required the Company to follow "a policy of high ethical standards and strictly adhere to the dictates of sound investment principles and policies." The policies enumerated in the 1998 Compliance Manual were "designed to serve the interests of our customers and ensure compliance with all applicable securities regulations" and reminded all registered representatives, including Peter, Mark, and Andrew, that they had "a professional obligation to conduct your business affairs in a moral, ethical and legal manner."

36. The 1998 Compliance Manual designated Madoff as the principal to supervise the Company's registered personnel. Those supervisory duties were not exclusive to him, however,

both as set forth in the Manual and based upon the duties FINRA-registered principals undertake when they assume such a position. In Madoff's absence, the Manual provided that Peter Madoff had that principal responsibility and, in his absence, "Mark D. Madoff shall be responsible for carrying on the Firm's policy." Later manuals say that Mark and/or Andrew are in charge in Madoff's absence.

37. In addition, the 1998 Compliance Manual required weekly compliance meetings by the Company's principals with the registered representatives to discuss compliance matters. There is no evidence of these meetings having been regularly held.

Peter Madoff's Compliance Responsibilities

38. Defendant Peter Madoff's duties and responsibilities were well-defined by law. Yet he failed miserably to meet them, to the financial detriment of the thousands of BLMIS customers victimized by the Ponzi scheme.

39. SEC Rule 206(4)-7 of the Advisers Act, adopted in September 2003, requires each registered adviser to designate a CCO to administer its compliance policies and procedures. The CCO is to be a person competent and knowledgeable regarding the Advisers Act—sufficiently senior and empowered with full responsibility and authority to develop and enforce these policies and procedures. Defendant Peter Madoff accepted this designation when the firm became registered as an investment adviser in 2006.

40. FINRA Rule 3130, first adopted in 2004, also required BLMIS, as a broker-dealer, to designate a principal of the firm as a CCO, who would meet at least annually with the CEO to discuss the Firm's compliance efforts and to identify and address significant compliance problems and plans for emerging business areas. Peter Madoff was also CCO of BLMIS's

broker-dealer business, but he clearly did not carry out this responsibility with any degree of diligence or integrity.

41. The supplementary materials to FINRA Rule 3130 describe the CCO's "unique and integral role" as an "indispensable party" to the firm's compliance certification. These materials explain that the CCO should have expertise in the process of gaining an understanding of the products, services, or line functions that need to be the subject of written compliance policies. The CCO is responsible for oversight of the line managers who are responsible for the execution of compliance policies and for developing programs to test compliance with the firm's policies and procedures.

42. BLMIS's own internal compliance policies also clearly set forth Peter Madoff's duties and responsibilities, yet those policies, too, were ignored routinely. In a 2007 report of its Annual Review (required by Rule 206(4)-7 of the Investment Advisers Act of 1940), BLMIS stated the following:

- The firm's Chief Compliance Officer ("CCO"), Peter Madoff, performs the Adviser's annual review. The CCO is qualified to perform such review based upon his knowledge of the Investment Adviser's Act of 1940. . . and of Madoff's advisory business.
- The CCO. . . reviewed the Adviser's business model in relation to the current written policies and procedures. Since Madoff's advisory business remained the same, the CCO found that the written policies and procedures were adequate.
- Since [BLMIS]'s business model remained unchanged, the CCO found the initial risk identification effective and the risk inventory comprehensive.
- The 2007 annual review assessed whether the firm had effectively implemented the Adviser's written policies and procedures as described in the [Compliance] Manual. The

review demonstrated that the firm's written policies and procedures are effectively utilized in the firm.

- The CCO found that the implementation of the compliance procedures reflected good principles of management and control. The firm's existing compliance procedures were effective and no additional compliance procedures. . . are warranted.
- The CCO qualitatively tested the compliance procedures. It was demonstrated to the CCO that the reviews are reasonably designed to detect violations of the Investment Adviser Rules and federal securities laws applicable to the Adviser's business.

43. Peter was also given specific responsibilities in BLMIS's September 2006

Compliance Manual which, upon information and belief, he regularly ignored. For example:

- BLMIS has designated Peter Madoff as the Chief Compliance Officer ("Compliance Officer") to administer BLMIS's compliance policies and procedures in connection with its investment advisory business.
- All trading and operations personnel should alert the Compliance Officer immediately if there is any unusual activity in any account that BLMIS manages. This includes but is not limited to wire transfers, security transfers to unknown/unusual counterparties, transactions in securities away from the perceived market price, or any general unusual activity. Any such matter will be investigated immediately and with the utmost discretion.
- In order to verify compliance with [BLMIS's allocation and trade aggregation] policies and procedures, the Compliance Officer will conduct periodic reviews of allocation records in order to verify that order allocations are being made in accordance with the aforementioned allocation procedures. The Compliance Officer will also periodically compare the amount of designations made prior to the entry of an order with the actual allocations made.

Again, of course, Peter Madoff failed to carry out these duties and responsibilities.

Shana Madoff's Compliance Responsibilities

44. Defendant Shana Madoff, the niece of Bernard Madoff and the daughter of defendant Peter Madoff, was, as previously noted, in-house Counsel and Compliance Director at BLMIS. As Compliance Director, Shana was—or should have been, had she discharged her duties loyally, diligently, and carefully—aware that the IA Business did not, in fact, purchase or sell any securities with the billions of dollars held in customer accounts. Shana was, like her father, defendant Peter Madoff, responsible for monitoring BLMIS's operations and ensuring its compliance with the federal securities laws and regulations and corresponding FINRA rules and regulations. Shana assisted her father, for example, in drafting the annual review of the IA Business's compliance program. It would seem impossible for her to carry out her compliance duties, year in and year out, without questioning or wondering whether the Company's IA Business was a fraud.

45. Although Shana enjoyed the title of Compliance Director, it is obvious that she did not do her job. Shana was the sole custodian for most of the Company's compliance documents and regulatory materials, yet she ignored every red flag of the massive fraud taking place right in front of her.

46. In her role, she plainly understood and clearly communicated that there was no subdivision or segmentation of the compliance function as between the IA Business and the Company's market-making and proprietary trading functions. For example, Shana wrote a memo to her cousin, Mark Madoff, on which she copied her father, defendant Peter Madoff, in which she definitively declared: "The Compliance Departments' [sic] monitoring and oversight of compliance issues extends to all areas of the firm's business."

47. The Trustee has so far been unable to identify any evidence of meaningful compliance or supervisory activities relating to the IA business, however. Had Peter, as the CCO, or Shana, as Compliance Counsel, done their jobs properly, the fraud might have been revealed years earlier. Either they failed completely to carry out their required supervisory/compliance roles, or they knew about the fraud but covered it up.

The Sons' Supervisory Responsibilities

48. Mark and Andrew Madoff were each FINRA-registered securities principals of the Firm. As such, they had supervisory responsibilities to ensure compliance with the Firm's policies and procedures as well as with federal securities laws. The Trustee has so far been unable to identify any evidence of meaningful and consistent supervision by either of them, though. Had they made even the slightest attempt to fulfill their supervisory responsibilities, they would have been aware that no actual securities transactions were taking place within the IA Business for the accounts of the customers of BLMIS. Either they failed to completely carry out their supervisory roles, or they did so and covered up the fraud.

49. Mark and Andrew Madoff were, like their Uncle Peter Madoff, general securities principals at BLMIS pursuant to the FINRA Series 24 examination. The exam is designed to ensure that a principal of a broker-dealer has the requisite knowledge and competence, and serves to emphasize the principal's obligations to supervise the operations of a broker-dealer and its employees. Registered principals are responsible to ensure, among other things: (i) firm compliance; (ii) that regulatory requirements are met; and (iii) the establishment, maintenance, and implementation of proper supervisory procedures. In these obligations, Mark and Andrew Madoff (like their Uncle Peter) failed the customers who opened accounts and entrusted their monies to BLMIS.

50. Although Mark and Andrew had important roles in BLMIS's market-making business and at its proprietary trading desk, they each at times played roles in the IA Business, as well. On information and belief, from time to time, Mark and Andrew had direct, investment-related contacts and communications with investors in the IA Business.

Supervisory And Compliance Failures Relating To MSIL

51. Among the charges to which Bernard Madoff pleaded guilty were two counts of money laundering. Frank DiPascali, another BLMIS employee, also pleaded guilty to money laundering charges. These charges arose from the transfer of monies between BLMIS and MSIL, which appeared on the books and records of both those firms. Pursuant to the BLMIS Supervisory Compliance Procedures Manual, dated March 2007, the Firm maintained an Anti-Money Laundering compliance program which prohibited the very transactions to which Madoff and DiPascali pleaded guilty. The supervisory manual also required periodic review of large or suspicious transactions to uncover potentially illegal activities of this kind. Here, too, even a minimal level of diligence by the Family Defendants in carrying out their professional obligations might have protected BLMIS and its customers from the continuing fraud.

52. MSIL also maintained its own Compliance Manual which, upon information and belief, was last updated in March 2003. Andrew, Mark, and Peter were all Directors of MSIL and were designated as Approved Persons of MSIL by British regulatory authorities. The MSIL manual set forth "Statements of Principle for Approved Persons." These include acting with "due skill, care and diligence in carrying out his controlled function," and taking "reasonable steps to ensure that the business of the firm for which he is responsible. . . is organized so that it can be controlled effectively." The Trustee has, so far, been able to find little written documentation evidencing that the required periodic supervisory review was regularly conducted on an on-going

basis by Peter, Andrew, or Mark to ensure compliance with law. Again, their failures to discharge their duties enabled and facilitated the Ponzi scheme.

The Misuse Of IA Funds Permeated All Of BLMIS's Business Units

53. The money laundering through MSIL was not limited to the IA Business. The purportedly “legitimate” proprietary trading and market-making businesses at BLMIS were involved as well. All of the defendants knew or should have known that the majority of the total revenue purportedly earned by the market-making and proprietary trading businesses, in the aggregate, at least for fiscal years 2000 through 2008, was composed of income generated by transfers from the IA Business. In fiscal years 2007 and 2008, these amounts were reported as “commission” income. This commission income itself, however, was derived from purported trades which, in fact, never took place and was a term used to disguise the laundering of money from the IA Business. The “commission” was fraudulently transferred from the IA Business to the market-making and proprietary trading businesses, often through MSIL in transactions which had no legitimate business purpose, thus giving the appearance that the market-making and proprietary trading businesses were generating significant profits.

54. For fiscal year 2007, approximately \$174 million dollars was transferred from the IA Business to an MSIL bank account. During this time period, approximately \$103 million was transferred back to bank accounts controlled by BLMIS and appeared on the financial statements prepared for the market-making and proprietary trading businesses as commission income.

55. For fiscal year 2008, approximately \$90 million dollars was transferred from the IA Business to an MSIL bank account. During this time period, approximately \$87 million was transferred back to bank accounts controlled by BLMIS and appeared on the financial statements prepared for the market-making and proprietary trading businesses as commission income.

56. Based upon financial statements prepared by BLMIS for fiscal year 2007, this re-directed commission income represented approximately 60% of the total revenues reported by the market-making and proprietary trading businesses. For fiscal year 2008, this re-directed commission income represented more than 70% of the total revenues reported by the market-making and proprietary trading businesses.

57. The financial statements prepared by BLMIS for fiscal years 2000 through 2008 falsely indicated that the market-making and proprietary trading businesses generated tens of millions of dollars in net income. In reality, however, the market-making and proprietary trading businesses would have generated tens of millions of dollars in *losses* had it not been supported by the fraudulent transfer of customer money from the IA Business.

58. As directors, supervisors, and compliance officers of the market-making and proprietary trading businesses, had the defendants been faithfully carrying out their supervisory and managerial responsibilities, they either knew, should have known, or deliberately disregarded that the primary source of revenue for the market-making and proprietary trading businesses was, in fact, nothing more than money re-directed from the IA Business. Had they faithfully carried out their compliance, supervisory, and managerial responsibilities, they would have realized that the market-making and proprietary trading businesses were, in fact, incurring tens of millions of dollars in losses and could not afford to pay the exorbitant salaries, bonuses, and other compensation paid to the defendants and others.

59. By virtue of their senior management positions at BLMIS, the defendants also knew, should have known, or deliberately disregarded that there was no trading conducted by the IA Business either at MSIL or at BLMIS which would have generated such commission income. The defendants did not ask any questions or otherwise seek to verify the legitimacy of the

hundreds of millions of dollars which, in this manner, were effectively laundered from the IA Business. The defendants ignored these and other obvious red flags in order to continue to enrich themselves at the expense of the customers of BLMIS.

THE PONZI SCHEME BENEFITED THE FAMILY DEFENDANTS

60. The Madoff Ponzi scheme massively enriched the Family Defendants. Each received substantial transfers of money from BLMIS which properly belonged to the Company and, ultimately, its customers. The transfers received by, or for the benefit of, each of the Family Defendants, as discovered by the Trustee's investigation to date, are identified in Exhibits B, D, F, and H, hereto. Although many of these transfers were effected through paperwork that was falsified, backdated, or fabricated to make them look as if they were something other than the taking of BLMIS customer assets, in fact, these transfers came from the investment funds of customers for whom BLMIS was supposed to act as an honest investment adviser and fiduciary.

61. In addition, the Family Defendants "invested" in the Company's IA Business. Each held numerous IA accounts in their own names and in the names of their immediate family members. Unlike BLMIS's other customers, however, their actual principal investments were often minimal and, in certain cases, nonexistent. They each removed substantial sums from their IA accounts in excess of the principal they invested, making them "net winners" subject to the avoidance claims asserted in this and other proceedings.

62. Like many of BLMIS's IA customers, the Family Defendants each received or viewed monthly account statements purporting to describe the performance of their investments. Unlike many of the ordinary IA Business customers who were duped by their account statements, however, the Family Defendants were—or should have been—aware at all times that the profits described in their IA account statements were a fiction. Each of them held senior managerial and

supervisory or compliance roles at BLMIS and were experienced investors and securities professionals with regulatory FINRA licenses. Perhaps most obviously, as Co-Directors of Trading, Andrew and Mark were—or should have been—aware that no one was effecting trades within the IA Business, either in New York or in London, as claimed by Madoff, or that the purported trades of the IA Business were not attained by the proprietary trading and market-making traders reporting to them who dealt with real markets.

63. The Family Defendants also breached their fiduciary duties to BLMIS by diverting customer funds to invest in outside business ventures for their own personal enrichment. These obvious breaches of fiduciary duties were also violations of the terms of the Company's cynically-titled Code of Ethics and Trading Policy prohibiting employees from engaging "in any business other than the employee's employment with BLMIS" absent the prior written consent of the Compliance Officer (*i.e.* defendant Peter Madoff). This approval was also required pursuant to the Firm's various compliance manuals. On information and belief, such consent was never obtained—and certainly not consistently with duties of loyalty and care owed to the Company. The Family Defendants, all employed by BLMIS, spent considerable time and energy diverting customers' funds and using them in a wide array of outside business ventures, ranging from real estate partnerships to hair salons, for their own personal benefit.

64. The Family Defendants used their IA Accounts to funnel BLMIS customers' money to themselves and their family members, as described in greater detail below. They each withdrew millions more than they invested into those accounts.

65. The Family Defendants failed to sufficiently perform any of the regulatory, supervisory, or compliance roles required of senior managers in a securities firm. They each received huge sums of money from BLMIS without any legitimate business purpose. None of

them could have had a good-faith basis to believe either that they were entitled to the money or that it was the result of benefit or value they conferred to the Firm. They each failed to note or report any of the blatant irregularities and improbable gains reflected in their own personal IA accounts and in the Firm's business practices and operations.

Peter Madoff

66. To date, the Trustee has identified at least \$77,021,603 transferred by BLMIS to Peter Madoff, or to entities for his benefit, which is avoidable and recoverable through this action. The transfers that compose that total are identified on Exhibits A and B. Between 1993 and 2008, Peter was paid a total of \$36,245,000 in salary and bonus. In addition, he received over \$3.8 million paid either directly to him or to vendors on his behalf as a “draw” during that same period. Available bank records reflect that these purported cash “draws” came from BLMIS's bank accounts.

67. Peter maintained two IA accounts with BLMIS. All the available records reviewed by the Trustee show that Peter invested only \$32,146 into his accounts—including a grand total of only *fourteen dollars* after December 1995—yet he redeemed \$16,252,004. It was—or at the very least, should have been—obvious to Peter that the gains reflected in his IA account statements did not reflect actual securities transactions or market conditions during that time.

68. In fact, the Trustee has been unable to verify that any money was ever invested into one of Peter Madoff's investment accounts—account number 1M0174. Notwithstanding the lack of actual investment, the March 2002 account statement reflected purchases and sales of Microsoft stock generating a purported gain of \$8,752,620. These trades were a complete fabrication. Despite having no money or securities invested in the account, Peter's March 2002

investment account statement suddenly showed that approximately \$15.4 million worth of Microsoft stock had been “purchased” in or about December 2000 and “sold” in or about January 2002. Thus, the first evidence of this January 2002 “purchase” of Microsoft stock did not appear in an account statement until March 2002. Less than two months later, on or about May 17, 2002, Peter Madoff redeemed nearly \$6 million from this account, which included the gains from the fabricated Microsoft transactions. The purchase and sale of Microsoft shares reflected on Peter Madoff’s account statements were a complete fiction. They never occurred. They were simply typed out on his account statements to justify his withdrawal of nearly \$6 million of other people’s money.

69. Defendant Peter Madoff continued to withdraw sums of money far exceeding the invented gains of the fabricated Microsoft transaction. Between April 2003 and May 2005, he withdrew an *additional* \$6.9 million from the same account.

70. Peter’s IA account was again manipulated in September 2005 to create millions of dollars in false gains. The September 2005 statement showed—for the first time—the purchase of 125,000 shares of Apple Computer (“Apple”) stock in or about January 2004, more than a year and a half earlier. The statement then reflected the settlement of a stock split in Apple stock on March 2, 2005, and a corresponding credit to Peter’s account of an additional 125,000 shares. Finally, the September 2005 statement showed that Peter had “sold” his shares immediately after the split, in or about March 2005. None of these events were described on any documents until the September 2005 statement.

71. The account statement purports to show a gain from these transactions of \$8,117,500. Between September 2005 and April 2006, Peter redeemed \$3,235,000 from this account, an amount that captured a great deal of the proceeds from the fictitious and backdated

transactions in Apple stock. The Apple stock split and sale was designed to create the appearance of profitable trades in Peter's customer account when, in fact, none had occurred to justify his redemption of substantial sums at the expense of BLMIS and, ultimately, its customers.

72. Consistent with his level of financial experience and sophistication and his role as CCO, defendant Peter Madoff knew, or should have known that the amounts withdrawn from his accounts were the product of fictitious and backdated trading activity and that the benefit he received was derived from purported transactions grounded in fraud and deception. He ignored obvious red flags that the profits reflected in account statements could not have been earned legitimately, to the detriment of BLMIS and its other customers. These fabricated profits, however, were only a fraction of the monies Peter was able to misappropriate from BLMIS.

73. In addition to these withdrawals from his "investment" accounts, Peter—and entities he owned and controlled—improperly received over \$20 million in fraudulently diverted funds from BLMIS and related entities which belonged to BLMIS and, ultimately, to its defrauded customers. Those transfers to Peter, or to others for his benefit, for which BLMIS received no corresponding benefit or value, include the following:

- On December 12, 2007, Bernard Madoff "loaned" Peter \$9,000,000 at a low interest rate of 4.13%. Although the note in connection with the loan was payable to Madoff, personally, the money for the loan came from the operating account for BLMIS's IA Business at JP Morgan Chase Bank (the "703 Account"). Despite the favorable terms, the Trustee has not discovered any evidence that interest or principal has been paid on this loan;
- On April 14 and June 2, 2004, \$450,000 and \$4,000,000, respectively was wired from the 703 Account to Peter in connection with the purchase of an apartment located at 975 Park Avenue, Apt. 6B, New York, NY;

- In April of 2001, Peter’s sister-in-law, Ruth Madoff, “loaned” him \$4,244,649 in connection with the purchase of a home located at 200 NW Algoma Road, Palm Beach, FL 33480. That amount was transferred in three separate installments: \$10,000 on March 27, 2001; \$365,200 on April 18, 2001; and \$3,869,449 on April 30, 2001. Despite being “loaned” by Ruth Madoff, that money was wired directly to Peter’s real estate agents and lawyers from various BLMIS operating accounts;
- Between 1996 and 2008, BLMIS paid \$1,016,623 (in 38 separate payments) from its accounts at the Bank of New York to the Peter B. Madoff Life Insurance Trust, funding a life insurance policy which named his family members as beneficiaries;
- Peter was also an investor in four limited partnerships operated by Sterling American Property, Inc. (the “Sterling Partnerships”). Between January 18, 2000 and April 11, 2006, the Sterling Partnerships received twelve payments totaling at least \$896,744 from BLMIS for Peter’s benefit;
- Peter held a 1% ownership stake in Madoff Brokerage Trading and Technology, LLC, which was financed by a \$35,000 payment on January 11, 2001 from a BLMIS operating account at Bank of New York;
- Peter also held a 1% ownership stake in Madoff Technologies, LLC. On October 31, 2000, his portion of a capital call by that entity—\$54,915—was paid by a transfer from one of BLMIS’s operating accounts;
- MSIL paid approximately \$274,563 out of its operating account (in four separate payments) to “Robert S. Fountain trading as The Aston Workshop” for Peter’s benefit for the purchase and restoration of Peter’s Aston Martin automobile;³
- Between 2002 and 2008, BLMIS funds were used to pay for \$744,962 in personal expenses charged to Peter’s American Express cards for personal expenses such as, for example, wines and luxury clothing.

³ As of the filing of this Amended Complaint, the Trustee has received \$225,000 in partial satisfaction of these recoverable transfers.

Mark Madoff

74. To date, the Trustee has identified at least \$71,891,397 transferred from BLMIS to Mark Madoff, or to entities for his benefit, which is avoidable and recoverable through this action. The Transfers that compose that total are identified on Exhibits C and D. Mark Madoff lived a high-end lifestyle with homes in Manhattan, Nantucket, and Greenwich, Connecticut. BLMIS funds paid for all aspects of his lavish lifestyle; from the purchases of his high-end homes to the mattress and box spring he slept on, to the television he watched in his home gym, and to the outdoor shower in his home. In addition, BLMIS provided Mark Madoff with astronomical compensation—between 1993 and 2008, he was paid \$33,554,960, including bonuses of \$4.8 million in 2006 and over \$9 million in 2007—years when the market-making and proprietary trading business units would have reported significant losses had they not been artificially propped up by funds from the IA Business.

75. Beyond this amount, in a proof of claim filed with this Court, Mark seeks an *additional* \$44,815,520 in deferred compensation. The Trustee has not, however, discovered any evidence that any of Mark's compensation was, in fact, deferred.

76. Among other accounts, Mark maintained seven customer accounts with the IA Business for himself and his family members. The Trustee has identified documents purporting to show that Mark invested a total of \$381,393 into those accounts. Nonetheless, Mark was able to redeem \$18,162,227 from his investment accounts prior to December 2008. It was—or at the very least, should have been—obvious to Mark that the massive gains reflected in his customer account statements did not reflect actual securities transactions or market conditions.

77. One of these accounts—1M0142—was purportedly opened in July 1998. Although the Trustee has not found any record of money invested into that account, Mark redeemed \$14,636,761 from that account alone.

78. Mark Madoff received millions of dollars as a result of fictitious and backdated transactions in his IA account. In July 1998, almost immediately after the account was opened, an account statement purports to show that thousands of shares of Dell Computer Corporation (“Dell”) stock had been purchased in or about January 1997, more than *eighteen months before the account was opened*. These purchases appeared on the statement even though the account was never funded with cash or securities. Nonetheless, the July 1998 account statement reflects two stock splits in Dell: one settling on July 30, 1997, and another settling on March 11, 1998. Both of these splits took place after the shares were purportedly purchased, but before the account was opened. On the account statement, an entry dated July 21, 1998, purports to show that the Dell shares were “sold,” generating a “gain” of \$1,985,000. Three days later, on or about July 24, 1998, \$1,956,205 was redeemed from this account.

79. As of a few years later, no money or securities had been invested in this account. Nevertheless, the March 2002 account statement reflects that \$9.9 million worth of stock in Microsoft had been “purchased” over a year earlier, in or about December 2000, and then “sold” in or about January 2002, creating a tidy “profit” of \$5,628,860. Despite the earlier dates of these purported trades, the first evidence of this “purchase” of Microsoft stock does not appear until March 2002. On or about April 3, 2002, a substantial portion of the purported profits of these fictitious transactions—\$5,331,853—was transferred from Mark’s IA account to an outside account owned and controlled by him.

80. Similarly, in April 2004, despite having no money or securities invested in his account, an account statement shows that more than 2.9 million shares of stock in Lucent Technologies had been “purchased” in March 2003 and “sold” in April 2004 for a “gain” of over \$7.5 million. Again, although these trades purportedly occurred in 2003, they do not appear in account statements until April 2004. At least \$7.3 million of the proceeds of these fictitious trades were transferred from Mark’s IA account (No. 1M0142) to outside bank and brokerage accounts owned and/or controlled by him.

81. Mark also established a customer account in July 1998 in the name of the “Children of Mark D. Madoff” with account number 1M0143. The account named Mark’s brother, Andrew Madoff, as trustee. Upon information and belief, all investment decisions concerning this account were made by defendants Mark and Andrew Madoff. The Trustee has, so far, been unable to verify that any money was ever invested into this account, and upon information and belief, no money was, in fact, invested into this account.

82. In July 1998, the fraudulent transactions in Dell stock described above were repeated in the investment account held in trust for Mark Madoff’s children. As in his own investment accounts, falsified purchases, splits, and sales of Dell stock purported to take place in 1997 and 1998, generating fictitious gains of \$1,985,000. Just a few days after the alleged sale, on or about July 24, 1998, \$1,956,205 was redeemed from this account. This financial chicanery enabled Mark Madoff to receive money from BLMIS and its customers by imagining and falsely documenting profitable transactions that never took place.

83. Consistent with his level of financial experience and sophistication and his supervisory position at BLMIS, Mark Madoff knew, or should have known, that the amounts withdrawn from his and his children’s accounts were the product of fictitious and backdated

trading activity, and that the benefit received was derived from transactions that never took place. Mark Madoff ignored the obvious red flags that the profits reflected in these account statements were the product of fraud and deception, to the detriment of BLMIS and its other customers.

84. In fact, however, as set forth below, these purportedly massive profits were only a fraction of the money Mark was able to misappropriate from BLMIS. In addition to his sizeable compensation and the fabricated returns in his IA accounts, Mark received over \$20 million in fraudulently diverted funds distributed from BLMIS to himself, to others for his benefit, and to entities in which he had an interest for which BLMIS received no corresponding benefit or value:

- In May and June of 2008, \$6,645,000 was transferred from the 703 Account directly to Mark's real estate attorney for the purchase of a home located at 51 Wanoma Way, Nantucket, MA 02554. Although this transfer took the form of a purported "loan" with a 3.2% interest rate, the Trustee has found no evidence that this loan was ever serviced or that any amount was repaid to BLMIS;
- In June 2005, Mark's mother, Ruth Madoff, purported to loan him \$5,556,589 in connection with the purchase of an apartment located at 583 Broadway, Apt. 4M, New York, NY 10021. Those funds, however, originated from the 703 Account. The Trustee has found no evidence that this loan was ever serviced or that any amount was repaid to BLMIS;
- Only a year earlier, in March 2004, Mark's mother had purported to loan him \$2,925,000 to purchase another Manhattan apartment. Once again, however, the money originated from the 703 Account, and the "loan" was never serviced or repaid;
- In February 2001, BLMIS sent four checks from its operating account totaling \$1,232,680 to fund Mark's purchase of an apartment on Manhattan's Upper East Side;
- In 2000, Mark purchased a \$2,242,500 home located at 21 Cherry Valley Road, Greenwich, CT 06831. This amount was funded from BLMIS's operating account at Bank of

New York. Again, some of these payments were documented as a purported “loan” from his mother, however the Trustee has found no evidence that such a loan was ever serviced or the amounts repaid to BLMIS;

- Mark held a 22.275% ownership stake in Madoff Brokerage Trading and Technology, LLC, which was financed by a \$779,625 payment from one of BLMIS’s operating accounts;
- BLMIS funds were used to pay for \$792,816 in personal expenses charged to Mark’s American Express card between 2002 and 2008.

Andrew Madoff

85. Like his brother, Andrew Madoff also lived a high-end lifestyle funded by the investment funds entrusted to BLMIS by its IA customers. To date, the Trustee has discovered \$64,724,643 transferred from BLMIS to Andrew Madoff, or to entities for his benefit, which is avoidable and recoverable through this action. The transfers that compose that total are identified on Exhibits E and F. Between 1993 and 2008, Andrew was paid \$34,217,845 in salary and bonus. His compensation included bonuses of over \$4.8 million in 2006, and over \$9 million in 2007, alone—years when the market-making and proprietary trading business units would have reported significant losses had they not been artificially propped up by funds from the IA Business. Beyond this amount, in a proof of claim filed with this Court, Andrew seeks an *additional* \$40,624,525 in deferred compensation. Although the Trustee has discovered self-serving documents, created by Andrew, stating that he is owed over \$9.5 million in deferred compensation as of March 2008, there is no evidence that any of his compensation was, in fact, deferred. At any rate, in documents filed in connection with Andrew’s divorce proceeding, he disclosed that his unpaid deferred compensation was only \$52,173.

86. Among other accounts, Andrew maintained seven IA accounts in his name. The Trustee's investigation to date shows that Andrew invested only \$569,006 into those accounts, yet was able to redeem \$17,175,854 prior to December 2008. It was—or at the very least, should have been—obvious to Andrew that the gains reflected in his customer account statements did not reflect actual securities transactions or market conditions.

87. Most, but not all, of Andrew's IA account gains were withdrawn from customer account number 1M0140. Although the Trustee has not found that *any* money was invested into this account, over \$14.6 million was redeemed between 1998 and May 2004.

88. The purported profits generated by this customer account were the result of brazenly fabricated transactions. In July 1998, almost immediately after the account was opened, the account statement purported to show that thousands of shares of Dell Computer Corporation stock had been purchased in or about January 1997, more than *eighteen months before the account was opened*. These purchases occurred even though the account was never funded with cash or securities. In July 1998, the account statements suddenly reflected two stock splits: one settling on July 30, 1997, and another on March 11, 1998, after the shares were purportedly purchased, but before the account was purportedly opened. A July 21, 1998 entry on the account statement shows that the Dell shares were purportedly “sold,” generating a gain of \$1,985,000. Three days later, on or about July 24, 1998, \$1,956,205 was redeemed from this account.

89. As of a few years later, Andrew had still not invested money or securities into this account. Yet, in March 2002, his account statement suddenly reflects that \$9.9 million worth of stock in Microsoft had been “purchased” over a year earlier in or about December 2000 and “sold” in or about January 2002, at a tidy profit of \$5,628,860. Despite the earlier dates of these purported trades, the first evidence of this “purchase” of Microsoft stock does not appear until

March 2002. On or about April 3, 2002, a substantial portion of the purported profits of these fictitious transactions—\$5,331,853—was transferred from Andrew’s IA account to his account at Fidelity.

90. Similarly, in April 2004, again despite not having invested money or securities into his account, an account statement purported to show that more than 2.9 million shares of stock in Lucent Technologies had been “purchased” in March 2003 and “sold” in April 2004 for a gain of over \$7.5 million. Although the first of these transactions purportedly took place in 2003, the first evidence of this “purchase” of Lucent stock does not appear on an account statement until April 2004. At least \$7.3 million of the proceeds of these fictitious trades were transferred to bank and brokerage accounts controlled by Andrew.

91. Another account, number 1M0141, was opened in July 1998 in the name of the “Children of Andrew H. Madoff.” The account named Andrew’s brother, Mark Madoff, as trustee. Upon information and belief, all investment decisions concerning this account were made by defendants Mark and Andrew Madoff. The Trustee has, so far, been unable to find evidence that any money was ever invested into this account.

92. In July 1998, fraudulent transactions in Dell stock identical to those described above appeared in statements for this account. Falsified purchases, splits, and sales of Dell stock purporting to take place in 1997 and 1998, before the account was opened generated fictitious gains of \$1,985,000. Just a few days after the alleged sale, on or about July 24, 1998, \$1,956,205 was redeemed from this account. This financial chicanery enabled Andrew to improperly receive completely fictitious profits created by imagined and falsely documented profitable transactions in his children’s IA accounts that never took place.

93. Consistent with his level of financial experience and sophistication and his supervisory position at BLMIS, defendant Andrew Madoff knew or should have known that the amounts withdrawn from his and his children's IA accounts were the product of fictitious and backdated trading activity and that the redemptions were the product of transactions grounded in fraud and deception. Defendant Andrew Madoff ignored obvious red flags that the profits reflected in account statements could not have been earned legitimately, to the detriment of BLMIS and its other customers.

94. In addition to his sizeable compensation and the fabricated returns on his IA accounts, Andrew improperly received more than \$13 million in fraudulently diverted funds distributed from BLMIS to himself, to third parties for his benefit, and to entities in which he held an interest. So far, the Trustee has been able to identify the following distributions for which BLMIS received no corresponding benefit or value:

- In 2008, Bernard Madoff purported to "loan" Andrew \$4,485,000 for the purchase of an apartment located at 433 E. 74th Street, Apt. 5E, New York, NY 10021. That money, however, was wired directly to Andrew's real estate agents and lawyers from the 703 Account. The Trustee has not discovered any evidence that this "loan" was ever serviced or repaid;
- On November 25, 2003, Ruth Madoff purported to "loan" Andrew \$6.8 million to purchase another apartment located at 10 Gracie Square, Apt. 10G, New York, NY. That money, however, originated from the 703 Account and the Trustee has not found any evidence that this "loan" was ever serviced or repaid;
- Andrew held a 22.275% ownership stake in Madoff Brokerage Trading and Technology, LLC, which was financed by a \$779,625 payment from one of BLMIS's operating accounts;

- Andrew's \$300,000 interest in a business called Blow Styling Salon, LLC was funded with transfers from the 703 Account in May and September of 2008;
- In 2003, the \$12,000 down payment on Andrew's boat was paid with a check issued by one of the BLMIS operating accounts;
- In 2002, BLMIS paid \$68,900 to Beacon Point Marine in Connecticut where, on information and belief, Andrew kept the boat paid for, in part, by BLMIS;
- In 2001 and 2002, BLMIS funds were used to pay \$75,000 to "Lock and Hackle," a fly fishing and hunting membership club in Miami, Florida on Andrew's behalf;
- Between 2002 and 2008, BLMIS funds were used to pay for \$810,419 in personal expenses charged to Andrew's American Express card such as clothes, boat rentals, and vacation travel for his wife and daughters.

Shana Madoff

95. The Trustee has thus far identified at least \$12,736,979 transferred from BLMIS to Shana Madoff, to third parties for her benefit, or to entities on her behalf which are recoverable and avoidable through this action. The transfers that compose that total are identified on Exhibits G and H.

96. Shana Madoff was well-compensated for her work as BLMIS's Compliance Director. Between 1993 and 2008, she was paid \$4,601,488 in salary and bonus.

97. Shana maintained five accounts with BLMIS's IA Business for the benefit of herself and certain of her family members. The Trustee has learned so far that Shana invested \$1,306,960 into those accounts, and redeemed \$1,666,436 prior to December 2008. Those redemptions are subject to avoidance and recovery, and should be returned for the benefit of those BLMIS customers who were not so fortunate.

98. In addition to these investment account redemptions, Shana, and entities in which she held an interest, improperly received transfers and/or the benefit of over \$6 million dollars in fraudulently diverted funds distributed from BLMIS which belonged to BLMIS and, ultimately, to its defrauded customers. So far, the Trustee has identified the following distributions to Shana, for which BLMIS received no corresponding benefit or value:

- On March 28 and May 8, 2008, a total of \$2,899,000 million, originating from the 703 Account, was used to purchase Shana a home at 8 Barclay Court, East Hampton, NY 11937;
- Shana held a 22.275% interest in Madoff Technologies, LLC. On October 31, 2000, a capital call to that entity was satisfied by a payment from BLMIS's operating account, \$1,223,237 of which was attributable to Shana's ownership stake;
- On or about July 2, 2007, Shana purchased a one-third stake in Madoff Energy Holdings, LLC for \$2,370,000. \$1,700,000 of that amount, however, was taken from BLMIS's operating account and recorded as a purported draw against her father, Peter Madoff's, compensation;
- In September and October of 2000, transfers totaling \$30,000 were sent from BLMIS's operating account at the Bank of New York to Shana's interior decorator;
- Between 2002 and 2004, BLMIS paid \$241,958 to the Glenwood Management Corporation for rent on Shana's apartment;
- Between 2002 and 2008, BLMIS funds were used to pay for \$374,860 in personal expenses charged to Shana's American Express card such as clothing, cosmetics, and personal travel.

* * *

99. The Trustee's investigation of additional transfers and payments to the Family Defendants or to entities on their behalf is ongoing.

NATURE OF THE CAUSES OF ACTION AGAINST THE FAMILY DEFENDANTS

100. At all times relevant hereto, BLMIS was insolvent in that: (i) its liabilities exceeded the value of its assets by billions of dollars; (ii) it could not meet its obligations as they came due; and/or (iii) at the time of the Transfers to the Family Defendants described herein, BLMIS was left with insufficient capital.

101. This adversary proceeding is being brought to avoid and recover monies paid to or for the benefit of the Family Defendants so that this customer property can be equitably distributed among the customers of BLMIS in accordance with the provisions of SIPA.

102. The Trustee also seeks an accounting for all monies received by the Family Defendants during their employment at BLMIS and a constructive trust as a result of the past unjust enrichment of—and to prevent any further unjust enrichment by—the Family Defendants on all assets they acquired from BLMIS. The Trustee specifically looks to place many of the properties, described herein, which were purchased for the Family Defendants with BLMIS funds, in a constructive trust, to prevent their transfer, sale, or other dissipation during the pendency of this action. The accounting and constructive trust are necessary in this case in light of the size of the Ponzi scheme and the amount of money improperly transferred to the Family Defendants to finance their personal lives and personal investments.

103. Without regard to the extent to which they knew of Madoff's fraudulent scheme, or not, each of the Family Defendants knew or should have known that they were not entitled to these distributions of "free" company money. The Family Defendants were intimately involved with the "family business" and were close relatives of the mastermind of the Ponzi scheme. They sometimes traveled together, vacationed together, and spent many holidays together. The defendants all had senior positions at BLMIS. Among other things, and at the very least, the

Family Defendants were on notice of the following indicia of irregularity and fraud, but either failed to make sufficient inquiry or knew of the fraud, ignored it, and profited from it:

(a) Peter, Shana, Andrew, and Mark Madoff were integrally involved in BLMIS's proprietary trading and market-making operations. Each of them held numerous IA accounts and received monthly IA customer statements. They all were, or should have been, aware of the radically different methods of operations and purported results of performance of the IA Business and the actual results of the proprietary and market-making businesses.

(b) Financial industry press reports, including a May 27, 2001 article in Barron's entitled "Don't Ask, Don't Tell: Bernie Madoff is so secretive, he even asks investors to keep mum," and a May, 2001 article in MAR/Hedge, a newsletter widely-read by hedge fund industry professionals, entitled "Madoff Tops Charts; Skeptics Ask How," raised serious questions about the legitimacy of BLMIS and Madoff. Those articles also questioned BLMIS's ability to achieve the IA Business returns purportedly attributable to Madoff's split-strike conversion strategy. Defendants Andrew and Mark Madoff read those articles and are alleged to have denied the charges to BLMIS employees.

(c) BLMIS did not provide most of its customers with electronic real-time online access to their accounts, which certainly by the year 2000 was customary in the industry. BLMIS also utilized outmoded technology, such as paper trading confirmations. This outdated practice stood in sharp contrast to Madoff's stated goal of being in the forefront of trading technology and his early use of computer-based trading. The use of paper confirmations helped facilitate the Ponzi scheme by making it easier to alter trading records than would modern automated methods. These and other outdated practices, such as the blanket prohibition on email

communication by employees of the IA Business, should have been red flags to Peter, Andrew, Mark, and Shana based on their positions and corresponding responsibilities.

(d) Mark and Andrew Madoff supervised trading at the company's proprietary trading and market-making operations. They were, therefore, aware at all times—or, at the very least, should have been aware—of the trading volume and price ranges of the stocks traded by BLMIS. They knew or should have known that the profits and executions described in customers' account statements, including their own, did not correspond to actual market conditions.

(e) BLMIS functioned as both investment adviser to its customers and custodian of their securities. This arrangement eliminated another frequently utilized check and balance in investment management by excluding segregation of duties between the custodian of securities and the investment adviser. This conflict heightened the potential for fraud and lack of transparency at BLMIS and was another red flag which required heightened scrutiny by the Family Defendants.

(f) BLMIS produced returns that were too good to be true, showing consistent profitability in both good times and bad that was simply not credible. Because of their senior supervisory positions, the Family Defendants should have recognized, for example, that the double digit returns their own IA accounts purported to show were not possible. In fact, other skilled hedge fund managers who attempted to employ the split-strike conversion strategy purportedly used by BLMIS consistently failed to generate anything close to its reported results.

(g) Although BLMIS would have had to execute massive options trades to implement the split-strike conversion strategy, its purported trading failed to have the expected impact such volume would have had on the options market indices. Indeed, there were not enough put option

contracts available to place hedges in the size which BLMIS claimed to be implementing.

Actual implementation of the purported split-strike conversion strategy based on the amount of advisory monies purportedly available for investment would have overwhelmed the options market. It certainly would have caused significant changes to market indices. The absence of these market impacts should have been noticed by the Family Defendants.

(h) BLMIS's customer statements reflected a consistent ability to trade securities near their monthly highs and lows to generate consistent and unusual profits (or, if requested by investors to generate losses, to do the opposite). No investment professional could have reasonably believed that this could have been accomplished legitimately for so long.

(i) BLMIS, which reputedly ran the world's largest hedge fund, had its annual audits prepared by Friehling & Horowitz, an accounting firm of three employees, one of whom was semi-retired, with offices located in a strip mall. The Family Defendants, some of whom used Friehling & Horowitz to prepare their own tax returns, could not have reasonably believed it possible for any such firm to have competently audited an entity the size of BLMIS.

(j) BLMIS purported to convert all of the holdings for its customers' accounts to cash or United States treasury securities immediately before each quarter ended. This strategy had no practical benefit and could not have been effective in producing the fictitious consistent returns for these accounts, given the vagaries and cycles in the stock and options markets.

PROOFS OF CLAIM

104. In July of 2009, Mark Madoff filed the following non-customer general creditor proofs of claim asserting a claim for deferred compensation that allegedly had accrued in his deferred compensation account, unpaid salary, bonuses, and investments in MSIL:

- (a) Claim Nos. 100328 and 100428 in the amount of \$53,848,721.06. Of that amount, \$10,950 was sought to be treated as an allowed unsecured priority claim under section 507(a)(4)(A) of the Bankruptcy Code;⁴

Copies of these proofs of claim are attached hereto as Exhibit I.

105. In July of 2009, Andrew Madoff filed the following non-customer general creditor proofs of claim asserting a claim for deferred compensation that allegedly had accrued in his deferred compensation account, unpaid salary, bonuses, and investments in MSIL:

- (a) Claim Nos. 100329 and 100427 in the amount of \$45,690,776.95, and of that amount, \$10,950 was sought to be treated as an allowed unsecured priority claim under section 507(a)(4)(A) of the Bankruptcy Code.⁵

Copies of these proofs of claim are attached hereto as Exhibit I.

106. In addition, the Family Defendants filed customer claims with the Trustee (the “Customer Claims”). A chart setting forth information contained in the Customer Claims is attached hereto as Exhibit J. Exhibit J lists the following information for each Customer Claim: (i) the BLMIS account number to which the Customer Claim refers; (ii) the name of the BLMIS account and Customer Claim holder; (iii) the date the Customer Claim was filed; (iv) the Claim Number designated by the Trustee for each Customer Claim; (v) the status of each Customer Claim, including whether the claim was objected to; and (vi) the date an objection, if any, was filed with respect to the Trustee’s determination of each Customer Claim.

107. On December 23, 2008, the Court entered an Order on the Application for Entry of an Order Approving Form and Manner of Publication and Mailing of Notices, Specifying Procedures for Filing, Determination and Adjudication of Claims, and Providing Other Relief (the “Claims Procedures Order”, Docket No. 12). The Claims Procedures Order includes a

⁴ Claim No. 100428 is identical to and duplicative of Claim No. 100328.

⁵ Claim No. 100427 is identical to and duplicative of Claim No. 100329.

process for determination and allowance of claims under which the Trustee has been operating. The Trustee intends to resolve the Customer Claims and any related objections to the Trustee's determination of such claims through a separate hearing as contemplated by the Claims Procedures Order.

108. The Trustee seeks disallowance of the Customer and Non-Customer Claims (collectively the "Family Defendant Claims") of the Family Defendants, and also seeks to equitably subordinate the Family Defendants' claims under Bankruptcy Code section 510(c)

THE TRANSFERS

109. Prior to the Filing Date, BLMIS made transfers to or for the benefit of the Family Defendants totaling \$221,455,622 (the "Total Initial Transfers"). A table setting forth the Total Initial Transfers to each of the Family Defendants is attached hereto as Exhibit K. The Total Initial Transfers are avoidable and recoverable under sections 544, 547, 548(a), 550(a), and 551 of the Bankruptcy Code, applicable provisions of SIPA, particularly SIPA § 78fff-2(c)(3), and applicable provisions of N.Y. CPLR 203(g), 213(8), and NY DCL §§ 273-279.

110. Of the Total Initial Transfers constituting IA account withdrawals, \$51,172,785 constitutes fictitious profits comprised of other people's money received by the Family Defendants between the opening dates of their IA accounts and the Filing Date; \$2,083,736 constitutes principal received by the Family Defendants during the same period.

111. The Total Initial Transfers to the Family Defendants are subject to avoidance and recovery by the Trustee pursuant to sections 544(b), 547, 548, and 550(a) of the Bankruptcy Code, sections 273-279 of the NY DCL, NY CPLR sections 203(g) and 213(8), and applicable provisions of SIPA.

112. On the Filing Date the facts supporting this action could, for the first time with reasonable diligence, have been discovered by certain unsecured creditors of BLMIS, including by defrauded BLMIS IA customers. Therefore, of the Total Initial Transfers, the Trustee seeks \$82,347,308 which took place earlier than the Six-Year Transfers identified below.

113. Of the Total Initial Transfers, at least \$139,108,313, as identified on Exhibit K, was made to or for the benefit of the Family Defendants during the six years prior to the Filing Date (the “Six-Year Transfers”) and are avoidable and recoverable under sections 544, 550(a), and 551 of the Bankruptcy Code, applicable provisions of SIPA, particularly SIPA § 78fff-2(c)(3), and applicable provisions of the NY DCL §§ 273-279.

114. Of the Six-Year Transfers, at least \$55,914,964, as identified on Exhibit K, was made to or for the benefit of the Family Defendants during the two years prior to the Filing Date (the “Two-Year Transfers”), and are additionally avoidable and recoverable under sections 548(a)(1), 550(a), and 551 of the Bankruptcy Code and applicable provisions of SIPA, particularly SIPA 78fff-2(c)(3).

115. Of the Two-Year Transfers, at least \$8,480,613, as identified on Exhibit K, was made to or for the benefit of the Family Defendants in the one year period prior to the Filing Date (the “Preference Period Transfers”), and are additionally recoverable as avoidable preference payments under sections 547, 550(a), and 551 of the Bankruptcy Code and applicable provisions of SIPA, including SIPA § 78fff-2(c)(3).

116. To the extent that any of the recovery counts may be inconsistent with each other, they are to be treated as being pleaded in the alternative.

117. The Trustee’s investigation is ongoing and the Trustee reserves the right to: (i) supplement the information regarding the Total Initial Transfers and each Family Defendant’s

initial transfers and, where applicable, their subsequent transfers and any additional transfers; and (ii) seek the avoidance and recovery of such additional transfers.

THE SUBSEQUENT TRANSFERS

118. Subsequent transfers were made to or for the benefit of Shana Madoff and Mark Madoff totaling \$4,919,000 (the “Subsequent Transfers”), that are recoverable under section 550(a) of the Bankruptcy Code and applicable provisions of SIPA, particularly SIPA § 78fff-2(c)(3). These Subsequent Transfers are identified on Exhibits D and H, and described in the below paragraphs.

119. The Trustee has filed an action against Ruth Madoff to avoid and recover initial transfers from BLMIS, styled as *Picard v. Ruth Madoff*, Adv. Pro. No. 09-1391 (BRL) (the “Ruth Madoff Complaint”). The Trustee incorporates by reference the allegations in the Ruth Madoff Complaint as if fully set forth herein.

120. BLMIS made transfers to Ruth Madoff, which are avoidable, should be avoided, and are recoverable under sections 544, 547, 548, 550, and 551 of the Bankruptcy Code, sections 273-279 of the NY DCL, CPLR §§ 203(g) and 213(8), and applicable provisions of SIPA, particularly SIPA § 78fff-2(c)(3) (the “Ruth Madoff Initial Transfers”). Based on the Trustee’s investigation to date, approximately \$2,020,000 of the Ruth Madoff Initial Transfers was subsequently transferred by Ruth Madoff to Ivey, Barnum & O’Mara, for the benefit of Mark Madoff, on or about March 22, 2000 (the “Ruth Madoff Subsequent Transfer”). The Ruth Madoff Subsequent Transfer is identified on Exhibit D hereto.

121. The Trustee has filed an action against Marion Madoff to avoid and recover initial transfers from BLMIS, styled as *Picard v. Marion Madoff*, Adv. Pro. No. 10-4310 (BRL) (the “Marion Madoff Complaint”). The Trustee incorporates by reference the allegations in the

Marion Madoff Complaint as if fully set forth herein. BLMIS made transfers to Marion Madoff, which are avoidable, should be avoided, and are recoverable under sections 544, 547, 548, 550, and 551 of the Bankruptcy Code, sections 273-279 of the New York Debtor and Creditor Law, and applicable provisions of SIPA, particularly SIPA § 78fff-2(c)(3) (the “Marion Madoff Initial Transfers”). Based on the Trustee’s investigation to date, approximately \$280,000 of the Marion Madoff Initial Transfers was subsequently transferred by Marion Madoff to Shana Madoff, on or about March 28, 2008. In addition, approximately \$2,619,000 of the Marion Madoff Initial Transfers was subsequently transferred by Marion Madoff to Biondo & Hammer, LLP for the benefit of Shana Madoff, on or about May 9, 2008 (collectively, the “Marion Madoff Subsequent Transfers”). The Marion Madoff Subsequent Transfers are identified on Exhibit H, hereto, at pg. 23.

122. The Ruth Madoff and Marion Madoff Initial Transfers were subsequently transferred to, or for the benefit of, Shana Madoff and the estate of Mark D. Madoff, and are avoidable and recoverable from them both, pursuant to section 550 of the Bankruptcy Code.

123. The Ruth Madoff Subsequent Transfer and Marion Madoff Subsequent Transfers are collectively referred to as the Subsequent Transfers.

124. The Trustee’s investigation is ongoing and the Trustee reserves the right to:
(i) supplement the information on the Ruth Madoff and Marion Madoff Initial Transfers and the Subsequent Transfers, and any additional transfers; and (ii) seek recovery of such additional transfers.

FIRST CAUSE OF ACTION
PREFERENTIAL TRANSFERS - 11 U.S.C. §§ 547(b), 550, AND 551

125. The Trustee incorporates by reference the allegations contained in the previous paragraphs of this Complaint as if fully rewritten herein.

126. At the time of each of the Preference Period Transfers, the Family Defendants were each “creditors” of BLMIS within the meaning of section 101(10) of the Bankruptcy Code and pursuant to SIPA § 78fff-2(c)(3).

127. At the time of each of the Preference Period Transfers, the Family Defendants were each “insiders” of BLMIS within the meaning of section 101(31) of the Bankruptcy Code.

128. Each of the Preference Period Transfers constitutes a transfer of an interest of BLMIS in property within the meaning of section 101(54) of the Bankruptcy Code and pursuant to SIPA § 78fff-2(c)(3).

129. Each of the Preference Period Transfers was to, or for the benefit of, a Family Defendant.

130. Each of the Preference Period Transfers was made for or on account of an antecedent debt owed by BLMIS to the Family Defendants before such transfer was made.

131. Each of the Preference Period Transfers were made while BLMIS was insolvent.

132. Each of the Preference Period Transfers were made during the preference period under section 547(b)(4) of the Bankruptcy Code.

133. Each of the Preference Period Transfers enabled the Family Defendants to receive more than they would receive if: (i) this case was a case under chapter 7 of the Bankruptcy Code; (ii) the Preference Period Transfers had not been made; and (iii) that each Family Defendant received payment of such debt to the extent provided by the provisions of the Bankruptcy Code.

134. Each of the Preference Period Transfers constitutes a preferential transfer avoidable by the Trustee pursuant to section 547(b) of the Bankruptcy Code and recoverable from the applicable Family Defendant pursuant to section 550(a).

135. As a result of the foregoing, the Trustee is entitled to a judgment pursuant to sections 547(b), 550, and 551 of the Bankruptcy Code: (i) avoiding and preserving the Preference Period Transfers; (ii) directing that the Preference Period Transfers be set aside; and (iii) recovering the Preference Period Transfers, or the value thereof, for the benefit of the estate of BLMIS.

SECOND CAUSE OF ACTION
FRAUDULENT TRANSFERS - 11 U.S.C. §§ 548(a)(1)(A), 550, AND 551

136. The Trustee incorporates by reference the allegations contained in the previous paragraphs of this Complaint as if fully rewritten herein.

137. The Two-Year Transfers were made on or within two-years before the Filing Date.

138. The Two-Year Transfers were made by BLMIS with the actual intent to hinder, delay, and defraud some or all of BLMIS's then-existing or future creditors.

139. The Two-Year Transfers constitute fraudulent transfers avoidable by the Trustee pursuant to section 548(a)(1)(A) of the Bankruptcy Code and recoverable from the Family Defendants pursuant to section 550(a) of the Bankruptcy Code and SIPA § 78fff-2(c)(3).

140. As a result of the foregoing, pursuant to sections 548(a)(1)(A), 550(a), and 551 of the Bankruptcy Code and SIPA § 78fff-2(c)(3), the Trustee is entitled to a judgment: (i) avoiding and preserving the Two-Year Transfers; (ii) directing that the Two-Year Transfers be set aside; and (iii) recovering the Two-Year Transfers, or the value thereof, from the Family Defendants for the benefit of the estate of BLMIS.

THIRD CAUSE OF ACTION
FRAUDULENT TRANSFERS - 11 U.S.C. §§ 548(a)(1)(B), 550, AND 551

141. The Trustee incorporates by reference the allegations contained in the previous paragraphs of this Complaint as if fully rewritten herein.

142. The Two-Year Transfers were made on or within two years before the Filing Date.

143. BLMIS received less than a reasonably equivalent value in exchange for each of the Two-Year Transfers.

144. At the time of each of the Two-Year Transfers, BLMIS was insolvent, or became insolvent, as a result of the Two-Year Transfer in question.

145. At the time of each of the Two-Year Transfers, BLMIS was engaged in a business or a transaction, or was about to engage in business or a transaction, for which any property remaining with BLMIS was an unreasonably small capital.

146. At the time of each of the Two-Year Transfers, BLMIS intended to incur, or believed that it would incur, debts that would be beyond BLMIS's ability to pay as such debts matured.

147. Those Two-Year Transfers identified on Exhibits B, D, F, and H hereto as "Compensation" paid to, or for the benefit of, the Family Defendants, were not made by BLMIS in the ordinary course of business.

148. The Two-Year Transfers constitute fraudulent transfers avoidable by the Trustee pursuant to section 548(a)(1)(B) of the Bankruptcy Code and recoverable from the Family Defendants pursuant to section 550(a) of the Bankruptcy Code and SIPA § 78fff-2(c)(3).

149. As a result of the foregoing, pursuant to sections 548(a)(1)(B), 550(a), and 551 of the Bankruptcy Code and SIPA § 78fff-2(c)(3), the Trustee is entitled to a judgment: (i) avoiding

and preserving the Two-Year Transfers; (ii) directing that the Two-Year Transfers be set aside; and (iii) recovering the Two-Year Transfers, or the value thereof, from the Family Defendants for the benefit of the estate of BLMIS.

FOURTH CAUSE OF ACTION
FRAUDULENT TRANSFERS - NEW YORK DEBTOR AND CREDITOR LAW
§§ 276, 276-a, 278 AND/OR 279, AND 11 U.S.C. §§ 544, 550(a), AND 551

150. The Trustee incorporates by reference the allegations contained in the previous paragraphs of this Complaint as if fully rewritten herein.

151. At all times relevant to the Six-Year Transfers, there have been one or more creditors who have held and still hold matured or unmatured unsecured claims against BLMIS that were and are allowable under section 502 of the Bankruptcy Code or that were and are not allowable only under section 502(e).

152. The Six-Year Transfers were made by BLMIS with the actual intent to hinder, delay, or defraud the creditors of BLMIS. BLMIS made the Six-Year Transfers to, or for the benefit of, the Family Defendants in furtherance of a fraudulent investment scheme.

153. The Family Defendants received the Six-Year Transfers with the actual intent to hinder, delay, or defraud the creditors of BLMIS.

154. As a result of the foregoing, pursuant to sections 276, 276-a, 278 and/or 279 of the New York Debtor and Creditor Law, sections 544, 550(a), and 551 of the Bankruptcy Code, and SIPA § 78fff-2(c)(3), the Trustee is entitled to a judgment: (i) avoiding and preserving the Six-Year Transfers; (ii) directing that the Six-Year Transfers be set aside; (iii) recovering the Six-Year Transfers, or the value thereof, from the Family Defendants for the benefit of the estate of BLMIS; and (iv) recovering attorneys' fees from the Family Defendants.

FIFTH CAUSE OF ACTION
FRAUDULENT TRANSFER - NEW YORK DEBTOR AND CREDITOR LAW
§§ 273 AND 278 AND/OR 279, AND 11 U.S.C. §§ 544, 550(A), AND 551

155. The Trustee incorporates by reference the allegations contained in the previous paragraphs of the Complaint as if fully rewritten herein.

156. At all relevant times there was and is at least one or more creditors who held and hold matured or unmatured unsecured claims against BLMIS that were and are allowable under section 502 of the Bankruptcy Code or that were and are not allowable only under section 502(e).

157. BLMIS did not receive fair consideration for the Six-Year Transfers.

158. BLMIS was insolvent at the time it made each of the Six-Year Transfers or, in the alternative, BLMIS became insolvent as a result of each of the Six-Year Transfers.

159. As a result of the foregoing, the Trustee is entitled to a judgment pursuant to sections 273, 278, and 279 of the New York Debtor and Creditor Law, sections 544, 550(a), and 551 of the Bankruptcy Code, and SIPA § 78fff-2(c)(3): (i) avoiding and preserving the Six-Year Transfers; (ii) directing that the Six-Year Transfers be set aside; and (iii) recovering the Six-Year Transfers, or the value thereof, from the Family Defendants for the benefit of the estate of BLMIS.

SIXTH CAUSE OF ACTION
FRAUDULENT TRANSFERS - NEW YORK DEBTOR AND CREDITOR LAW
§§274, 278 AND/OR 279, AND 11 U.S.C. §§ 544, 550(a), AND 551

160. The Trustee incorporates by reference the allegations contained in the previous paragraphs of the Complaint as if fully rewritten herein.

161. At all relevant times there was and is at least one or more creditors who held and hold matured or unmatured unsecured claims against BLMIS that were and are allowable under

section 502 of the Bankruptcy Code or that were and are not allowable only under section 502(e).

162. BLMIS did not receive fair consideration for the Six-Year Transfers.

163. At the time BLMIS made each of the Six-Year Transfers, BLMIS was engaged or was about to engage in a business or transaction for which the property remaining in its hands after each of the Six-Year Transfers was an unreasonably small capital.

164. As a result of the foregoing, pursuant to sections 274, 278, and/or 279 of the New York Debtor and Creditor Law and sections 544, 550(a), and 551 of the Bankruptcy Code, and SIPA § 78fff-2(c)(3), the Trustee is entitled to a judgment: (i) avoiding and preserving the Six-Year Transfers; (ii) directing that the Six-Year Transfers be set aside; and (iii) recovering the Six-Year Transfers, or the value thereof, from the Family Defendants for the benefit of the estate of BLMIS.

**SEVENTH CAUSE OF ACTION
FRAUDULENT TRANSFERS - NEW YORK DEBTOR AND CREDITOR LAW
§§ 275, 278, AND/OR 279, AND 11 U.S.C. §§ 544, 550(a), AND 551**

165. The Trustee incorporates by reference the allegations contained in the previous paragraphs of the Complaint as if fully rewritten herein.

166. At all relevant times there was and is at least one or more creditors who held and hold matured or unmatured unsecured claims against BLMIS that were and are allowable under section 502 of the Bankruptcy Code or that were and are not allowable only under section 502(e).

167. BLMIS did not receive fair consideration for the Six-Year Transfers.

168. At the time BLMIS made each of the Six-Year Transfers, BLMIS had incurred, was intending to incur, or believed that it would incur debts beyond its ability to pay them as the debts matured.

169. As a result of the foregoing, pursuant to sections 275, 278, and/or 279 of the NY DCL, sections 544, 550(a), and 551 of the Bankruptcy Code, and SIPA § 78fff-2(c)(3), the Trustee is entitled to a judgment: (i) avoiding and preserving the Six-Year Transfers; (ii) directing that the Six-Year Transfers be set aside; and (iii) recovering the Six-Year Transfers, or the value thereof, from the Family Defendants for the benefit of the estate of BLMIS.

EIGHTH CAUSE OF ACTION
UNDISCOVERED FRAUDULENT TRANSFERS - NEW YORK CIVIL PROCEDURE
LAW AND RULES 203(g), 213(8), AND NEW YORK DEBTOR AND CREDITOR LAW
§§ 276, 276-a, 278, AND/OR 279, AND 11 U.S.C. §§ 544, 550(a), AND 551

170. The Trustee incorporates by reference the allegations contained in the previous paragraphs of this Complaint as if fully rewritten herein.

171. At all times relevant to the Total Initial Transfers, the fraudulent scheme perpetrated by BLMIS was not reasonably discoverable by at least one unsecured creditor of BLMIS, including defrauded IA customers.

172. At all times relevant to the Total Initial Transfers, there have been one or more creditors who have held and still hold matured or unmatured unsecured claims against BLMIS that were and are allowable under section 502 of the Bankruptcy Code or that were and are not allowable only under section 502(e).

173. The Total Initial Transfers were made by BLMIS with the actual intent to hinder, delay, or defraud the creditors of BLMIS. BLMIS made the Total Initial Transfers to or for the benefit of the Family Defendants in furtherance of a fraudulent investment scheme.

174. The Family Defendants received the Total Initial Transfers with the actual intent to hinder, delay, or defraud the creditors of BLMIS.

175. As a result of the foregoing, pursuant to CPLR § 203(g), 213(8), NY DCL §§ 276, 276-a, 278, and/or 279, §§ 544, 550(a), and 551 of the Bankruptcy Code, and SIPA § 78fff-2(c)(3), the Trustee is entitled to a judgment: (i) avoiding and preserving the Total Initial Transfers; (ii) directing that the Total Initial Transfers be set aside; (iii) recovering the Total Initial Transfers, or the value thereof, from the Family Defendants for the benefit of the estate of BLMIS; and (iv) recovering attorneys' fees from the Family Defendants.

NINTH CAUSE OF ACTION
RECOVERY OF SUBSEQUENT TRANSFERS - NEW YORK DEBTOR AND
CREDITOR LAW § 278 AND 11 U.S.C. §§ 544, 547, 548, 550(a), AND 551

176. The Trustee incorporates by reference the allegations contained in the previous paragraphs of this Complaint as if fully rewritten herein.

177. The Trustee has filed lawsuits against Ruth Madoff and Marion Madoff to avoid and recover transfers to them pursuant to sections 544, 547(b), 548, 550, and 551 of the Bankruptcy Code, sections 273-279 of the NY DCL, and SIPA § 78fff-2(c)(3).

178. Those transfers are avoidable under sections 544, 547, and 548 of the Bankruptcy Code, New York Debtor and Creditor Law sections 273-276 and SIPA § 78fff-2(c)(3).

179. The Subsequent Transfers were made to or for the benefit of Mark Madoff and Shana Madoff and total approximately \$4,919,000 and which are recoverable pursuant to section 550 of the Bankruptcy Code.

180. Mark Madoff and Shana Madoff were immediate or mediate transferees of the Ruth Madoff and Marion Madoff Initial Transfers.

181. Each of the Subsequent Transfers was received by Mark Madoff and Shana Madoff with the actual intent to hinder, delay, or defraud.

182. As a result of the foregoing, pursuant to N.Y. CPLR 203(g), 213(8), New York Debtor and Creditor Law sections 273-279, sections 548, 550 and 551 of the Bankruptcy Code, and SIPA § 78fff-2(c)(3), the Trustee is entitled to a judgment against Shana Madoff and the estate of Mark Madoff: (i) recovering the Subsequent Transfers or the value thereof, for the benefit of the estate of BLMIS; and (ii) recovering attorneys' fees from Shana Madoff and the estate of Mark Madoff.

TENTH CAUSE OF ACTION
DISALLOWANCE OF THE FAMILY DEFENDANTS' CLAIMS

183. The Trustee incorporates by reference the allegations contained in the previous paragraphs of this Complaint as if fully rewritten herein.

184. As of the date hereof, the Trustee is aware of claims filed by Family Defendants Mark Madoff, Andrew Madoff, and Shana Madoff (collectively, the "Family Defendant Claims"). The Family Defendant Claims include claims relating to alleged securities positions, deferred compensation, salary and bonus payments, investments in MSIL, customer claims for investment accounts, claims in connection with the assertion of avoidance or similar causes of action against them, and claims based upon avoidance of Transfers to them.

185. The Family Defendant Claims also should not be allowed as customer claims or as general unsecured claims. The Family Defendants are the recipients of transfers of BLMIS' property which are avoidable and recoverable under sections 544, 547, 548, and 550 of the Bankruptcy Code, sections 273-279 of the NY DCL, and SIPA § 78fff-2(c)(3), and the Family Defendants have not returned the Total Initial Transfers and/or the Subsequent Transfers to the Trustee. As a result, pursuant to Section 502(d) of the Bankruptcy Code, the Family Defendant

Claims must be disallowed unless and until the Family Defendants return the Total Initial Transfers and the Subsequent Transfers to the Trustee.

ELEVENTH CAUSE OF ACTION
EQUITABLE SUBORDINATION

186. The Trustee incorporates by reference the allegations contained in the previous paragraphs of this Complaint as if fully rewritten herein.

187. The Family Defendants each had relationships of trust and confidence with Madoff and BLMIS, held senior managerial, compliance, and/or supervisory responsibilities at BLMIS during the relevant time period, and consequently had fiduciary duties to act in the best interest of—and for the benefit of—BLMIS and its customers.

188. Each of the Family Defendants acted in breach of the fiduciary duties owed to BLMIS and its customers by, among other things, the misuse of corporate assets, self-dealing, mismanagement, corporate waste, failure to prepare, implement and carry out compliance and supervisory responsibilities and policies, and breaches of the Family Defendants' duties to act with care, loyalty, and good faith and fair dealing as described above.

189. Because the Family Defendants were either derelict in their professional duties or complicit in the fraud at BLMIS, BLMIS and its creditors were damaged.

190. By reason of the above, pursuant to Section 510(c) of the Bankruptcy Code, the Trustee is entitled to a judgment subordinating the Family Defendants' claims.

TWELFTH CAUSE OF ACTION
BREACH OF FIDUCIARY DUTY

191. The Trustee incorporates by reference the allegations contained in the previous paragraphs of this Complaint as if fully rewritten herein.

192. This claim for breach of fiduciary duty is asserted against each of the Family Defendants, who had relationships of trust and confidence with Madoff and BLMIS, held senior managerial, compliance, and/or supervisory responsibilities at BLMIS during the relevant time period, and consequently had fiduciary duties to act in the best interest of—and for the benefit of—BLMIS and its customers.

193. The fiduciary duties owed by each of the Family Defendants included duties of care and loyalty to BLMIS and its customers, and duties to act in good faith. They also had duties not to waste or divert the assets of BLMIS, duties not to exploit corporate opportunities for their own benefit, and duties not to act in furtherance of their own personal interests at the expense of BLMIS and its customers.

194. Each of the Family Defendants acted in breach of the fiduciary duties owed to BLMIS and its customers by, among other things, the misuse of corporate assets, self-dealing, mismanagement, corporate waste, failure to prepare, implement and carry out compliance and supervisory responsibilities and policies, and breaches of the Family Defendants' duties to act with care, loyalty, and good faith and fair dealing as described above.

195. As a direct and proximate result of the conduct by the Family Defendants, BLMIS and its customers were damaged.

196. By reason of the above, the Trustee, is entitled to an award of compensatory damages and disgorgement of all sums received by each Family Defendant from BLMIS in an amount to be determined at trial.

197. The Family Defendants' conscious, willful, wanton, and malicious conduct also entitles the Trustee to an award of punitive damages in an amount to be determined at trial.

THIRTEENTH CAUSE OF ACTION
UNJUST ENRICHMENT

198. The Trustee incorporates by reference the allegations contained in the previous paragraphs of this Complaint as if fully rewritten herein.

199. The Family Defendants each benefited from the receipt of money from BLMIS in the form of loans, payments, and other Transfers which was the property of BLMIS and its customers, and for which the Family Defendants did not adequately compensate BLMIS or provide value.

200. This enrichment was at the expense of BLMIS and, ultimately, at the expense of BLMIS's other customers.

201. Equity and good conscience require full restitution of the monies received by the Family Defendants from BLMIS.

202. The Family Defendants conscious, intentional, and willful tortious conduct entitles BLMIS to recapture profits derived by the Family Defendants utilizing monies they received from BLMIS including, by way of example and without limitation, profits earned from real estate interests they purchased with BLMIS's customer funds.

203. By reason of the above, the Trustee, on behalf of BLMIS and its creditors, is entitled to an award of compensatory damages in an amount to be determined at trial.

FOURTEENTH CAUSE OF ACTION
NEGLIGENCE

204. The Trustee incorporates by reference the allegations contained in the previous paragraphs of this Complaint as if fully rewritten herein.

205. Each of the Family Defendants had a duty to protect BLMIS and its customers against unreasonable risks and actions, including without limitation the loss of its customers'

assets due to fraud, the self-dealing of management and senior executives, conversion of funds for personal use, the failure to prepare, implement, and carry out compliance and supervisory responsibilities and policies, and other tortious conduct by or unjust enrichment of the Family Defendants, Bernard Madoff, and others.

206. Each of the Family Defendants breached these duties by failing to conform to the appropriate standards of care commensurate with their senior positions at BLMIS.

207. As a direct and proximate cause of the actions of the Family Defendants, BLMIS has been damaged by the Family Defendants' negligence and failure to adhere to standards of appropriate care.

208. By reason of the above, the Trustee, on behalf of BLMIS and its creditors, is entitled to an award of compensatory damages in an amount to be determined at trial.

209. The Family Defendants' conscious, willful, wanton, and malicious conduct entitles the Trustee, on behalf of BLMIS and its creditors, to an award of punitive damages in an amount to be determined at trial.

FIFTEENTH CAUSE OF ACTION CONSTRUCTIVE TRUST

210. The Trustee incorporates by reference the allegations contained in the previous paragraphs of this Complaint as if fully rewritten herein.

211. As set forth above, the assets of BLMIS have been wrongfully diverted as a result of fraudulent conveyances, fraudulent transfers, preferential transfers, breaches of fiduciary duties, conversions, and other wrongdoing of the Family Defendants for their own individual interests and enrichment.

212. The Trustee has no adequate remedy at law.

213. Because of the past unjust enrichment of the Family Defendants, the Trustee is entitled to the imposition of a constructive trust with respect to any transfer of funds, assets, or property from BLMIS as well as to any profits received by the Family Defendants in the past or on a going forward basis in connection with BLMIS.

214. In addition, upon information and belief, with the sums the Family Defendants received as a result of fraudulent conveyances, fraudulent transfers, preferential transfers, breaches of fiduciary duties, conversions, and other wrongdoing, the Family Defendants purchased the following properties, mentioned previously in this Complaint, which should be held in trust for the trustee's use, benefit, and account: (i) 583 Broadway, Unit 4M, New York, NY 10012; (ii) 433 E. 74th St., Unit 5A, New York, NY 10021; (iii) 8 Barclay Court, East Hampton, New York, 119378; (iv) 21 Cherry Valley Road, Greenwich, CT 06870; (v) 200 NW Algoma Road, Palm Beach, FL 33480; and (vi) 51 Wanoma Way, Nantucket, MA 02554.

SIXTEENTH CAUSE OF ACTION **ACCOUNTING**

215. The Trustee incorporates by reference the allegations contained in the previous paragraphs of this Complaint as if fully rewritten herein.

216. AS set forth above, the assets of BLMIS have been wrongfully diverted as a result of fraudulent conveyances, fraudulent transfers, preferential transfers, breaches of fiduciary duties, conversions, and other wrongdoing of the Family Defendants for their own individual interests and enrichment.

217. The Trustee has no adequate remedy at law.

218. To compensate BLMIS for the amount of monies the Family Defendants diverted from BLMIS for their own benefit, it is necessary for the Family Defendants to provide an accounting of any transfer of funds, assets, or property received from BLMIS, as well as to any

profits in the past and on a going forward basis in connection with BLMIS. Complete information regarding the amount of such transfers misused by the Family Defendants for their own benefit is within their possession, custody, and control.

WHEREFORE, the Trustee respectfully requests that this Court enter judgment in favor of the Trustee and against the Defendants as follows:

(a) on the First Cause of Action, pursuant to Sections 547(b), 550(a), and 551 of the Bankruptcy Code: (i) avoiding and preserving the Preference Period Transfers; (ii) directing that the Preference Period Transfers be set aside; and (iii) recovering the Preference Period Transfers, or the value thereof, from the Family Defendants for the benefit of the estate of BLMIS;

(b) on the Second Cause of Action, pursuant to Sections 548(a)(1)(A), 550(a), and 551 of the Bankruptcy Code and SIPA § 78fff-2(c)(3): (i) avoiding and preserving the Two-Year Transfers; (ii) directing that the Two-Year Transfers be set aside; and (iii) recovering the Two-Year Transfers, or the value thereof, from the Family Defendants for the benefit of the estate of BLMIS;

(c) on the Third Cause of Action, pursuant to Sections 548(a)(1)(B), 550(a), and 551 of the Bankruptcy Code and SIPA § 78fff-2(c)(3): (i) avoiding and preserving the Two-Year Transfers; (ii) directing that the Two-Year Transfers be set aside; and (iii) recovering the Two-Year Transfers, or the value thereof, from the Family Defendants for the benefit of the estate of BLMIS;

(d) on the Fourth Cause of Action, pursuant to Sections 276, 276-a, 278, and/or 279 of the NY DCL, Sections 544, 550(a), and 551 of the Bankruptcy Code, and SIPA § 78fff-2(c)(3): (i) avoiding and preserving the Six-Year Transfers; (ii) directing that the Six-Year Transfers be set aside; (iii) recovering the Six-Year Transfers, or the value thereof, from the

Family Defendants for the benefit of the estate of BLMIS; and (iv) recovering attorneys' fees from the Family Defendants;

(e) on the Fifth Cause of Action, pursuant to Sections 273, 278, and/or 279 of the NY DCL, Sections 544, 550, and 551 of the Bankruptcy Code, and SIPA § 78fff-2(c)(3): (i) avoiding and preserving the Six-Year Transfers; (ii) directing that the Six-Year Transfers be set aside; and (iii) recovering the Six-Year Transfers, or the value thereof, from the Family Defendants for the benefit of the estate of BLMIS;

(f) on the Sixth Cause of Action, pursuant to Sections 274, 278, and/or 279 of the NY DCL, Sections 544, 550, 551, and 1107 of the Bankruptcy Code, and SIPA § 78fff-2(c)(3): (i) avoiding and preserving the Six-Year Fraudulent Transfers; (ii) directing the Six-Year Transfers be set aside; and (iii) recovering the Six-Year Transfers, or the value thereof, from the Family Defendants for the benefit of the estate of BLMIS;

(g) on the Seventh Cause of Action, pursuant to Sections 275, 278, and/or 279 of the NY DCL, Sections 544, 550(a), 551, and 1107 of the Bankruptcy Code, and SIPA § 78fff-2(c)(3): (i) avoiding and preserving the Six-Year Transfers; (ii) directing that the Six-Year Transfers be set aside; and (iii) recovering the Six-Year Transfers, or the value thereof, from the Family Defendants for the benefit of the estate of BLMIS;

(h) on the Eighth Cause of Action, pursuant to CPLR § 203(g), Sections 276, 276-a, 278, and/or 279 of the NY DCL, Sections 544, 550(a), and 551 of the Bankruptcy Code: (i) avoiding and preserving the Total Initial Transfers; (ii) directing that the Total Initial Transfers be set aside; (iii) recovering the Total Initial Transfers, or the value thereof, from the Family Defendants for the benefit of the estate of BLMIS; and (d) recovering attorneys' fees from the Family Defendants.

(i) on the Ninth Cause of Action, pursuant to Sections 273-279 of the NY DCL, Sections 544, 547, 548, 550(a), and 551 of the Bankruptcy Code, and SIPA § 78fff-2(c)(3): (i) recovering the Subsequent Transfers, or the value thereof, from Shana Madoff and the estate of Mark Madoff for the benefit of the estate of BLMIS; and (iv) recovering attorneys' fees from Shana Madoff and the estate of Mark Madoff.

(j) on the Tenth Cause of Action, that the Family Defendant Claims be disallowed;

(k) on the Eleventh Cause of Action, that the Family Defendant Claims be subordinated;

(l) on the Twelfth Cause of Action against each of the Family Defendants for breaches of fiduciary duty, for compensatory damages, disgorgement of all sums received by each Family Defendant from BLMIS for the period in which they were in breach of their fiduciary duties, and punitive damages in an amount to be determined at trial;

(m) on the Thirteenth Cause of Action against each of the Family Defendants for unjust enrichment, for compensatory damages in an amount to be determined at trial;

(n) on the Fourteenth Cause of Action against each of the Family Defendants for negligence, for compensatory and punitive damages in an amount to be determined at trial;

(o) on the Fifteenth Cause of Action against each of the Family Defendants for the imposition of a constructive trust upon any transfer of funds, assets, or property received from BLMIS, including, without limitation, against those properties the Family Defendants purchased with fraudulently diverted funds located at: (i) 583 Broadway, Unit 4M, New York, NY 10012; (ii) 433 E. 74th St., Unit 5A, New York, NY 10021; (iii) 8 Barclay Court, East Hampton, New York, 11937; (iv) 21 Cherry Valley Road, Greenwich, CT 06870; (v) 200 NW Algoma Road, Palm Beach, FL 33480; and (vi) 51 Wanoma Way, Nantucket, MA 02554, as well as to any

profits in the past and on a going forward basis received by the Family Defendants in connection with BLMIS, in favor of the Trustee for the benefit of BLMIS's estate.

(p) on the Sixteenth Cause of Action against each of the Family Defendants for an accounting of any transfer of funds, assets, or property received from BLMIS as well as to any profits in the past and on a going forward basis received by the Family Defendants in connection with BLMIS;

(q) on all Causes of Action, pursuant to federal common law and CPLR §§ 5001 and 5004 awarding the Trustee prejudgment interest from the date on which any transfer of BLMIS funds, assets, or property were received by each Family Defendant;

(r) awarding the Trustee all applicable attorneys' fees, interest, costs, and disbursements of this action;

(s) granting the Trustee such other, further, and different relief as the Court deems just, proper, and equitable.

Date: New York, New York
November 7, 2011

BAKER & HOSTETLER LLP

BY: s/David J. Sheehan

45 Rockefeller Plaza
New York, New York 10111
Telephone: (212) 589-4200
Facsimile: (212) 589-4201
David J. Sheehan
Email: dsheehan@bakerlaw.com
Marc E. Hirschfield
Email: mhirschfield@bakerlaw.com

*Attorneys for Irving H. Picard, Trustee for the
Substantively Consolidated SIPA Liquidation of
Bernard L. Madoff Investment Securities LLC
and Bernard L. Madoff*

Of Counsel:

John Siegal
Email: jsiegal@bakerlaw.com
Marc D. Powers
Email: mpowers@bakerlaw.com
Jimmy Fokas
Email: jfokas@bakerlaw.com
Adam B. Oppenheim
Email: aoppenheim@bakerlaw.com
Baker & Hostetler LLP
45 Rockefeller Plaza, 11th Floor
New York, NY 10111
Telephone: (212) 589-4200
Facsimile: (212) 589-4201

TRANSFERS TO PETER MADOFF - SUMMARY

<u>Transfer Category</u>	<u>Total Transfer Amount</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Transfers</u>	<u>6-Year Transfers</u>	<u>Prior to 6-Year Transfers</u>
IA Account Withdrawals	16,252,004	-	-	10,160,000	6,092,004
Compensation (Salary/Bonus/Draw)	40,052,143	3,628,886	6,828,327	18,089,915	21,962,228
Other Transfers	20,717,456	189,027	9,957,630	15,278,634	5,438,822
	\$ 77,021,603	\$ 3,817,914	\$ 16,785,958	\$ 43,528,549	\$ 33,493,053

BLMIS ACCOUNT NO. 1M0011 - PETER B MADOFF

<u>Date</u>	<u>Transaction Description</u>	<u>Transaction Amount Reported in Customer Statement</u>	<u>Cash Deposits</u>	<u>Cash Withdrawals</u>	<u>Transfers of Principal In</u>	<u>Transfers of Principal Out</u>	<u>Balance of Principal</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Fraudulent Transfers - Principal</u>	<u>2-Year Fraudulent Transfers - Fictitious Profits</u>	<u>6-Year Fraudulent Transfers - Principal</u>	<u>6-Year Fraudulent Transfers - Fictitious Profits</u>	<u>Full History Fraudulent Transfers - Principal</u>	<u>Full History Fraudulent Transfers - Fictitious Profits</u>
3/31/1981	PRINCIPAL CREDIT MARCH 1981	109,844 ⁽¹⁾	-	-	-	-	109,844	-	-	-	-	-	-	-
12/10/1985	CHECK	29,775	29,775	-	-	-	139,619	-	-	-	-	-	-	-
6/23/1986	CHECK	2,350	2,350	-	-	-	141,969	-	-	-	-	-	-	-
9/27/1990	CHECK	(130,000)	-	(130,000)	-	-	11,969	-	-	-	-	-	(130,000)	-
10/4/1993	CHECK	7	7	-	-	-	11,976	-	-	-	-	-	-	-
11/28/1997	CHECK	14	14	-	-	-	11,990	-	-	-	-	-	-	-
	Total:		\$ 32,146	\$ (130,000)	\$ -	\$ -	\$ 11,990	\$ -	\$ -	\$ -	\$ -	\$ -	\$ (130,000)	\$ -

⁽¹⁾ Exhibit B sets forth a cash flow forensic analysis of the specified account(s) from March 1981 up to December 11, 2008, as applicable. Although records of BLMIS customer statements exist back to November 1978 in some circumstances, there is less financial information on those statements. Accordingly, the attached cash flow analysis provides the accountholder(s) with a beneficial presumption that the cash and securities on a historical cost basis in the account(s) as of March 1981 were principal and did not include any fictitious profits.

BLMIS ACCOUNT NO. 1M0174 - PETER MADOFF

<u>Date</u>	<u>Transaction Description</u>	<u>Transaction Amount Reported in Customer Statement</u>	<u>Cash Deposits</u>	<u>Cash Withdrawals</u>	<u>Transfers of Principal In</u>	<u>Transfers of Principal Out</u>	<u>Balance of Principal</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Fraudulent Transfers - Principal</u>	<u>2-Year Fraudulent Transfers - Fictitious Profits</u>	<u>6-Year Fraudulent Transfers - Principal</u>	<u>6-Year Fraudulent Transfers - Fictitious Profits</u>	<u>Full History Fraudulent Transfers - Principal</u>	<u>Full History Fraudulent Transfers - Fictitious Profits</u>
5/17/2002	CHECK WIRE	(5,500,000)	-	(5,500,000)	-	-	(5,500,000)	-	-	-	-	-	-	(5,500,000)
5/17/2002	CHECK WIRE	(462,004)	-	(462,004)	-	-	(5,962,004)	-	-	-	-	-	-	(462,004)
4/14/2003	CHECK WIRE	(1,475,000)	-	(1,475,000)	-	-	(7,437,004)	-	-	-	-	(1,475,000)	-	(1,475,000)
12/10/2004	CHECK	(60,000)	-	(60,000)	-	-	(7,497,004)	-	-	-	-	(60,000)	-	(60,000)
1/19/2005	CHECK WIRE	(50,000)	-	(50,000)	-	-	(7,547,004)	-	-	-	-	(50,000)	-	(50,000)
2/14/2005	CHECK WIRE	(90,000)	-	(90,000)	-	-	(7,637,004)	-	-	-	-	(90,000)	-	(90,000)
3/1/2005	CHECK WIRE	(50,000)	-	(50,000)	-	-	(7,687,004)	-	-	-	-	(50,000)	-	(50,000)
3/2/2005	CHECK WIRE	(100,000)	-	(100,000)	-	-	(7,787,004)	-	-	-	-	(100,000)	-	(100,000)
3/17/2005	CHECK WIRE	(50,000)	-	(50,000)	-	-	(7,837,004)	-	-	-	-	(50,000)	-	(50,000)
3/21/2005	CHECK WIRE	(5,000,000)	-	(5,000,000)	-	-	(12,837,004)	-	-	-	-	(5,000,000)	-	(5,000,000)
5/23/2005	CHECK WIRE	(50,000)	-	(50,000)	-	-	(12,887,004)	-	-	-	-	(50,000)	-	(50,000)
9/28/2005	CHECK WIRE	(200,000)	-	(200,000)	-	-	(13,087,004)	-	-	-	-	(200,000)	-	(200,000)
10/13/2005	CHECK WIRE	(100,000)	-	(100,000)	-	-	(13,187,004)	-	-	-	-	(100,000)	-	(100,000)
11/1/2005	CHECK WIRE	(50,000)	-	(50,000)	-	-	(13,237,004)	-	-	-	-	(50,000)	-	(50,000)
12/9/2005	CHECK WIRE	(160,000)	-	(160,000)	-	-	(13,397,004)	-	-	-	-	(160,000)	-	(160,000)
1/3/2006	CHECK WIRE	(3,650,000)	-	(3,650,000)	-	-	(17,047,004)	-	-	-	-	-	-	-
1/18/2006	CANCEL C&S 1/3/06	3,650,000	-	3,650,000	-	-	(13,397,004)	-	-	-	-	-	-	-
2/9/2006	CHECK WIRE	(125,000)	-	(125,000)	-	-	(13,522,004)	-	-	-	-	(125,000)	-	(125,000)
4/17/2006	CHECK WIRE	(2,600,000)	-	(2,600,000)	-	-	(16,122,004)	-	-	-	-	(2,600,000)	-	(2,600,000)
Total:			\$ -	\$ (16,122,004)	\$ -	\$ -	\$ (16,122,004)	\$ -	\$ -	\$ -	\$ -	\$ (10,160,000)	\$ -	\$ (16,122,004)

PETER MADOFF COMPENSATION

<u>Date</u>	<u>Type</u>	<u>Transferee</u>	<u>Comments</u>	<u>Transfer Amount</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Transfers</u>	<u>6-Year Transfers</u>	<u>Prior to 6-Year Transfers</u>
12/29/1993	Salary	Peter Madoff		1,623,000	-	-	-	1,623,000
12/29/1993	Bonus / Other Earnings	Peter Madoff		180,000	-	-	-	180,000
12/29/1994	Salary	Peter Madoff		1,683,000	-	-	-	1,683,000
12/29/1994	Bonus / Other Earnings	Peter Madoff		413,000	-	-	-	413,000
12/27/1995	Salary	Peter Madoff		1,768,000	-	-	-	1,768,000
12/27/1995	Bonus / Other Earnings	Peter Madoff		408,000	-	-	-	408,000
12/25/1996	Salary	Peter Madoff		1,768,000	-	-	-	1,768,000
12/25/1996	Bonus / Other Earnings	Peter Madoff		476,000	-	-	-	476,000
12/31/1997	Salary	Peter Madoff		1,802,000	-	-	-	1,802,000
12/31/1997	Bonus / Other Earnings	Peter Madoff		204,000	-	-	-	204,000
12/31/1997	Draw	Unconfirmed		2,834	-	-	-	2,834
10/5/1998	Draw	Breakers	FBO Peter Madoff	5,369	-	-	-	5,369
11/10/1998	Draw	Glen Oaks Club	FBO Peter Madoff	1,096	-	-	-	1,096
11/13/1998	Draw	American Express	FBO Peter Madoff	23,161	-	-	-	23,161
12/11/1998	Draw	Glen Oaks Club	FBO Peter Madoff	1,096	-	-	-	1,096
12/31/1998	Salary	Peter Madoff		1,768,000	-	-	-	1,768,000
12/31/1998	Bonus / Other Earnings	Peter Madoff		136,000	-	-	-	136,000
1/13/1999	Draw	Glen Oaks Club	FBO Peter Madoff	3,364	-	-	-	3,364
2/11/1999	Draw	Glen Oaks Club	FBO Peter Madoff	130	-	-	-	130
3/5/1999	Draw	Museum Tower Condominium	FBO Peter Madoff	150	-	-	-	150
3/9/1999	Draw	Glen Oaks Club	FBO Peter Madoff	6,782	-	-	-	6,782
4/12/1999	Draw	Glen Oaks Club	FBO Peter Madoff	3,364	-	-	-	3,364
5/13/1999	Draw	Glen Oaks Club	FBO Peter Madoff	3,364	-	-	-	3,364
12/10/1999	Draw	Glen Oaks Club	FBO Peter Madoff	17,360	-	-	-	17,360
12/10/1999	Draw	Glen Oaks Club	FBO Peter Madoff	130	-	-	-	130
12/29/1999	Salary	Peter Madoff		1,768,000	-	-	-	1,768,000
12/29/1999	Bonus / Other Earnings	Peter Madoff		136,000	-	-	-	136,000
1/21/2000	Draw	Cash		1,000	-	-	-	1,000
1/31/2000	Draw	Cash		(1,500)	-	-	-	(1,500)
3/3/2000	Draw	Cash		1,500	-	-	-	1,500
3/13/2000	Draw	Cash		(1,500)	-	-	-	(1,500)
4/26/2000	Draw	Braman Motorcars	FBO Peter Madoff	1,861	-	-	-	1,861
5/4/2000	Draw	Peter Madoff		7,500	-	-	-	7,500
5/12/2000	Draw	Cash		1,000	-	-	-	1,000
5/15/2000	Draw	Glen Oaks Club	FBO Peter Madoff	4,883	-	-	-	4,883
5/15/2000	Draw	Cash		(1,000)	-	-	-	(1,000)
6/28/2000	Draw	North Shore LIJ Health	FBO Peter Madoff	3,153	-	-	-	3,153
6/28/2000	Draw	Dee Falco	FBO Peter Madoff	365	-	-	-	365
7/19/2000	Draw	Peter Madoff		78,600	-	-	-	78,600
7/19/2000	Draw	Unconfirmed		21,400	-	-	-	21,400
7/21/2000	Draw	Cash		(6,730)	-	-	-	(6,730)
9/8/2000	Draw	Glen Oaks Club	FBO Peter Madoff	1,112	-	-	-	1,112
9/27/2000	Draw	Peter Madoff		50,000	-	-	-	50,000
9/29/2000	Draw	Cash		1,500	-	-	-	1,500
10/3/2000	Draw	Cash		(1,500)	-	-	-	(1,500)
10/5/2000	Draw	Unconfirmed		1,000	-	-	-	1,000
10/6/2000	Draw	Cash		(1,000)	-	-	-	(1,000)

PETER MADOFF COMPENSATION

<u>Date</u>	<u>Type</u>	<u>Transferee</u>	<u>Comments</u>	<u>Transfer Amount</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Transfers</u>	<u>6-Year Transfers</u>	<u>Prior to 6-Year Transfers</u>
10/11/2000	Draw	Trump International Golf Club	FBO Peter Madoff	10,070	-	-	-	10,070
10/11/2000	Draw	Glen Oaks Club	FBO Peter Madoff	1,269	-	-	-	1,269
10/16/2000	Draw	Peter Madoff		10,000	-	-	-	10,000
11/16/2000	Draw	Glen Oaks Club	FBO Peter Madoff	157	-	-	-	157
12/11/2000	Draw	Glen Oaks Club	FBO Peter Madoff	23,870	-	-	-	23,870
12/11/2000	Draw	Trump International Golf Club	FBO Peter Madoff	267	-	-	-	267
12/11/2000	Draw	Glen Oaks Club	FBO Peter Madoff	157	-	-	-	157
12/18/2000	Draw	Peter Madoff		50,000	-	-	-	50,000
12/22/2000	Draw	Cash		2,500	-	-	-	2,500
12/27/2000	Salary	Peter Madoff		1,768,000	-	-	-	1,768,000
12/27/2000	Bonus / Other Earnings	Peter Madoff		238,000	-	-	-	238,000
2/8/2001	Draw	Breakers	FBO Peter Madoff	763	-	-	-	763
2/8/2001	Draw	Glen Oaks Club	FBO Peter Madoff	157	-	-	-	157
3/8/2001	Draw	Glen Oaks Club	FBO Peter Madoff	157	-	-	-	157
3/21/2001	Draw	Breakers	FBO Peter Madoff	901	-	-	-	901
3/21/2001	Draw	Trump International Golf Club	FBO Peter Madoff	807	-	-	-	807
4/9/2001	Draw	Glen Oaks Club	FBO Peter Madoff	483	-	-	-	483
4/24/2001	Draw	Peter Madoff		15,000	-	-	-	15,000
5/17/2001	Draw	Glen Oaks Club	FBO Peter Madoff	798	-	-	-	798
5/17/2001	Draw	Trump International Golf Club	FBO Peter Madoff	717	-	-	-	717
6/12/2001	Draw	Glen Oaks Club	FBO Peter Madoff	426	-	-	-	426
6/18/2001	Draw	Peter Madoff		100,000	-	-	-	100,000
7/10/2001	Draw	Glen Oaks Club	FBO Peter Madoff	613	-	-	-	613
8/14/2001	Draw	Glen Oaks Club	FBO Peter Madoff	892	-	-	-	892
8/30/2001	Draw	Breakers	FBO Peter Madoff	15,026	-	-	-	15,026
9/17/2001	Draw	Peter Madoff		15,000	-	-	-	15,000
9/21/2001	Draw	Glen Oaks Club	FBO Peter Madoff	2,677	-	-	-	2,677
9/24/2001	Draw	Peter Madoff		10,000	-	-	-	10,000
9/26/2001	Draw	Peter Madoff		20,000	-	-	-	20,000
10/9/2001	Draw	Glen Oaks Club	FBO Peter Madoff	1,748	-	-	-	1,748
10/11/2001	Draw	Trump International Golf Club	FBO Peter Madoff	13,250	-	-	-	13,250
11/13/2001	Draw	Peter Madoff		5,000	-	-	-	5,000
11/16/2001	Draw	Peter Madoff		10,000	-	-	-	10,000
11/16/2001	Draw	Glen Oaks Club	FBO Peter Madoff	1,748	-	-	-	1,748
12/11/2001	Draw	Peter Madoff		50,000	-	-	-	50,000
12/12/2001	Draw	Glen Oaks Club	FBO Peter Madoff	24,575	-	-	-	24,575
12/12/2001	Draw	Breakers	FBO Peter Madoff	3,183	-	-	-	3,183
12/12/2001	Draw	Glen Oaks Club	FBO Peter Madoff	157	-	-	-	157
12/26/2001	Bonus / Other Earnings	Peter Madoff		1,768,000	-	-	-	1,768,000
12/26/2001	Salary	Peter Madoff		680,000	-	-	-	680,000
1/9/2002	Draw	Trump International Golf Club	FBO Peter Madoff	540	-	-	-	540
1/9/2002	Draw	Glen Oaks Club	FBO Peter Madoff	157	-	-	-	157
1/18/2002	Draw	Peter Madoff		230,000	-	-	-	230,000
2/12/2002	Draw	Trump International Golf Club	FBO Peter Madoff	323	-	-	-	323
2/13/2002	Draw	Glen Oaks Club	FBO Peter Madoff	157	-	-	-	157
3/1/2002	Draw	Unconfirmed		4,000	-	-	-	4,000
3/13/2002	Draw	Trump International Golf Club	FBO Peter Madoff	326	-	-	-	326

PETER MADOFF COMPENSATION

<u>Date</u>	<u>Type</u>	<u>Transferee</u>	<u>Comments</u>	<u>Transfer Amount</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Transfers</u>	<u>6-Year Transfers</u>	<u>Prior to 6-Year Transfers</u>
3/13/2002	Draw	Glen Oaks Club	FBO Peter Madoff	171	-	-	-	171
4/1/2002	Draw	Unconfirmed		1,500	-	-	-	1,500
4/11/2002	Draw	Glen Oaks Club	FBO Peter Madoff	483	-	-	-	483
4/11/2002	Draw	Trump International Golf Club	FBO Peter Madoff	107	-	-	-	107
4/15/2002	Draw	Peter Madoff		200,000	-	-	-	200,000
5/10/2002	Draw	Glen Oaks Club	FBO Peter Madoff	1,874	-	-	-	1,874
5/23/2002	Draw	Cash		2,000	-	-	-	2,000
6/10/2002	Draw	Cash		(2,000)	-	-	-	(2,000)
6/14/2002	Draw	Glen Oaks Club	FBO Peter Madoff	257	-	-	-	257
6/14/2002	Draw	Trump International Golf Club	FBO Peter Madoff	133	-	-	-	133
6/21/2002	Draw	Cash		1,000	-	-	-	1,000
7/10/2002	Draw	Glen Oaks Club	FBO Peter Madoff	917	-	-	-	917
7/16/2002	Draw	Cash		(200)	-	-	-	(200)
7/29/2002	Draw	Unconfirmed		200	-	-	-	200
9/10/2002	Draw	Glen Oaks Club	FBO Peter Madoff	2,286	-	-	-	2,286
9/10/2002	Draw	Unconfirmed		1,500	-	-	-	1,500
9/17/2002	Draw	Cash		(1,500)	-	-	-	(1,500)
9/18/2002	Draw	Breakers	FBO Peter Madoff	11,713	-	-	-	11,713
9/19/2002	Draw	Unconfirmed		1,000	-	-	-	1,000
9/24/2002	Draw	Trump International Golf Club	FBO Peter Madoff	13,780	-	-	-	13,780
10/9/2002	Draw	Glen Oaks Club	FBO Peter Madoff	2,153	-	-	-	2,153
10/15/2002	Draw	Unconfirmed		2,000	-	-	-	2,000
10/16/2002	Draw	Cash		(2,000)	-	-	-	(2,000)
11/14/2002	Draw	Glen Oaks Club	FBO Peter Madoff	2,138	-	-	-	2,138
11/21/2002	Draw	Cash		(1,000)	-	-	-	(1,000)
11/22/2002	Draw	Cash		(500)	-	-	-	(500)
11/26/2002	Draw	Cash		1,500	-	-	-	1,500
12/17/2002	Draw	Glen Oaks Club	FBO Peter Madoff	5,823	-	-	5,823	
12/19/2002	Draw	Cash		2,200	-	-	2,200	
12/25/2002	Bonus / Other Earnings	Peter Madoff		1,802,000	-	-	-	1,802,000
12/25/2002	Salary	Peter Madoff		476,000	-	-	-	476,000
1/10/2003	Draw	Glen Oaks Club	FBO Peter Madoff	5,326	-	-	5,326	
1/30/2003	Draw	Peter Madoff		3,000	-	-	3,000	
2/11/2003	Draw	Roger Madoff	FBO Peter Madoff	5,000	-	-	5,000	
2/11/2003	Draw	Glen Oaks Club	FBO Peter Madoff	4,835	-	-	4,835	
3/13/2003	Draw	Unconfirmed		2,000	-	-	2,000	
3/14/2003	Draw	Glen Oaks Club	FBO Peter Madoff	5,179	-	-	5,179	
3/14/2003	Draw	Trump International Golf Club	FBO Peter Madoff	376	-	-	376	
3/17/2003	Draw	Cash		(2,000)	-	-	(2,000)	
4/4/2003	Draw	Glen Oaks Club	FBO Peter Madoff	595	-	-	595	
4/17/2003	Draw	Unconfirmed		2,000	-	-	2,000	
4/23/2003	Draw	Unconfirmed		(2,000)	-	-	(2,000)	
5/14/2003	Draw	Glen Oaks Club	FBO Peter Madoff	6,282	-	-	6,282	
5/14/2003	Draw	Trump International Golf Club	FBO Peter Madoff	322	-	-	322	
5/30/2003	Draw	Peter Madoff		265,000	-	-	265,000	
6/10/2003	Draw	Glen Oaks Club	FBO Peter Madoff	552	-	-	552	
7/9/2003	Draw	Glen Oaks Club	FBO Peter Madoff	931	-	-	931	

PETER MADOFF COMPENSATION

<u>Date</u>	<u>Type</u>	<u>Transferee</u>	<u>Comments</u>	<u>Transfer Amount</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Transfers</u>	<u>6-Year Transfers</u>	<u>Prior to 6-Year Transfers</u>
7/11/2003	Draw	Roger Madoff	FBO Peter Madoff	5,000	-	-	5,000	
7/22/2003	Draw	Peter Madoff		5,000	-	-	5,000	
8/6/2003	Draw	Glen Oaks Club	FBO Peter Madoff	515	-	-	515	
8/12/2003	Draw	Breakers	FBO Peter Madoff	8,904	-	-	8,904	
8/28/2003	Draw	Unconfirmed		2,000	-	-	2,000	
9/2/2003	Draw	Cash		(2,000)	-	-	(2,000)	
9/9/2003	Draw	Glen Oaks Club	FBO Peter Madoff	2,525	-	-	2,525	
9/11/2003	Draw	Breakers	FBO Peter Madoff	6,900	-	-	6,900	
9/11/2003	Draw	Breakers	FBO Peter Madoff	(4,134)	-	-	(4,134)	
9/18/2003	Draw	Trump International Golf Club	FBO Peter Madoff	15,900	-	-	15,900	
10/10/2003	Draw	Glen Oaks Club	FBO Peter Madoff	2,166	-	-	2,166	
10/16/2003	Draw	Breakers	FBO Peter Madoff	715	-	-	715	
10/17/2003	Draw	Palm Beach Country Club	FBO Peter Madoff	406	-	-	406	
11/14/2003	Draw	Glen Oaks Club	FBO Peter Madoff	1,882	-	-	1,882	
11/26/2003	Draw	Unconfirmed		2,000	-	-	2,000	
11/28/2003	Draw	Cash		(2,000)	-	-	(2,000)	
12/26/2003	Bonus / Other Earnings	Peter Madoff		1,836,000	-	-	1,836,000	
12/26/2003	Salary	Peter Madoff		340,000	-	-	340,000	
1/14/2004	Draw	Glen Oaks Club	FBO Peter Madoff	6,199	-	-	6,199	
1/14/2004	Draw	Trump International Golf Club	FBO Peter Madoff	1,210	-	-	1,210	
1/16/2004	Draw	Palm Beach Country Club	FBO Peter Madoff	691	-	-	691	
2/9/2004	Draw	Glen Oaks Club	FBO Peter Madoff	6,427	-	-	6,427	
2/10/2004	Draw	Peter Madoff		2,000	-	-	2,000	
2/11/2004	Draw	Palm Beach Country Club	FBO Peter Madoff	299	-	-	299	
2/13/2004	Draw	Peter Madoff		(2,000)	-	-	(2,000)	
3/5/2004	Draw	Peter Madoff		1,000	-	-	1,000	
3/9/2004	Draw	Peter Madoff		(1,000)	-	-	(1,000)	
3/12/2004	Draw	Glen Oaks Club	FBO Peter Madoff	6,199	-	-	6,199	
3/12/2004	Draw	Palm Beach Country Club	FBO Peter Madoff	587	-	-	587	
3/15/2004	Draw	Peter Madoff		2,000	-	-	2,000	
3/24/2004	Draw	Peter Madoff		(2,000)	-	-	(2,000)	
4/12/2004	Draw	Glen Oaks Club	FBO Peter Madoff	6,968	-	-	6,968	
5/14/2004	Draw	Glen Oaks Club	FBO Peter Madoff	6,199	-	-	6,199	
6/25/2004	Draw	Peter Madoff		25,000	-	-	25,000	
7/1/2004	Draw	Peter Madoff		100,000	-	-	100,000	
7/7/2004	Draw	Glen Oaks Club	FBO Peter Madoff	1,122	-	-	1,122	
7/8/2004	Draw	Bernie / Ruth Madoff	FBO Peter Madoff	1,000	-	-	1,000	
7/12/2004	Draw	Peter Madoff		(1,000)	-	-	(1,000)	
7/27/2004	Draw	Palm Beach Country Club	FBO Peter Madoff	21,941	-	-	21,941	
7/29/2004	Draw	Peter Madoff		8,000	-	-	8,000	
8/3/2004	Draw	Unconfirmed		(16,000)	-	-	(16,000)	
8/10/2004	Draw	Glen Oaks Club	FBO Peter Madoff	374	-	-	374	
9/10/2004	Draw	Glen Oaks Club	FBO Peter Madoff	2,471	-	-	2,471	
9/16/2004	Draw	Unconfirmed		10,866	-	-	10,866	
9/21/2004	Draw	Trump International Golf Club	FBO Peter Madoff	16,695	-	-	16,695	
9/29/2004	Draw	Peter Madoff		(22,000)	-	-	(22,000)	
10/8/2004	Draw	Glen Oaks Club	FBO Peter Madoff	2,235	-	-	2,235	

PETER MADOFF COMPENSATION

<u>Date</u>	<u>Type</u>	<u>Transferee</u>	<u>Comments</u>	<u>Transfer Amount</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Transfers</u>	<u>6-Year Transfers</u>	<u>Prior to 6-Year Transfers</u>
10/15/2004	Draw	Palm Beach Country Club	FBO Peter Madoff	320	-	-	320	
10/22/2004	Draw	Peter Madoff		1,600	-	-	1,600	
10/22/2004	Draw	Peter Madoff		(1,500)	-	-	(1,500)	
10/28/2004	Draw	Cash		1,500	-	-	1,500	
10/29/2004	Draw	Peter Madoff		(1,500)	-	-	(1,500)	
11/5/2004	Draw	American Express	FBO Peter Madoff	19	-	-	19	
11/9/2004	Draw	Glen Oaks Club	FBO Peter Madoff	2,203	-	-	2,203	
11/12/2004	Draw	Cash		1,500	-	-	1,500	
11/16/2004	Draw	Breakers	FBO Peter Madoff	7,314	-	-	7,314	
11/16/2004	Draw	Peter Madoff		(1,500)	-	-	(1,500)	
12/2/2004	Draw	Peter Madoff		1,000	-	-	1,000	
12/8/2004	Draw	Palm Beach Country Club	FBO Peter Madoff	2,576	-	-	2,576	
12/8/2004	Draw	Trump International Golf Club	FBO Peter Madoff	259	-	-	259	
12/14/2004	Draw	Peter Madoff		4,000	-	-	4,000	
12/21/2004	Draw	Peter Madoff		(4,000)	-	-	(4,000)	
12/27/2004	Draw	Peter Madoff		2,000	-	-	2,000	
12/29/2004	Draw	Peter Madoff		(2,000)	-	-	(2,000)	
12/31/2004	Bonus / Other Earnings	Peter Madoff		1,802,000	-	-	1,802,000	
12/31/2004	Salary	Peter Madoff		646,000	-	-	646,000	
1/20/2005	Draw	Glen Oaks Club	FBO Peter Madoff	6,503	-	-	6,503	
2/9/2005	Draw	Glen Oaks Club	FBO Peter Madoff	6,503	-	-	6,503	
2/9/2005	Draw	Palm Beach Country Club	FBO Peter Madoff	135	-	-	135	
2/9/2005	Draw	Trump International Golf Club	FBO Peter Madoff	50	-	-	50	
3/10/2005	Draw	Glen Oaks Club	FBO Peter Madoff	6,503	-	-	6,503	
3/10/2005	Draw	Palm Beach Country Club	FBO Peter Madoff	769	-	-	769	
3/10/2005	Draw	Glen Oaks Club	FBO Peter Madoff	212	-	-	212	
4/6/2005	Draw	Glen Oaks Club	FBO Peter Madoff	6,503	-	-	6,503	
4/29/2005	Draw	Peter Madoff		50,000	-	-	50,000	
5/6/2005	Draw	Peter Madoff		50,000	-	-	50,000	
5/10/2005	Draw	Glen Oaks Club	FBO Peter Madoff	6,503	-	-	6,503	
5/11/2005	Draw	Palm Beach Country Club	FBO Peter Madoff	486	-	-	486	
5/13/2005	Draw	Trump International Golf Club	FBO Peter Madoff	164	-	-	164	
5/16/2005	Draw	Peter Madoff		25,000	-	-	25,000	
6/2/2005	Draw	Bernie / Ruth Madoff	FBO Peter Madoff	1,500	-	-	1,500	
6/3/2005	Draw	Bernie / Ruth Madoff	FBO Peter Madoff	500	-	-	500	
6/3/2005	Draw	Peter Madoff		(2,000)	-	-	(2,000)	
6/7/2005	Draw	Peter Madoff		1,500	-	-	1,500	
6/7/2005	Draw	Palm Beach Country Club	FBO Peter Madoff	115	-	-	115	
6/8/2005	Draw	Peter Madoff		(1,500)	-	-	(1,500)	
6/14/2005	Draw	Trump International Golf Club	FBO Peter Madoff	301	-	-	301	
6/14/2005	Draw	Glen Oaks Club	FBO Peter Madoff	284	-	-	284	
6/24/2005	Draw	Peter Madoff		20,000	-	-	20,000	
7/1/2005	Draw	Peter Madoff		2,000	-	-	2,000	
7/6/2005	Draw	Peter Madoff		1,000	-	-	1,000	
7/7/2005	Draw	Glen Oaks Club	FBO Peter Madoff	1,198	-	-	1,198	
7/11/2005	Draw	Peter Madoff		150,000	-	-	150,000	
7/11/2005	Draw	Peter Madoff		(3,000)	-	-	(3,000)	

PETER MADOFF COMPENSATION

<u>Date</u>	<u>Type</u>	<u>Transferee</u>	<u>Comments</u>	<u>Transfer Amount</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Transfers</u>	<u>6-Year Transfers</u>	<u>Prior to 6-Year Transfers</u>
7/12/2005	Draw	Palm Beach Country Club	FBO Peter Madoff	182	-	-	182	
7/21/2005	Draw	Peter Madoff		100,000	-	-	100,000	
8/5/2005	Draw	Peter Madoff		50,000	-	-	50,000	
8/15/2005	Draw	Glen Oaks Club	FBO Peter Madoff	386	-	-	386	
8/23/2005	Draw	Breakers	FBO Peter Madoff	11,875	-	-	11,875	
8/30/2005	Draw	Peter Madoff		150,000	-	-	150,000	
9/7/2005	Draw	Glen Oaks Club	FBO Peter Madoff	2,289	-	-	2,289	
9/8/2005	Draw	Peter Madoff		100,000	-	-	100,000	
9/21/2005	Draw	Trump International Golf Club	FBO Peter Madoff	19,170	-	-	19,170	
10/5/2005	Draw	Peter Madoff		2,000	-	-	2,000	
10/10/2005	Draw	Glen Oaks Club	FBO Peter Madoff	2,128	-	-	2,128	
10/13/2005	Draw	Unconfirmed		(2,000)	-	-	(2,000)	
10/27/2005	Draw	Peter Madoff		1,000	-	-	1,000	
11/7/2005	Draw	Glen Oaks Club	FBO Peter Madoff	1,687	-	-	1,687	
11/7/2005	Draw	Peter Madoff		1,000	-	-	1,000	
12/7/2005	Draw	Glen Oaks Club	FBO Peter Madoff	23,354	-	-	23,354	
12/7/2005	Draw	Peter Madoff		2,000	-	-	2,000	
12/8/2005	Draw	American Express	FBO Peter Madoff	106	-	-	106	
12/9/2005	Draw	Unconfirmed		(2,000)	-	-	(2,000)	
12/16/2005	Draw	Palm Beach Country Club	FBO Peter Madoff	833	-	-	833	
12/22/2005	Draw	Peter Madoff		3,000	-	-	3,000	
12/27/2005	Draw	Peter Madoff		(3,000)	-	-	(3,000)	
12/30/2005	Bonus / Other Earnings	Peter Madoff		1,768,000	-	-	1,768,000	
12/30/2005	Salary	Peter Madoff		875,000	-	-	875,000	
1/5/2006	Draw	Peter Madoff		15,000	-	-	15,000	
3/8/2006	Draw	Glen Oaks Club	FBO Peter Madoff	109	-	-	109	
3/31/2006	Draw	Peter Madoff		2,000	-	-	2,000	
4/3/2006	Draw	Peter Madoff		50,000	-	-	50,000	
4/4/2006	Draw	Peter Madoff		(2,000)	-	-	(2,000)	
4/24/2006	Draw	Peter Madoff		2,000	-	-	2,000	
4/27/2006	Draw	Peter Madoff		(2,000)	-	-	(2,000)	
6/2/2006	Draw	Peter Madoff		3,000	-	-	3,000	
6/5/2006	Draw	Peter Madoff		100,000	-	-	100,000	
6/5/2006	Draw	Peter Madoff		(3,000)	-	-	(3,000)	
6/6/2006	Draw	Glen Oaks Club	FBO Peter Madoff	921	-	-	921	
6/22/2006	Draw	Peter Madoff		4,000	-	-	4,000	
6/23/2006	Draw	Unconfirmed		(4,000)	-	-	(4,000)	
7/25/2006	Draw	Peter Madoff		100,000	-	-	100,000	
8/8/2006	Draw	Peter Madoff		(100,000)	-	-	(100,000)	
8/10/2006	Draw	Glen Oaks Club	FBO Peter Madoff	797	-	-	797	
8/18/2006	Draw	Peter Madoff		50,000	-	-	50,000	
8/23/2006	Draw	Breakers	FBO Peter Madoff	12,780	-	-	12,780	
9/6/2006	Draw	Peter Madoff		50,000	-	-	50,000	
9/7/2006	Draw	Glen Oaks Club	FBO Peter Madoff	1,309	-	-	1,309	
9/18/2006	Draw	Dee Falco	FBO Peter Madoff	225	-	-	225	
9/27/2006	Draw	Trump International Golf Club	FBO Peter Madoff	19,170	-	-	19,170	
10/5/2006	Draw	Unconfirmed		2,000	-	-	2,000	

PETER MADOFF COMPENSATION

<u>Date</u>	<u>Type</u>	<u>Transferee</u>	<u>Comments</u>	<u>Transfer Amount</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Transfers</u>	<u>6-Year Transfers</u>	<u>Prior to 6-Year Transfers</u>
10/10/2006	Draw	Peter Madoff		(2,000)	-	-	(2,000)	
10/10/2006	Draw	Peter Madoff		(100,000)	-	-	(100,000)	
10/13/2006	Draw	American Express	FBO Peter Madoff	61	-	-	61	
10/23/2006	Draw	Peter Madoff		(2,000)	-	-	(2,000)	
10/25/2006	Draw	Peter Madoff		2,000	-	-	2,000	
10/25/2006	Draw	Unconfirmed		500	-	-	500	
11/6/2006	Draw	Peter Madoff		20,000	-	-	20,000	
12/31/2006	Salary / Bonus / Other Earnings	Peter Madoff		2,428,000	-	-	2,428,000	
1/5/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
1/5/2007	Bonus / Other Earnings	Peter Madoff		30,000	-	30,000	30,000	
1/11/2007	Draw	Glen Oaks Club	FBO Peter Madoff	4,888	-	4,888	4,888	
1/12/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
1/12/2007	Bonus / Other Earnings	Peter Madoff		35,000	-	35,000	35,000	
1/12/2007	Draw	Trump International Golf Club	FBO Peter Madoff	457	-	457	457	
1/19/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
1/26/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
1/26/2007	Bonus / Other Earnings	Peter Madoff		35,000	-	35,000	35,000	
2/2/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
2/9/2007	Salary	Peter Madoff		70,000	-	70,000	70,000	
2/9/2007	Bonus / Other Earnings	Peter Madoff		35,000	-	35,000	35,000	
2/9/2007	Draw	Glen Oaks Club	FBO Peter Madoff	4,888	-	4,888	4,888	
2/9/2007	Draw	Breakers	FBO Peter Madoff	442	-	442	442	
2/15/2007	Draw	Trump International Golf Club	FBO Peter Madoff	94	-	94	94	
2/16/2007	Salary	Peter Madoff		70,000	-	70,000	70,000	
2/16/2007	Bonus / Other Earnings	Peter Madoff		35,000	-	35,000	35,000	
2/22/2007	Draw	Peter Madoff		50,000	-	50,000	50,000	
2/23/2007	Salary	Peter Madoff		70,000	-	70,000	70,000	
2/23/2007	Bonus / Other Earnings	Peter Madoff		35,000	-	35,000	35,000	
3/2/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
3/8/2007	Draw	Glen Oaks Club	FBO Peter Madoff	4,888	-	4,888	4,888	
3/9/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
3/16/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
3/16/2007	Bonus / Other Earnings	Peter Madoff		35,000	-	35,000	35,000	
3/23/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
3/30/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
4/5/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
4/13/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
4/13/2007	Draw	Glen Oaks Club	FBO Peter Madoff	4,888	-	4,888	4,888	
4/20/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
4/27/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
5/2/2007	Draw	Peter Madoff		300,000	-	300,000	300,000	
5/4/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
5/9/2007	Draw	Glen Oaks Club	FBO Peter Madoff	4,888	-	4,888	4,888	
5/11/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
5/11/2007	Draw	Peter Madoff		75,000	-	75,000	75,000	
5/11/2007	Draw	American Express	FBO Peter Madoff	598	-	598	598	
5/18/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	

PETER MADOFF COMPENSATION

<u>Date</u>	<u>Type</u>	<u>Transferee</u>	<u>Comments</u>	<u>Transfer Amount</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Transfers</u>	<u>6-Year Transfers</u>	<u>Prior to 6-Year Transfers</u>
5/25/2007	Salary	Peter Madoff		70,000	-	70,000	70,000	
5/25/2007	Bonus / Other Earnings	Peter Madoff		35,000	-	35,000	35,000	
6/1/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
6/8/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
6/15/2007	Salary	Peter Madoff		70,000	-	70,000	70,000	
6/15/2007	Bonus / Other Earnings	Peter Madoff		35,000	-	35,000	35,000	
6/21/2007	Draw	Peter Madoff		100,000	-	100,000	100,000	
6/22/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
6/29/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
7/6/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
7/12/2007	Draw	Peter Madoff		10,000	-	10,000	10,000	
7/13/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
7/20/2007	Salary	Peter Madoff		70,000	-	70,000	70,000	
7/20/2007	Bonus / Other Earnings	Peter Madoff		35,000	-	35,000	35,000	
7/25/2007	Draw	American Express	FBO Peter Madoff	18	-	18	18	
7/27/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
7/30/2007	Draw	Perriwater Ltd.	FBO Peter Madoff	829	-	829	829	
8/3/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
8/8/2007	Draw	Breakers	FBO Peter Madoff	13,845	-	13,845	13,845	
8/10/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
8/17/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
8/17/2007	Bonus / Other Earnings	Peter Madoff		35,000	-	35,000	35,000	
8/24/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
8/31/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
8/31/2007	Bonus / Other Earnings	Peter Madoff		35,000	-	35,000	35,000	
9/7/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
9/14/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
9/14/2007	Bonus / Other Earnings	Peter Madoff		35,000	-	35,000	35,000	
9/21/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
9/28/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
10/5/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
10/12/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
10/16/2007	Draw	American Express	FBO Peter Madoff	89	-	89	89	
10/19/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
10/19/2007	Bonus / Other Earnings	Peter Madoff		35,000	-	35,000	35,000	
10/26/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
10/26/2007	Bonus / Other Earnings	Peter Madoff		35,000	-	35,000	35,000	
10/31/2007	Draw	American Express	FBO Peter Madoff	47,831	-	47,831	47,831	
11/2/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
11/7/2007	Draw	Glen Oaks Club	FBO Peter Madoff	1,628	-	1,628	1,628	
11/9/2007	Salary	Peter Madoff		105,000	-	105,000	105,000	
11/9/2007	Bonus / Other Earnings	Peter Madoff		35,000	-	35,000	35,000	
11/9/2007	Draw	Trump International Golf Club	FBO Peter Madoff	19,170	-	19,170	19,170	
11/16/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
11/23/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
11/30/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
12/6/2007	Draw	Glen Oaks Club	FBO Peter Madoff	5,000	-	5,000	5,000	

PETER MADOFF COMPENSATION

<u>Date</u>	<u>Type</u>	<u>Transferee</u>	<u>Comments</u>	<u>Transfer Amount</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Transfers</u>	<u>6-Year Transfers</u>	<u>Prior to 6-Year Transfers</u>
12/7/2007	Salary	Peter Madoff		35,000	-	35,000	35,000	
12/14/2007	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
12/21/2007	Salary	Peter Madoff		70,000	70,000	70,000	70,000	
12/21/2007	Bonus / Other Earnings	Peter Madoff		35,000	35,000	35,000	35,000	
12/28/2007	Salary	Peter Madoff		70,000	70,000	70,000	70,000	
12/28/2007	Bonus / Other Earnings	Peter Madoff		35,000	35,000	35,000	35,000	
1/4/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
1/4/2008	Bonus / Other Earnings	Peter Madoff		30,000	30,000	30,000	30,000	
1/8/2008	Draw	Breakers	FBO Peter Madoff	365	365	365	365	
1/11/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
1/16/2008	Draw	American Express	FBO Peter Madoff	264	264	264	264	
1/18/2008	Bonus / Other Earnings	Peter Madoff		35,000	35,000	35,000	35,000	
1/18/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
1/18/2008	Draw	Trump International Golf Club	FBO Peter Madoff	441	441	441	441	
1/25/2008	Bonus / Other Earnings	Peter Madoff		70,000	70,000	70,000	70,000	
1/25/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
2/1/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
2/5/2008	Draw	Glen Oaks Club	FBO Peter Madoff	5,105	5,105	5,105	5,105	
2/8/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
2/15/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
2/20/2008	Draw	American Express	FBO Peter Madoff	36	36	36	36	
2/22/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
2/29/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
3/7/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
3/13/2008	Draw	Glen Oaks Club	FBO Peter Madoff	5,105	5,105	5,105	5,105	
3/13/2008	Draw	Trump International Golf Club	FBO Peter Madoff	382	382	382	382	
3/14/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
3/21/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
3/24/2008	Draw	Peter Madoff		100,000	100,000	100,000	100,000	
3/28/2008	Bonus / Other Earnings	Peter Madoff		35,000	35,000	35,000	35,000	
3/28/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
4/4/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
4/9/2008	Draw	Glen Oaks Club	FBO Peter Madoff	5,105	5,105	5,105	5,105	
4/11/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
4/18/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
4/25/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
5/2/2008	Bonus / Other Earnings	Peter Madoff		35,000	35,000	35,000	35,000	
5/2/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
5/5/2008	Draw	Peter Madoff		10,000	10,000	10,000	10,000	
5/7/2008	Draw	Glen Oaks Club	FBO Peter Madoff	5,105	5,105	5,105	5,105	
5/8/2008	Draw	Peter Madoff		70,000	70,000	70,000	70,000	
5/8/2008	Draw	Peter Madoff		20,000	20,000	20,000	20,000	
5/9/2008	Bonus / Other Earnings	Peter Madoff		35,000	35,000	35,000	35,000	
5/9/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
5/16/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
5/16/2008	Draw	American Express	FBO Peter Madoff	266	266	266	266	
5/23/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	

PETER MADOFF COMPENSATION

<u>Date</u>	<u>Type</u>	<u>Transferee</u>	<u>Comments</u>	<u>Transfer Amount</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Transfers</u>	<u>6-Year Transfers</u>	<u>Prior to 6-Year Transfers</u>
5/30/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
6/6/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
6/11/2008	Draw	American Express	FBO Peter Madoff	1,590	1,590	1,590	1,590	
6/13/2008	Bonus / Other Earnings	Peter Madoff		35,000	35,000	35,000	35,000	
6/13/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
6/17/2008	Draw	Glen Oaks Club	FBO Peter Madoff	494	494	494	494	
6/20/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
6/27/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
7/3/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
7/8/2008	Draw	Glen Oaks Club	FBO Peter Madoff	134	134	134	134	
7/11/2008	Bonus / Other Earnings	Peter Madoff		320,000	320,000	320,000	320,000	
7/11/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
7/18/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
7/21/2008	Draw	American Express	FBO Peter Madoff	130	130	130	130	
7/25/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
8/1/2008	Bonus / Other Earnings	Peter Madoff		35,000	35,000	35,000	35,000	
8/1/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
8/8/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
8/11/2008	Draw	Breakers	FBO Peter Madoff	15,443	15,443	15,443	15,443	
8/14/2008	Draw	Peter Madoff		25,000	25,000	25,000	25,000	
8/15/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
8/15/2008	Draw	American Express	FBO Peter Madoff	348	348	348	348	
8/22/2008	Bonus / Other Earnings	Peter Madoff		35,000	35,000	35,000	35,000	
8/22/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
8/29/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
9/5/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
9/12/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
9/19/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
9/19/2008	Draw	American Express	FBO Peter Madoff	208	208	208	208	
9/26/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
9/26/2008	Draw	Trump International Golf Club	FBO Peter Madoff	22,365	22,365	22,365	22,365	
9/26/2008	Draw	Glen Oaks Club	FBO Peter Madoff	1,558	1,558	1,558	1,558	
10/3/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
10/10/2008	Bonus / Other Earnings	Peter Madoff		70,000	70,000	70,000	70,000	
10/10/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
10/13/2008	Draw	Glen Oaks Club	FBO Peter Madoff	1,249	1,249	1,249	1,249	
10/17/2008	Bonus / Other Earnings	Peter Madoff		300,000	300,000	300,000	300,000	
10/17/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
10/24/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
10/24/2008	Draw	American Express	FBO Peter Madoff	1,302	1,302	1,302	1,302	
10/31/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
10/31/2008	Draw	American Express	FBO Peter Madoff	517	517	517	517	
11/7/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
11/13/2008	Draw	Glen Oaks Club	FBO Peter Madoff	1,374	1,374	1,374	1,374	
11/14/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
11/21/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
11/28/2008	Bonus / Other Earnings	Peter Madoff		35,000	35,000	35,000	35,000	

PETER MADOFF COMPENSATION

<u>Date</u>	<u>Type</u>	<u>Transferee</u>	<u>Comments</u>	<u>Transfer Amount</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Transfers</u>	<u>6-Year Transfers</u>	<u>Prior to 6-Year Transfers</u>
11/28/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
12/5/2008	Bonus / Other Earnings	Peter Madoff		35,000	35,000	35,000	35,000	
12/5/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
12/10/2008	Draw	Peter Madoff		200,000	200,000	200,000	200,000	
12/12/2008	Bonus / Other Earnings	Peter Madoff		35,000	35,000	35,000	35,000	
12/12/2008	Salary	Peter Madoff		35,000	35,000	35,000	35,000	
Total:				\$ 40,052,143	\$ 3,628,886	\$ 6,828,327	\$ 18,089,915	\$ 21,962,228

OTHER TRANSFERS TO PETER MADOFF

<u>Date</u>	<u>Transferee</u>	<u>Comments</u>	<u>Transfer Amount</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Transfers</u>	<u>6-Year Transfers</u>	<u>Prior to 6-Year Transfers</u>
4/30/1996	Peter B. Madoff Life Insurance Trust	FBO Peter Madoff	23,300	-	-	-	23,300
9/30/1996	Peter B. Madoff Life Insurance Trust	FBO Peter Madoff	9,860	-	-	-	9,860
3/31/1997	Peter B. Madoff Life Insurance Trust	FBO Peter Madoff	23,300	-	-	-	23,300
9/30/1997	Peter B. Madoff Life Insurance Trust	FBO Peter Madoff	9,860	-	-	-	9,860
4/6/1998	Peter B. Madoff Life Insurance Trust	FBO Peter Madoff	23,300	-	-	-	23,300
4/8/1999	Peter B. Madoff Life Insurance Trust	FBO Peter Madoff	26,900	-	-	-	26,900
8/31/1999	Peter B. Madoff Life Insurance Trust	FBO Peter Madoff	42,162	-	-	-	42,162
1/18/2000	Sterling American Property III LP	FBO Peter Madoff	137,500	-	-	-	137,500
4/28/2000	Peter B. Madoff Life Insurance Trust	FBO Peter Madoff	26,900	-	-	-	26,900
7/27/2000	Sterling American Property III LP	FBO Peter Madoff	107,500	-	-	-	107,500
9/22/2000	Peter B. Madoff Life Insurance Trust	FBO Peter Madoff	23,425	-	-	-	23,425
9/22/2000	Peter B. Madoff Life Insurance Trust	FBO Peter Madoff	23,425	-	-	-	23,425
10/10/2000	Sterling American Property III LP	FBO Peter Madoff	105,000	-	-	-	105,000
10/31/2000	Madoff Technologies, LLC	FBO Peter Madoff	54,915	-	-	-	54,915
1/11/2001	Financial Auction Network	FBO Peter Madoff	35,000	-	-	-	35,000
3/27/2001	Sotheby's International Realty	FBO Peter Madoff	10,000	-	-	-	10,000
4/12/2001	Peter B. Madoff Life Insurance Trust	FBO Peter Madoff	26,900	-	-	-	26,900
4/18/2001	Sotheby's International Realty	FBO Peter Madoff	365,200	-	-	-	365,200
4/30/2001	Koepfel, Gottlieb & Mesches	FBO Peter Madoff	3,869,449	-	-	-	3,869,449
5/2/2001	Sterling American Property III LP	FBO Peter Madoff	127,500	-	-	-	127,500
10/1/2001	Peter B. Madoff Life Insurance Trust	FBO Peter Madoff	46,850	-	-	-	46,850
2/25/2002	Sterling American Property III LP	FBO Peter Madoff	116,000	-	-	-	116,000
4/16/2002	Peter B. Madoff Life Insurance Trust	FBO Peter Madoff	26,900	-	-	-	26,900
5/2/2002	American Express	FBO Peter Madoff	6,452	-	-	-	6,452
5/2/2002	American Express	FBO Peter Madoff	1,477	-	-	-	1,477
6/4/2002	American Express	FBO Peter Madoff	3,856	-	-	-	3,856
6/4/2002	American Express	FBO Peter Madoff	1,137	-	-	-	1,137
7/2/2002	American Express	FBO Peter Madoff	765	-	-	-	765
7/3/2002	American Express	FBO Peter Madoff	8,959	-	-	-	8,959
7/29/2002	Sterling American Property IV LP	FBO Peter Madoff	16,650	-	-	-	16,650
8/2/2002	American Express	FBO Peter Madoff	3,009	-	-	-	3,009
8/2/2002	American Express	FBO Peter Madoff	142	-	-	-	142
9/3/2002	American Express	FBO Peter Madoff	1,777	-	-	-	1,777
9/5/2002	American Express	FBO Peter Madoff	3,096	-	-	-	3,096
9/24/2002	Peter B. Madoff Life Insurance Trust	FBO Peter Madoff	23,425	-	-	-	23,425
9/24/2002	Peter B. Madoff Life Insurance Trust	FBO Peter Madoff	23,425	-	-	-	23,425
10/4/2002	American Express	FBO Peter Madoff	14,044	-	-	-	14,044
10/4/2002	American Express	FBO Peter Madoff	180	-	-	-	180
11/5/2002	American Express	FBO Peter Madoff	2,818	-	-	-	2,818
11/5/2002	American Express	FBO Peter Madoff	1,105	-	-	-	1,105
12/4/2002	American Express	FBO Peter Madoff	3,011	-	-	-	3,011
12/4/2002	American Express	FBO Peter Madoff	2,348	-	-	-	2,348
12/9/2002	Sterling American Property III LP	FBO Peter Madoff	60,000	-	-	-	60,000
12/23/2002	American Express	FBO Peter Madoff	1,490	-	-	1,490	-
1/7/2003	American Express	FBO Peter Madoff	2,725	-	-	2,725	-
1/7/2003	American Express	FBO Peter Madoff	1,499	-	-	1,499	-

OTHER TRANSFERS TO PETER MADOFF

<u>Date</u>	<u>Transferee</u>	<u>Comments</u>	<u>Transfer Amount</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Transfers</u>	<u>6-Year Transfers</u>	<u>Prior to 6-Year Transfers</u>
1/14/2003	Sterling American Property IV LP	FBO Peter Madoff	32,532	-	-	32,532	-
2/3/2003	Sterling American Property III LP	FBO Peter Madoff	35,000	-	-	35,000	-
2/5/2003	American Express	FBO Peter Madoff	3,697	-	-	3,697	-
3/4/2003	American Express	FBO Peter Madoff	14,294	-	-	14,294	-
3/4/2003	American Express	FBO Peter Madoff	1,272	-	-	1,272	-
3/28/2003	Peter B. Madoff Life Insurance Trust	FBO Peter Madoff	26,900	-	-	26,900	-
3/28/2003	Sterling American Property III LP	FBO Peter Madoff	50,000	-	-	50,000	-
4/4/2003	American Express	FBO Peter Madoff	13,209	-	-	13,209	-
4/4/2003	American Express	FBO Peter Madoff	1,173	-	-	1,173	-
4/25/2003	Sterling American Property III LP	FBO Peter Madoff	56,697	-	-	56,697	-
5/5/2003	American Express	FBO Peter Madoff	1,516	-	-	1,516	-
5/19/2003	American Express	FBO Peter Madoff	14,038	-	-	14,038	-
6/2/2003	American Express	FBO Peter Madoff	7,103	-	-	7,103	-
7/3/2003	American Express	FBO Peter Madoff	2,305	-	-	2,305	-
8/4/2003	American Express	FBO Peter Madoff	35,866	-	-	35,866	-
8/4/2003	American Express	FBO Peter Madoff	1,321	-	-	1,321	-
9/3/2003	American Express	FBO Peter Madoff	2,864	-	-	2,864	-
9/3/2003	American Express	FBO Peter Madoff	(11,483)	-	-	(11,483)	-
9/17/2003	Peter B. Madoff Life Insurance Trust	FBO Peter Madoff	23,425	-	-	23,425	-
9/17/2003	Peter B. Madoff Life Insurance Trust	FBO Peter Madoff	23,425	-	-	23,425	-
10/3/2003	American Express	FBO Peter Madoff	1,298	-	-	1,298	-
10/3/2003	American Express	FBO Peter Madoff	212	-	-	212	-
11/4/2003	American Express	FBO Peter Madoff	2,902	-	-	2,902	-
11/4/2003	American Express	FBO Peter Madoff	320	-	-	320	-
12/3/2003	American Express	FBO Peter Madoff	2,244	-	-	2,244	-
12/3/2003	American Express	FBO Peter Madoff	1,611	-	-	1,611	-
1/6/2004	American Express	FBO Peter Madoff	8,561	-	-	8,561	-
1/6/2004	American Express	FBO Peter Madoff	4,866	-	-	4,866	-
2/4/2004	American Express	FBO Peter Madoff	2,026	-	-	2,026	-
2/4/2004	American Express	FBO Peter Madoff	326	-	-	326	-
2/26/2004	American Express	FBO Peter Madoff	11,920	-	-	11,920	-
2/26/2004	American Express	FBO Peter Madoff	1,660	-	-	1,660	-
3/24/2004	American Express	FBO Peter Madoff	2,834	-	-	2,834	-
3/30/2004	Peter B. Madoff Life Insurance Trust	FBO Peter Madoff	26,900	-	-	26,900	-
4/2/2004	American Express	FBO Peter Madoff	16,148	-	-	16,148	-
4/14/2004	Peter Madoff		450,000	-	-	450,000	-
5/4/2004	American Express	FBO Peter Madoff	2,440	-	-	2,440	-
5/4/2004	American Express	FBO Peter Madoff	1,966	-	-	1,966	-
6/2/2004	Peter Madoff		4,000,000	-	-	4,000,000	-
6/2/2004	American Express	FBO Peter Madoff	6,561	-	-	6,561	-
6/2/2004	American Express	FBO Peter Madoff	1,223	-	-	1,223	-
7/2/2004	American Express	FBO Peter Madoff	5,768	-	-	5,768	-
7/2/2004	American Express	FBO Peter Madoff	1,274	-	-	1,274	-
8/3/2004	American Express	FBO Peter Madoff	2,373	-	-	2,373	-
8/3/2004	American Express	FBO Peter Madoff	469	-	-	469	-
9/2/2004	American Express	FBO Peter Madoff	310	-	-	310	-

OTHER TRANSFERS TO PETER MADOFF

<u>Date</u>	<u>Transferee</u>	<u>Comments</u>	<u>Transfer Amount</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Transfers</u>	<u>6-Year Transfers</u>	<u>Prior to 6-Year Transfers</u>
9/2/2004	American Express	FBO Peter Madoff	(1,262)	-	-	(1,262)	-
9/20/2004	Peter B. Madoff Life Insurance Trust	FBO Peter Madoff	23,425	-	-	23,425	-
9/20/2004	Peter B. Madoff Life Insurance Trust	FBO Peter Madoff	23,425	-	-	23,425	-
10/5/2004	American Express	FBO Peter Madoff	2,826	-	-	2,826	-
10/5/2004	American Express	FBO Peter Madoff	185	-	-	185	-
11/2/2004	American Express	FBO Peter Madoff	1,518	-	-	1,518	-
11/2/2004	American Express	FBO Peter Madoff	697	-	-	697	-
12/3/2004	American Express	FBO Peter Madoff	1,695	-	-	1,695	-
12/3/2004	American Express	FBO Peter Madoff	180	-	-	180	-
1/4/2005	American Express	FBO Peter Madoff	2,911	-	-	2,911	-
1/4/2005	American Express	FBO Peter Madoff	2,877	-	-	2,877	-
2/3/2005	American Express	FBO Peter Madoff	1,879	-	-	1,879	-
2/3/2005	American Express	FBO Peter Madoff	1,440	-	-	1,440	-
3/4/2005	American Express	FBO Peter Madoff	4,157	-	-	4,157	-
3/4/2005	American Express	FBO Peter Madoff	2,612	-	-	2,612	-
4/4/2005	Peter B. Madoff Life Insurance Trust	FBO Peter Madoff	26,900	-	-	26,900	-
4/5/2005	American Express	FBO Peter Madoff	1,875	-	-	1,875	-
4/5/2005	American Express	FBO Peter Madoff	1,389	-	-	1,389	-
5/4/2005	American Express	FBO Peter Madoff	2,114	-	-	2,114	-
5/4/2005	American Express	FBO Peter Madoff	1,478	-	-	1,478	-
6/2/2005	American Express	FBO Peter Madoff	2,276	-	-	2,276	-
6/2/2005	American Express	FBO Peter Madoff	(310)	-	-	(310)	-
7/5/2005	American Express	FBO Peter Madoff	1,164	-	-	1,164	-
7/5/2005	American Express	FBO Peter Madoff	1,084	-	-	1,084	-
8/3/2005	American Express	FBO Peter Madoff	1,678	-	-	1,678	-
8/3/2005	American Express	FBO Peter Madoff	475	-	-	475	-
9/2/2005	American Express	FBO Peter Madoff	3,278	-	-	3,278	-
9/2/2005	American Express	FBO Peter Madoff	591	-	-	591	-
9/23/2005	Peter B. Madoff Life Insurance Trust	FBO Peter Madoff	47,000	-	-	47,000	-
10/6/2005	American Express	FBO Peter Madoff	3,746	-	-	3,746	-
10/6/2005	American Express	FBO Peter Madoff	235	-	-	235	-
11/4/2005	American Express	FBO Peter Madoff	1,887	-	-	1,887	-
11/4/2005	American Express	FBO Peter Madoff	694	-	-	694	-
12/2/2005	American Express	FBO Peter Madoff	2,357	-	-	2,357	-
12/2/2005	American Express	FBO Peter Madoff	1,724	-	-	1,724	-
1/4/2006	American Express	FBO Peter Madoff	5,604	-	-	5,604	-
1/4/2006	American Express	FBO Peter Madoff	1,977	-	-	1,977	-
2/3/2006	American Express	FBO Peter Madoff	3,644	-	-	3,644	-
2/3/2006	American Express	FBO Peter Madoff	640	-	-	640	-
3/3/2006	American Express	FBO Peter Madoff	13,355	-	-	13,355	-
3/3/2006	American Express	FBO Peter Madoff	2,404	-	-	2,404	-
4/4/2006	American Express	FBO Peter Madoff	2,568	-	-	2,568	-
4/4/2006	American Express	FBO Peter Madoff	688	-	-	688	-
4/11/2006	Sterling American Property IV LP	FBO Peter Madoff	52,365	-	-	52,365	-
5/3/2006	American Express	FBO Peter Madoff	1,739	-	-	1,739	-
5/9/2006	Peter B. Madoff Life Insurance Trust	FBO Peter Madoff	86,753	-	-	86,753	-

OTHER TRANSFERS TO PETER MADOFF

<u>Date</u>	<u>Transferee</u>	<u>Comments</u>	<u>Transfer Amount</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Transfers</u>	<u>6-Year Transfers</u>	<u>Prior to 6-Year Transfers</u>
6/6/2006	American Express	FBO Peter Madoff	10,662	-	-	10,662	-
6/6/2006	American Express	FBO Peter Madoff	259	-	-	259	-
6/20/2006	Peter B. Madoff Life Insurance Trust	FBO Peter Madoff	12,000	-	-	12,000	-
7/6/2006	American Express	FBO Peter Madoff	16,889	-	-	16,889	-
7/7/2006	American Express	FBO Peter Madoff	573	-	-	573	-
8/4/2006	American Express	FBO Peter Madoff	2,663	-	-	2,663	-
8/4/2006	American Express	FBO Peter Madoff	246	-	-	246	-
9/7/2006	American Express	FBO Peter Madoff	3,146	-	-	3,146	-
9/18/2006	Peter B. Madoff Life Insurance Trust	FBO Peter Madoff	12,500	-	-	12,500	-
10/5/2006	American Express	FBO Peter Madoff	3,073	-	-	3,073	-
10/5/2006	American Express	FBO Peter Madoff	2,605	-	-	2,605	-
11/6/2006	American Express	FBO Peter Madoff	8,347	-	-	8,347	-
11/6/2006	American Express	FBO Peter Madoff	175	-	-	175	-
12/6/2006	American Express	FBO Peter Madoff	7,816	-	-	7,816	-
12/6/2006	American Express	FBO Peter Madoff	1,036	-	-	1,036	-
12/28/2006	Peter B. Madoff Life Insurance Trust	FBO Peter Madoff	12,000	-	12,000	12,000	-
1/5/2007	American Express	FBO Peter Madoff	14,407	-	14,407	14,407	-
1/5/2007	American Express	FBO Peter Madoff	3,827	-	3,827	3,827	-
2/2/2007	American Express	FBO Peter Madoff	1,782	-	1,782	1,782	-
2/7/2007	American Express	FBO Peter Madoff	2,397	-	2,397	2,397	-
3/7/2007	American Express	FBO Peter Madoff	11,706	-	11,706	11,706	-
3/7/2007	American Express	FBO Peter Madoff	7,469	-	7,469	7,469	-
3/20/2007	Peter B. Madoff Life Insurance Trust	FBO Peter Madoff	86,753	-	86,753	86,753	-
3/20/2007	Peter B. Madoff Life Insurance Trust	FBO Peter Madoff	6,208	-	6,208	6,208	-
3/20/2007	Peter B. Madoff Life Insurance Trust	FBO Peter Madoff	6,208	-	6,208	6,208	-
4/3/2007	American Express	FBO Peter Madoff	4,485	-	4,485	4,485	-
4/3/2007	American Express	FBO Peter Madoff	344	-	344	344	-
5/3/2007	American Express	FBO Peter Madoff	1,214	-	1,214	1,214	-
5/3/2007	American Express	FBO Peter Madoff	598	-	598	598	-
6/4/2007	American Express	FBO Peter Madoff	2,835	-	2,835	2,835	-
6/4/2007	American Express	FBO Peter Madoff	2,478	-	2,478	2,478	-
6/18/2007	Peter B. Madoff Life Insurance Trust	FBO Peter Madoff	12,415	-	12,415	12,415	-
6/18/2007	Peter B. Madoff Life Insurance Trust	FBO Peter Madoff	6,208	-	6,208	6,208	-
6/18/2007	Peter B. Madoff Life Insurance Trust	FBO Peter Madoff	6,208	-	6,208	6,208	-
6/19/2007	Peter B. Madoff Life Insurance Trust	FBO Peter Madoff	(12,415)	-	(12,415)	(12,415)	-
7/5/2007	American Express	FBO Peter Madoff	17,950	-	17,950	17,950	-
7/5/2007	American Express	FBO Peter Madoff	3,454	-	3,454	3,454	-
8/7/2007	American Express	FBO Peter Madoff	7,122	-	7,122	7,122	-
8/7/2007	American Express	FBO Peter Madoff	3,776	-	3,776	3,776	-
9/5/2007	American Express	FBO Peter Madoff	4,539	-	4,539	4,539	-
9/5/2007	American Express	FBO Peter Madoff	3,580	-	3,580	3,580	-
9/19/2007	Peter B. Madoff Life Insurance Trust	FBO Peter Madoff	46,850	-	46,850	46,850	-
10/4/2007	American Express	FBO Peter Madoff	1,634	-	1,634	1,634	-
10/4/2007	American Express	FBO Peter Madoff	147	-	147	147	-
10/30/2007	American Express	FBO Peter Madoff	56,625	-	56,625	56,625	-
11/2/2007	American Express	FBO Peter Madoff	25,563	-	25,563	25,563	-

OTHER TRANSFERS TO PETER MADOFF

<u>Date</u>	<u>Transferee</u>	<u>Comments</u>	<u>Transfer Amount</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Transfers</u>	<u>6-Year Transfers</u>	<u>Prior to 6-Year Transfers</u>
12/5/2007	American Express	FBO Peter Madoff	7,364	-	7,364	7,364	-
12/5/2007	American Express	FBO Peter Madoff	4,707	-	4,707	4,707	-
12/12/2007	Peter Madoff		9,000,000	-	9,000,000	9,000,000	-
1/4/2008	American Express	FBO Peter Madoff	53,267	53,267	53,267	53,267	-
1/4/2008	American Express	FBO Peter Madoff	3,180	3,180	3,180	3,180	-
2/1/2008	American Express	FBO Peter Madoff	4,924	4,924	4,924	4,924	-
3/3/2008	American Express	FBO Peter Madoff	19,940	19,940	19,940	19,940	-
3/3/2008	American Express	FBO Peter Madoff	65	65	65	65	-
3/25/2008	Robert S Fountain Trading As The Aston Workshop	FBO Peter Madoff	69,349	-	69,349	69,349	-
3/27/2008	Peter B. Madoff Life Insurance Trust	FBO Peter Madoff	86,753	-	86,753	86,753	-
4/1/2008	American Express	FBO Peter Madoff	6,261	6,261	6,261	6,261	-
4/1/2008	American Express	FBO Peter Madoff	5,700	5,700	5,700	5,700	-
5/1/2008	American Express	FBO Peter Madoff	4,678	4,678	4,678	4,678	-
5/1/2008	American Express	FBO Peter Madoff	180	180	180	180	-
5/28/2008	Robert S Fountain Trading As The Aston Workshop	FBO Peter Madoff	197,870	-	197,870	197,870	-
6/2/2008	American Express	FBO Peter Madoff	21,970	21,970	21,970	21,970	-
6/2/2008	American Express	FBO Peter Madoff	4,884	4,884	4,884	4,884	-
6/16/2008	American Express	FBO Peter Madoff	1,700	1,700	1,700	1,700	-
7/2/2008	American Express	FBO Peter Madoff	2,635	2,635	2,635	2,635	-
8/1/2008	American Express	FBO Peter Madoff	2,731	2,731	2,731	2,731	-
8/1/2008	American Express	FBO Peter Madoff	342	342	342	342	-
9/2/2008	American Express	FBO Peter Madoff	5,971	5,971	5,971	5,971	-
9/2/2008	American Express	FBO Peter Madoff	865	865	865	865	-
9/24/2008	Robert S Fountain Trading As The Aston Workshop	FBO Peter Madoff	2,153	-	2,153	2,153	-
9/26/2008	Peter B. Madoff Life Insurance Trust	FBO Peter Madoff	23,425	-	23,425	23,425	-
9/26/2008	Peter B. Madoff Life Insurance Trust	FBO Peter Madoff	23,425	-	23,425	23,425	-
10/1/2008	American Express	FBO Peter Madoff	12,424	12,424	12,424	12,424	-
10/1/2008	American Express	FBO Peter Madoff	8,500	8,500	8,500	8,500	-
10/30/2008	American Express	FBO Peter Madoff	14,527	14,527	14,527	14,527	-
11/5/2008	American Express	FBO Peter Madoff	5,060	5,060	5,060	5,060	-
11/28/2008	Robert S Fountain Trading As The Aston Workshop	FBO Peter Madoff	5,191	-	5,191	5,191	-
12/2/2008	American Express	FBO Peter Madoff	7,153	7,153	7,153	7,153	-
12/2/2008	American Express	FBO Peter Madoff	2,071	2,071	2,071	2,071	-
Total:			\$ 20,717,456	\$ 189,027	\$ 9,957,630	\$ 15,278,634	\$ 5,438,822

TRANSFERS TO MARK MADOFF - SUMMARY

<u>Transfer Category</u>	<u>Total Transfer Amount</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Transfers</u>	<u>6-Year Transfers</u>	<u>Prior to 6-Year Transfers</u>
IA Account Withdrawals	18,162,227	-	-	7,380,931	10,781,297
Compensation (Salary/Bonus)	33,554,960	1,386,350	11,085,000	21,860,190	11,694,770
Other Transfers	20,174,210	204,566	6,941,377	15,863,754	4,310,456
	\$ 71,891,397	\$ 1,590,916	\$ 18,026,377	\$ 45,104,875	\$ 26,786,523

BLMIS ACCOUNT NO. 1M0008 - MARK MADOFF AND SUSAN MADOFF J/T WROS

<u>Date</u>	<u>Transaction Description</u>	<u>Transaction Amount Reported in Customer Statement</u>	<u>Cash Deposits</u>	<u>Cash Withdrawals</u>	<u>Transfers of Principal In</u>	<u>Transfers of Principal Out</u>	<u>Balance of Principal</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Fraudulent Transfers - Principal</u>	<u>2-Year Fraudulent Transfers - Fictitious Profits</u>	<u>6-Year Fraudulent Transfers - Principal</u>	<u>6-Year Fraudulent Transfers - Fictitious Profits</u>	<u>Full History Fraudulent Transfers - Principal</u>	<u>Full History Fraudulent Transfers - Fictitious Profits</u>
1/29/1991	CHECK	20,000	20,000	-	-	-	20,000	-	-	-	-	-	-	-
5/30/1991	CXL CHECK A/O 01/29/91	(20,000)	(20,000)	-	-	-	-	-	-	-	-	-	-	-
Total:			\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -

BLMIS ACCOUNT NO. 1M0009 - MARK MADOFF

Date	Transaction Description	Transaction Amount Reported in Customer Statement	Cash Deposits	Cash Withdrawals	Transfers of Principal In	Transfers of Principal Out	Balance of Principal	1-Year Preferential Transfers	2-Year Fraudulent Transfers - Principal	2-Year Fraudulent Transfers - Fictitious Profits	6-Year Fraudulent Transfers - Principal	6-Year Fraudulent Transfers - Fictitious Profits	Full History Fraudulent Transfers - Principal	Full History Fraudulent Transfers - Fictitious Profits
5/20/1986	CHECK	30,000	30,000	-	-	-	30,000	-	-	-	-	-	-	-
5/20/1986	CHECK A/O 05/20/86	(2,000)	-	(2,000)	-	-	28,000	-	-	-	-	-	(2,000)	-
6/24/1986	CHECK	(1,000)	-	(1,000)	-	-	27,000	-	-	-	-	-	(1,000)	-
6/25/1986	CHECK	(1,500)	-	(1,500)	-	-	25,500	-	-	-	-	-	(1,500)	-
8/22/1986	CHECK A/O 05/20/86	7,000	7,000	-	-	-	32,500	-	-	-	-	-	-	-
11/13/1986	CHECK	(1,000)	-	(1,000)	-	-	31,500	-	-	-	-	-	(1,000)	-
11/13/1986	CHECK	(2,000)	-	(2,000)	-	-	29,500	-	-	-	-	-	(2,000)	-
12/8/1986	CHECK	(1,000)	-	(1,000)	-	-	28,500	-	-	-	-	-	(1,000)	-
1/29/1987	CHECK	(1,000)	-	(1,000)	-	-	27,500	-	-	-	-	-	(1,000)	-
5/19/1987	CHECK	(2,000)	-	(2,000)	-	-	25,500	-	-	-	-	-	(2,000)	-
8/5/1987	CHECK	(1,000)	-	(1,000)	-	-	24,500	-	-	-	-	-	(1,000)	-
11/19/1987	CHECK	(2,000)	-	(2,000)	-	-	22,500	-	-	-	-	-	(2,000)	-
2/24/1988	CHECK	(2,000)	-	(2,000)	-	-	20,500	-	-	-	-	-	(2,000)	-
6/2/1988	CHECK	(2,000)	-	(2,000)	-	-	18,500	-	-	-	-	-	(2,000)	-
6/2/1988	CHECK	(2,000)	-	(2,000)	-	-	16,500	-	-	-	-	-	(2,000)	-
9/26/1988	CHECK	(5,000)	-	(5,000)	-	-	11,500	-	-	-	-	-	(5,000)	-
12/19/1988	CHECK	(1,500)	-	(1,500)	-	-	10,000	-	-	-	-	-	(1,500)	-
3/2/1989	CHECK	(5,000)	-	(5,000)	-	-	5,000	-	-	-	-	-	(5,000)	-
4/28/1989	CHECK	20,124	20,124	-	-	-	25,124	-	-	-	-	-	-	-
4/28/1989	CHECK	286	286	-	-	-	25,410	-	-	-	-	-	-	-
4/28/1989	CHECK	38,700	38,700	-	-	-	64,110	-	-	-	-	-	-	-
4/28/1989	CHECK	55	55	-	-	-	64,165	-	-	-	-	-	-	-
4/28/1989	CHECK	185,500	185,500	-	-	-	249,665	-	-	-	-	-	-	-
5/16/1989	CHECK	(2,604)	-	(2,604)	-	-	247,061	-	-	-	-	-	(2,604)	-
5/31/1989	CHECK	(5,000)	-	(5,000)	-	-	242,061	-	-	-	-	-	(5,000)	-
8/15/1989	CHECK	20,000	20,000	-	-	-	262,061	-	-	-	-	-	-	-
9/6/1989	CHECK	(3,000)	-	(3,000)	-	-	259,061	-	-	-	-	-	(3,000)	-
9/6/1989	CHECK	(3,000)	-	(3,000)	-	-	256,061	-	-	-	-	-	(3,000)	-
11/14/1989	CHECK	(5,000)	-	(5,000)	-	-	251,061	-	-	-	-	-	(5,000)	-
12/21/1989	CHECK	(5,000)	-	(5,000)	-	-	246,061	-	-	-	-	-	(5,000)	-
1/31/1990	CHECK	(3,000)	-	(3,000)	-	-	243,061	-	-	-	-	-	(3,000)	-
2/14/1990	CHECK	(5,000)	-	(5,000)	-	-	238,061	-	-	-	-	-	(5,000)	-
4/26/1990	CHECK	10,000	10,000	-	-	-	248,061	-	-	-	-	-	-	-
7/26/1990	PMT TRANSACTION	(5,000)	-	(5,000)	-	-	243,061	-	-	-	-	-	(5,000)	-
12/3/1990	CHECK	(15,000)	-	(15,000)	-	-	228,061	-	-	-	-	-	(15,000)	-
1/29/1991	CHECK	20,000	20,000	-	-	-	248,061	-	-	-	-	-	-	-
2/7/1991	CHECK	(5,000)	-	(5,000)	-	-	243,061	-	-	-	-	-	(5,000)	-
2/26/1991	CHECK	(567,000)	-	(567,000)	-	-	(323,939)	-	-	-	-	-	-	-
2/27/1991	CHECK	(10,000)	-	(10,000)	-	-	(333,939)	-	-	-	-	-	(10,000)	-
3/1/1991	CHECK	(10,000)	-	(10,000)	-	-	(343,939)	-	-	-	-	-	(10,000)	-
4/23/1991	CHECK	(10,000)	-	(10,000)	-	-	(353,939)	-	-	-	-	-	(10,000)	-
5/30/1991	CHECK A/O 01/29/91	20,000	20,000	-	-	-	(333,939)	-	-	-	-	-	-	-
5/30/1991	CHECK	(250,000)	-	(250,000)	-	-	(583,939)	-	-	-	-	-	(242,789)	(7,211)
6/3/1991	CANCEL 02/26/91	567,000	-	567,000	-	-	(16,939)	-	-	-	-	-	-	-
6/22/1994	CHECK	9,728	9,728	-	-	-	(7,211)	-	-	-	-	-	-	-
4/1/1996	TRANS FROM 1M001010 (1M0010)	7,928 ⁽¹⁾	-	-	-	7,211	(7,211)	-	-	-	-	-	-	-
Total:			\$ 361,393	\$ (368,604)	\$ -	\$ 7,211	\$ (7,211)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ (361,393)	\$ (7,211)

⁽¹⁾ Although BLMIS statements reflect that funds were transferred into this account on this date, these funds consisted entirely of fictitious profits which were never achieved and thus no funds were actually transferred into the account on this date. Accordingly, the account balance has remained unchanged.

BLMIS ACCOUNT NO. 1M0010 - MARK MADOFF

<u>Date</u>	<u>Transaction Description</u>	<u>Transaction Amount Reported in Customer Statement</u>	<u>Cash Deposits</u>	<u>Cash Withdrawals</u>	<u>Transfers of Principal In</u>	<u>Transfers of Principal Out</u>	<u>Balance of Principal</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Fraudulent Transfers - Principal</u>	<u>2-Year Fraudulent Transfers - Fictitious Profits</u>	<u>6-Year Fraudulent Transfers - Principal</u>	<u>6-Year Fraudulent Transfers - Fictitious Profits</u>	<u>Full History Fraudulent Transfers - Principal</u>	<u>Full History Fraudulent Transfers - Fictitious Profits</u>
9/14/1987	TRANS FROM 10130310 (101303)	282,153 ^[1]	-	-	35,469	-	35,469	-	-	-	-	-	-	-
4/14/1988	CHECK	(27,500)	-	(27,500)	-	-	7,969	-	-	-	-	-	(27,500)	-
4/5/1990	CHECK	(29,854)	-	(29,854)	-	-	(21,885)	-	-	-	-	-	(27,969)	(1,885)
4/9/1991	CHECK	(39,342)	-	(39,342)	-	-	(61,227)	-	-	-	-	-	-	(39,342)
4/1/1992	CHECK	(26,000)	-	(26,000)	-	-	(87,227)	-	-	-	-	-	-	(26,000)
8/19/1992	CHECK	20,000	20,000	-	-	-	(67,227)	-	-	-	-	-	-	-
4/8/1993	CHECK	(30,000)	-	(30,000)	-	-	(97,227)	-	-	-	-	-	-	(30,000)
5/4/1993	CHECK	(40,000)	-	(40,000)	-	-	(137,227)	-	-	-	-	-	-	(40,000)
10/28/1993	CHECK	(30,000)	-	(30,000)	-	-	(167,227)	-	-	-	-	-	-	(30,000)
3/16/1994	CHECK	(25,000)	-	(25,000)	-	-	(192,227)	-	-	-	-	-	-	(25,000)
3/31/1994	CHECK	(42,449)	-	(42,449)	-	-	(234,676)	-	-	-	-	-	-	(42,449)
3/31/1994	CHECK	(613)	-	(613)	-	-	(235,289)	-	-	-	-	-	-	(613)
3/31/1994	CHECK	(1,047)	-	(1,047)	-	-	(236,336)	-	-	-	-	-	-	(1,047)
3/31/1994	CHECK	(1,500)	-	(1,500)	-	-	(237,836)	-	-	-	-	-	-	(1,500)
5/19/1994	CHECK	(50,000)	-	(50,000)	-	-	(287,836)	-	-	-	-	-	-	(50,000)
1/9/1995	CHECK	(50,000)	-	(50,000)	-	-	(337,836)	-	-	-	-	-	-	(50,000)
2/6/1995	CHECK	(50,000)	-	(50,000)	-	-	(387,836)	-	-	-	-	-	-	(50,000)
4/11/1995	CHECK	(5,001)	-	(5,001)	-	-	(392,837)	-	-	-	-	-	-	(5,001)
4/11/1995	CHECK	(12,534)	-	(12,534)	-	-	(405,371)	-	-	-	-	-	-	(12,534)
10/30/1995	CHECK	(100,000)	-	(100,000)	-	-	(505,371)	-	-	-	-	-	-	(100,000)
12/4/1995	CHECK	(100,000)	-	(100,000)	-	-	(605,371)	-	-	-	-	-	-	(100,000)
1/11/1996	CHECK	(100,000)	-	(100,000)	-	-	(705,371)	-	-	-	-	-	-	(100,000)
4/1/1996	TRANS TO 1M000930 (1M0009)	(7,928) ^[2]	-	-	-	-	(705,371)	-	-	-	-	-	-	-
5/3/1996	CHECK	(50,000)	-	(50,000)	-	-	(755,371)	-	-	-	-	-	-	(50,000)
8/21/1996	CHECK	(50,000)	-	(50,000)	-	-	(805,371)	-	-	-	-	-	-	(50,000)
4/8/1997	CHECK	(50,000)	-	(50,000)	-	-	(855,371)	-	-	-	-	-	-	(50,000)
5/5/1997	TRANS TO 1M010930 (1M0109)	(211,592) ^[2]	-	-	-	-	(855,371)	-	-	-	-	-	-	-
Total:			\$ 20,000	\$ (910,840)	\$ 35,469	\$ -	\$ (855,371)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ (55,469)	\$ (855,371)

^[1] Although BLMIS statements reflect that a larger transfer was made into the account on this date, a portion of the "transferred" funds consisted of fictitious profits which were never achieved and thus could not have been transferred. Accordingly, only the principal remaining in the originating account was transferred into this account on this date.

^[2] Although BLMIS statements reflect that funds were transferred out of this account on this date, these funds consisted entirely of fictitious profits which were never achieved and thus no funds were actually transferred out of the account on this date. Accordingly, the account balance has remained unchanged.

BLMIS ACCOUNT NO. 1M0109 - MARK MADOFF

Date	Transaction Description	Transaction Amount Reported in Customer Statement	Cash Deposits	Cash Withdrawals	Transfers of Principal In	Transfers of Principal Out	Balance of Principal	1-Year Preferential Transfers	2-Year Fraudulent Transfers - Principal	2-Year Fraudulent Transfers - Fictitious Profits	6-Year Fraudulent Transfers - Principal	6-Year Fraudulent Transfers - Fictitious Profits	Full History Fraudulent Transfers - Principal	Full History Fraudulent Transfers - Fictitious Profits
5/5/1997	TRANS FROM 1M001010 (1M0010)	211,592 ^[1]	-	-	-	-	-	-	-	-	-	-	-	-
7/31/1997	CHECK	(50,000)	-	(50,000)	-	-	(50,000)	-	-	-	-	-	-	(50,000)
10/27/1997	CHECK	(50,000)	-	(50,000)	-	-	(100,000)	-	-	-	-	-	-	(50,000)
1/28/1998	CHECK	(50,000)	-	(50,000)	-	-	(150,000)	-	-	-	-	-	-	(50,000)
3/25/1998	CHECK	(50,000)	-	(50,000)	-	-	(200,000)	-	-	-	-	-	-	(50,000)
6/27/2003	CHECK	(60,962)	-	(60,962)	-	-	(260,962)	-	-	-	-	(60,962)	-	(60,962)
3/5/2004	CHECK	(60)	-	(60)	-	-	(261,022)	-	-	-	-	(60)	-	(60)
Total:			\$ -	\$ (261,022)	\$ -	\$ -	\$ (261,022)	\$ -	\$ -	\$ -	\$ -	\$ (61,022)	\$ -	\$ (261,022)

^[1] Although BLMIS statements reflect that funds were transferred into this account on this date, these funds consisted entirely of fictitious profits which were never achieved and thus no funds were actually transferred into the account on this date. Accordingly, the account balance has remained unchanged.

BLMIS ACCOUNT NO. 1M0142 - MARK D MADOFF

<u>Date</u>	<u>Transaction Description</u>	<u>Transaction Amount Reported in Customer Statement</u>	<u>Cash Deposits</u>	<u>Cash Withdrawals</u>	<u>Transfers of Principal In</u>	<u>Transfers of Principal Out</u>	<u>Balance of Principal</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Fraudulent Transfers - Principal</u>	<u>2-Year Fraudulent Transfers - Fictitious Profits</u>	<u>6-Year Fraudulent Transfers - Principal</u>	<u>6-Year Fraudulent Transfers - Fictitious Profits</u>	<u>Full History Fraudulent Transfers - Principal</u>	<u>Full History Fraudulent Transfers - Fictitious Profits</u>
7/22/1998	TRANS TO BERNARD L MADOFF	(28,795)	-	(28,795)	-	-	(28,795)	-	-	-	-	-	-	(28,795)
7/24/1998	CHECK WIRE	(1,956,205)	-	(1,956,205)	-	-	(1,985,000)	-	-	-	-	-	-	(1,956,205)
4/3/2002	CHECK WIRE	(5,331,853)	-	(5,331,853)	-	-	(7,316,853)	-	-	-	-	-	-	(5,331,853)
5/11/2004	CHECK WIRE	(4,391,944)	-	(4,391,944)	-	-	(11,708,797)	-	-	-	-	(4,391,944)	-	(4,391,944)
5/11/2004	CHECK WIRE	(2,927,964)	-	(2,927,964)	-	-	(14,636,761)	-	-	-	-	(2,927,964)	-	(2,927,964)
Total:			\$ -	\$ (14,636,761)	\$ -	\$ -	\$ (14,636,761)	\$ -	\$ -	\$ -	\$ -	\$ (7,319,908)	\$ -	\$ (14,636,761)

BLMIS ACCOUNT NO. 1M0143 - CHILDREN OF MARK D MADOFF U/A 3/25/94 ANDREW H MADOFF TRUSTEE

<u>Date</u>	<u>Transaction Description</u>	<u>Transaction Amount Reported in Customer Statement</u>	<u>Cash Deposits</u>	<u>Cash Withdrawals</u>	<u>Transfers of Principal In</u>	<u>Transfers of Principal Out</u>	<u>Balance of Principal</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Fraudulent Transfers - Principal</u>	<u>2-Year Fraudulent Transfers - Fictitious Profits</u>	<u>6-Year Fraudulent Transfers - Principal</u>	<u>6-Year Fraudulent Transfers - Fictitious Profits</u>	<u>Full History Fraudulent Transfers - Principal</u>	<u>Full History Fraudulent Transfers - Fictitious Profits</u>
7/22/1998	TRANS TO BERNARD L MADOFF	(28,795)	-	(28,795)	-	-	(28,795)	-	-	-	-	-	-	(28,795)
7/24/1998	CHECK WIRE	(1,956,205)	-	(1,956,205)	-	-	(1,985,000)	-	-	-	-	-	-	(1,956,205)
	Total:		\$ -	\$ (1,985,000)	\$ -	\$ -	\$ (1,985,000)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ (1,985,000)

MARK MADOFF COMPENSATION

<u>Date</u>	<u>Type</u>	<u>Transferee</u>	<u>Transfer Amount</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Transfers</u>	<u>6-Year Transfers</u>	<u>Prior to 6-Year Transfers</u>
12/29/1993	Salary	Mark Madoff	249,600	-	-	-	249,600
12/29/1994	Salary	Mark Madoff	237,250	-	-	-	237,250
12/29/1994	Bonus / Other Earnings	Mark Madoff	87,600	-	-	-	87,600
12/27/1995	Bonus / Other Earnings	Mark Madoff	267,800	-	-	-	267,800
12/27/1995	Salary	Mark Madoff	249,600	-	-	-	249,600
12/25/1996	Salary	Mark Madoff	259,600	-	-	-	259,600
12/25/1996	Bonus / Other Earnings	Mark Madoff	142,000	-	-	-	142,000
12/31/1997	Bonus / Other Earnings	Mark Madoff	528,000	-	-	-	528,000
12/31/1997	Salary	Mark Madoff	254,400	-	-	-	254,400
12/31/1998	Bonus / Other Earnings	Mark Madoff	536,000	-	-	-	536,000
12/31/1998	Salary	Mark Madoff	249,600	-	-	-	249,600
12/29/1999	Salary	Mark Madoff	442,200	-	-	-	442,200
12/29/1999	Bonus / Other Earnings	Mark Madoff	55,000	-	-	-	55,000
12/27/2000	Salary	Mark Madoff	655,720	-	-	-	655,720
12/27/2000	Bonus / Other Earnings	Mark Madoff	20,000	-	-	-	20,000
12/26/2001	Bonus / Other Earnings	Mark Madoff	3,020,000	-	-	-	3,020,000
12/26/2001	Salary	Mark Madoff	710,200	-	-	-	710,200
12/25/2002	Bonus / Other Earnings	Mark Madoff	3,010,000	-	-	-	3,010,000
12/25/2002	Salary	Mark Madoff	720,200	-	-	-	720,200
12/26/2003	Salary	Mark Madoff	725,740	-	-	725,740	-
12/26/2003	Bonus / Other Earnings	Mark Madoff	15,000	-	-	15,000	-
12/31/2004	Salary	Mark Madoff	714,050	-	-	714,050	-
12/31/2004	Bonus / Other Earnings	Mark Madoff	40,000	-	-	40,000	-
12/30/2005	Bonus / Other Earnings	Mark Madoff	3,060,000	-	-	3,060,000	-
12/30/2005	Salary	Mark Madoff	680,200	-	-	680,200	-
12/31/2006	Bonus / Other Earnings	Mark Madoff	4,820,000	-	-	4,820,000	-
12/31/2006	Salary	Mark Madoff	720,200	-	-	720,200	-
1/5/2007	Bonus / Other Earnings	Mark Madoff	20,000	-	20,000	20,000	-
1/5/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
1/12/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
1/19/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
1/26/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
2/2/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
2/9/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
2/16/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
2/23/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
3/2/2007	Bonus / Other Earnings	Mark Madoff	1,000,000	-	1,000,000	1,000,000	-
3/2/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
3/9/2007	Bonus / Other Earnings	Mark Madoff	4,000,000	-	4,000,000	4,000,000	-

MARK MADOFF COMPENSATION

<u>Date</u>	<u>Type</u>	<u>Transferee</u>	<u>Transfer Amount</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Transfers</u>	<u>6-Year Transfers</u>	<u>Prior to 6-Year Transfers</u>
3/9/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
3/16/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
3/23/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
3/30/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
4/5/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
4/13/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
4/20/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
4/27/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
5/4/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
5/11/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
5/18/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
5/25/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
6/1/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
6/8/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
6/15/2007	Bonus / Other Earnings	Mark Madoff	4,000,000	-	4,000,000	4,000,000	-
6/15/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
6/22/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
6/29/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
7/6/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
7/13/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
7/20/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
7/27/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
8/3/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
8/10/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
8/17/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
8/24/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
8/31/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
9/7/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
9/14/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
9/21/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
9/28/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
10/5/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
10/12/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
10/19/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
10/26/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
11/2/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
11/9/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
11/16/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
11/23/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-

MARK MADOFF COMPENSATION

<u>Date</u>	<u>Type</u>	<u>Transferee</u>	<u>Transfer Amount</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Transfers</u>	<u>6-Year Transfers</u>	<u>Prior to 6-Year Transfers</u>
11/30/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
12/7/2007	Salary	Mark Madoff	13,850	-	13,850	13,850	-
12/14/2007	Bonus / Other Earnings	Mark Madoff	301,350	301,350	301,350	301,350	-
12/14/2007	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
12/21/2007	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
12/28/2007	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
1/4/2008	Bonus / Other Earnings	Mark Madoff	25,000	25,000	25,000	25,000	-
1/4/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
1/11/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
1/18/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
1/25/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
2/1/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
2/8/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
2/15/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
2/22/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
2/29/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
3/7/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
3/14/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
3/21/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
3/28/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
4/4/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
4/11/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
4/18/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
4/25/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
5/2/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
5/9/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
5/16/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
5/23/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
5/30/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
6/6/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
6/13/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
6/20/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
6/27/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
7/3/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
7/11/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
7/18/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
7/25/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
8/1/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
8/8/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-

MARK MADOFF COMPENSATION

<u>Date</u>	<u>Type</u>	<u>Transferee</u>	<u>Transfer Amount</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Transfers</u>	<u>6-Year Transfers</u>	<u>Prior to 6-Year Transfers</u>
8/15/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
8/22/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
8/29/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
9/5/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
9/12/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
9/19/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
9/26/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
10/3/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
10/10/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
10/17/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
10/24/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
10/31/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
11/7/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
11/14/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
11/21/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
11/28/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
12/5/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
12/12/2008	Salary	Mark Madoff	20,000	20,000	20,000	20,000	-
Total:			\$ 33,554,960	\$ 1,386,350	\$ 11,085,000	\$ 21,860,190	\$ 11,694,770

OTHER TRANSFERS TO MARK MADOFF

<u>Date</u>	<u>Transferee</u>	<u>Comments</u>	<u>Transfer Amount</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Transfers</u>	<u>6-Year Transfers</u>	<u>Prior to 6-Year Transfers</u>
3/1/2000	Ivey, Barnum & O'Mara	FBO Mark Madoff	222,500	-	-	-	222,500
3/22/2000	Ivey, Barnum & O'Mara	Subsequent Transfer FBO Mark Madoff ⁽¹⁾	2,020,000	-	-	-	2,020,000
1/11/2001	Financial Auction Network	FBO Mark Madoff	779,625	-	-	-	779,625
2/21/2001	Thomas First and Julie First	FBO Mark Madoff	938,110	-	-	-	938,110
2/21/2001	SunTrust Bank	FBO Mark Madoff	254,820	-	-	-	254,820
2/21/2001	164 East 72nd Street Corp	FBO Mark Madoff	26,500	-	-	-	26,500
2/21/2001	NY Department of Taxation & Finance	FBO Mark Madoff	13,250	-	-	-	13,250
5/2/2002	American Express	FBO Mark Madoff	7,741	-	-	-	7,741
6/4/2002	American Express	FBO Mark Madoff	8,005	-	-	-	8,005
7/3/2002	American Express	FBO Mark Madoff	12,083	-	-	-	12,083
8/2/2002	American Express	FBO Mark Madoff	(482)	-	-	-	(482)
9/3/2002	American Express	FBO Mark Madoff	4,386	-	-	-	4,386
10/4/2002	American Express	FBO Mark Madoff	12,215	-	-	-	12,215
11/5/2002	American Express	FBO Mark Madoff	6,548	-	-	-	6,548
12/4/2002	American Express	FBO Mark Madoff	5,156	-	-	-	5,156
1/7/2003	American Express	FBO Mark Madoff	3,410	-	-	3,410	-
2/5/2003	American Express	FBO Mark Madoff	15,212	-	-	15,212	-
3/4/2003	American Express	FBO Mark Madoff	17,635	-	-	17,635	-
4/4/2003	American Express	FBO Mark Madoff	4,426	-	-	4,426	-
5/5/2003	American Express	FBO Mark Madoff	22,414	-	-	22,414	-
6/2/2003	American Express	FBO Mark Madoff	8,707	-	-	8,707	-
7/3/2003	American Express	FBO Mark Madoff	4,242	-	-	4,242	-
8/4/2003	American Express	FBO Mark Madoff	8,107	-	-	8,107	-
9/3/2003	American Express	FBO Mark Madoff	15,051	-	-	15,051	-
10/3/2003	American Express	FBO Mark Madoff	5,825	-	-	5,825	-
11/4/2003	American Express	FBO Mark Madoff	8,589	-	-	8,589	-
12/3/2003	American Express	FBO Mark Madoff	5,320	-	-	5,320	-
1/6/2004	American Express	FBO Mark Madoff	9,177	-	-	9,177	-
2/4/2004	American Express	FBO Mark Madoff	16,283	-	-	16,283	-
2/26/2004	American Express	FBO Mark Madoff	4,644	-	-	4,644	-
3/1/2004	Mark Madoff		2,900,000	-	-	2,900,000	-
3/2/2004	Mark Madoff		25,000	-	-	25,000	-
3/24/2004	American Express	FBO Mark Madoff	6,430	-	-	6,430	-
5/4/2004	American Express	FBO Mark Madoff	17,999	-	-	17,999	-
6/2/2004	American Express	FBO Mark Madoff	11,558	-	-	11,558	-
7/2/2004	American Express	FBO Mark Madoff	4,475	-	-	4,475	-
8/3/2004	American Express	FBO Mark Madoff	33,357	-	-	33,357	-
9/2/2004	American Express	FBO Mark Madoff	21,349	-	-	21,349	-
10/5/2004	American Express	FBO Mark Madoff	2,784	-	-	2,784	-
11/2/2004	American Express	FBO Mark Madoff	5,784	-	-	5,784	-
12/3/2004	American Express	FBO Mark Madoff	11,566	-	-	11,566	-
1/4/2005	American Express	FBO Mark Madoff	6,811	-	-	6,811	-
2/3/2005	American Express	FBO Mark Madoff	5,155	-	-	5,155	-
3/4/2005	American Express	FBO Mark Madoff	3,655	-	-	3,655	-
4/5/2005	American Express	FBO Mark Madoff	6,678	-	-	6,678	-
5/4/2005	American Express	FBO Mark Madoff	15,511	-	-	15,511	-
6/2/2005	American Express	FBO Mark Madoff	3,363	-	-	3,363	-

OTHER TRANSFERS TO MARK MADOFF

<u>Date</u>	<u>Transferee</u>	<u>Comments</u>	<u>Transfer Amount</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Transfers</u>	<u>6-Year Transfers</u>	<u>Prior to 6-Year Transfers</u>
6/15/2005	Snow Becker Krauss Iola	FBO Mark Madoff	5,556,589	-	-	5,556,589	-
7/5/2005	American Express	FBO Mark Madoff	1,528	-	-	1,528	-
8/3/2005	American Express	FBO Mark Madoff	3,767	-	-	3,767	-
9/2/2005	American Express	FBO Mark Madoff	1,803	-	-	1,803	-
10/6/2005	American Express	FBO Mark Madoff	7,243	-	-	7,243	-
11/4/2005	American Express	FBO Mark Madoff	4,643	-	-	4,643	-
12/2/2005	American Express	FBO Mark Madoff	11,059	-	-	11,059	-
1/4/2006	American Express	FBO Mark Madoff	15,717	-	-	15,717	-
2/3/2006	American Express	FBO Mark Madoff	8,153	-	-	8,153	-
3/3/2006	American Express	FBO Mark Madoff	6,777	-	-	6,777	-
4/4/2006	American Express	FBO Mark Madoff	8,274	-	-	8,274	-
5/3/2006	American Express	FBO Mark Madoff	18,657	-	-	18,657	-
6/6/2006	American Express	FBO Mark Madoff	5,416	-	-	5,416	-
7/6/2006	American Express	FBO Mark Madoff	4,260	-	-	4,260	-
8/4/2006	American Express	FBO Mark Madoff	9,846	-	-	9,846	-
9/7/2006	American Express	FBO Mark Madoff	9,394	-	-	9,394	-
10/5/2006	American Express	FBO Mark Madoff	4,968	-	-	4,968	-
11/6/2006	American Express	FBO Mark Madoff	4,315	-	-	4,315	-
12/6/2006	American Express	FBO Mark Madoff	9,447	-	-	9,447	-
1/5/2007	American Express	FBO Mark Madoff	6,555	-	6,555	6,555	-
2/7/2007	American Express	FBO Mark Madoff	5,062	-	5,062	5,062	-
3/7/2007	American Express	FBO Mark Madoff	9,155	-	9,155	9,155	-
4/3/2007	American Express	FBO Mark Madoff	4,431	-	4,431	4,431	-
5/3/2007	American Express	FBO Mark Madoff	3,994	-	3,994	3,994	-
6/4/2007	American Express	FBO Mark Madoff	7,001	-	7,001	7,001	-
7/5/2007	American Express	FBO Mark Madoff	8,360	-	8,360	8,360	-
8/7/2007	American Express	FBO Mark Madoff	2,837	-	2,837	2,837	-
9/5/2007	American Express	FBO Mark Madoff	12,862	-	12,862	12,862	-
10/4/2007	American Express	FBO Mark Madoff	16,841	-	16,841	16,841	-
10/30/2007	American Express	FBO Mark Madoff	4,488	-	4,488	4,488	-
12/5/2007	American Express	FBO Mark Madoff	10,225	-	10,225	10,225	-
1/4/2008	American Express	FBO Mark Madoff	19,691	19,691	19,691	19,691	-
2/1/2008	American Express	FBO Mark Madoff	26,777	26,777	26,777	26,777	-
3/3/2008	American Express	FBO Mark Madoff	10,918	10,918	10,918	10,918	-
4/1/2008	American Express	FBO Mark Madoff	20,762	20,762	20,762	20,762	-
5/1/2008	American Express	FBO Mark Madoff	5,974	5,974	5,974	5,974	-
5/28/2008	Patricia Halsted, Attorney At Law	FBO Mark Madoff	640,000	-	640,000	640,000	-
6/2/2008	American Express	FBO Mark Madoff	5,105	5,105	5,105	5,105	-
6/6/2008	Patricia Halsted, Attorney At Law	FBO Mark Madoff	6,005,000	-	6,005,000	6,005,000	-
6/26/2008	American Express	FBO Mark Madoff	80,695	80,695	80,695	80,695	-
7/2/2008	American Express	FBO Mark Madoff	4,383	4,383	4,383	4,383	-
9/2/2008	American Express	FBO Mark Madoff	7,386	7,386	7,386	7,386	-
10/1/2008	American Express	FBO Mark Madoff	11,213	11,213	11,213	11,213	-
10/30/2008	American Express	FBO Mark Madoff	4,407	4,407	4,407	4,407	-
12/2/2008	American Express	FBO Mark Madoff	7,257	7,257	7,257	7,257	-
Total:			\$ 20,174,210	\$ 204,566	\$ 6,941,377	\$ 15,863,754	\$ 4,310,456

^[1] BLMIS transferred \$2,020,000 to Bernard and Ruth Madoff's personal bank account held at The Bank of New York on 3/22/2000, which was subsequently transferred to Ivey, Barnum & O'Mara for the benefit of Mark Madoff.

TRANSFERS TO ANDREW MADOFF - SUMMARY

<u>Transfer Category</u>	<u>Total Transfer Amount</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Transfers</u>	<u>6-Year Transfers</u>	<u>Prior to 6-Year Transfers</u>
IA Account Withdrawals	17,175,854	-	-	7,319,406	9,856,448
Compensation (Salary/Bonus)	34,217,845	2,085,000	12,085,000	24,085,690	10,132,155
Other Transfers	13,330,944	143,522	5,036,309	12,311,606	1,019,338
	\$ 64,724,643	\$ 2,228,522	\$ 17,121,309	\$ 43,716,702	\$ 21,007,940

BLMIS ACCOUNT NO. 1M0005 - ANDREW MADOFF

<u>Date</u>	<u>Transaction Description</u>	<u>Transaction Amount Reported in Customer Statement</u>	<u>Cash Deposits</u>	<u>Cash Withdrawals</u>	<u>Transfers of Principal In</u>	<u>Transfers of Principal Out</u>	<u>Balance of Principal</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Fraudulent Transfers - Principal</u>	<u>2-Year Fraudulent Transfers - Fictitious Profits</u>	<u>6-Year Fraudulent Transfers - Principal</u>	<u>6-Year Fraudulent Transfers - Fictitious Profits</u>	<u>Full History Fraudulent Transfers - Principal</u>	<u>Full History Fraudulent Transfers - Fictitious Profits</u>
9/14/1987	TRANS FROM 10130310 (101303)	282,153 ^[1]	-	-	35,469	-	35,469	-	-	-	-	-	-	-
4/3/1990	CHECK	(34,000)	-	(34,000)	-	-	1,469	-	-	-	-	-	(34,000)	-
1/3/1991	CHECK	6	6	-	-	-	1,475	-	-	-	-	-	-	-
3/20/1991	CHECK	(3,000)	-	(3,000)	-	-	(1,525)	-	-	-	-	-	-	-
4/1/1991	CANCEL CHECK 03/20/91	3,000	-	3,000	-	-	1,475	-	-	-	-	-	-	-
4/9/1991	CHECK	(39,000)	-	(39,000)	-	-	(37,525)	-	-	-	-	-	(39,000)	-
3/30/1994	CHECK	(20,684)	-	(20,684)	-	-	(58,209)	-	-	-	-	-	(20,684)	-
3/30/1994	CHECK	(45,911)	-	(45,911)	-	-	(104,120)	-	-	-	-	-	(45,911)	-
5/18/1994	TRANS TO 1M007310 (1M0073)	(300,000) ^[2]	-	-	-	-	(104,120)	-	-	-	-	-	-	-
12/27/1995	CHECK	504,000	504,000	-	-	-	399,880	-	-	-	-	-	-	-
5/5/1997	TRANS TO 1M010730 (1M0107)	(1,580,020) ^[3]	-	-	-	(399,880)	-	-	-	-	-	-	-	-
	Total:		\$ 504,006	\$ (139,595)	\$ 35,469	\$ (399,880)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ (139,595)	\$ -

^[1] Although BLMIS statements reflect that a larger transfer was made into the account on this date, a portion of the "transferred" funds consisted of fictitious profits which were never achieved and thus could not have been transferred. Accordingly, only the principal remaining in the originating account was transferred into this account on this date.

^[2] Although BLMIS statements reflect that funds were transferred out of this account on this date, these funds consisted entirely of fictitious profits which were never achieved and thus no funds were actually transferred out of the account on this date. Accordingly, the account balance has remained unchanged.

^[3] Although BLMIS statements reflect that a larger transfer was made out of the account on this date, a portion of the "transferred" funds consisted of fictitious profits which were never achieved and thus could not have been transferred. Accordingly, only the principal remaining in the account was transferred out of the account on this date.

BLMIS ACCOUNT NO. 1M0006 - ANDREW MADOFF

<u>Date</u>	<u>Transaction Description</u>	<u>Transaction Amount Reported in Customer Statement</u>	<u>Cash Deposits</u>	<u>Cash Withdrawals</u>	<u>Transfers of Principal In</u>	<u>Transfers of Principal Out</u>	<u>Balance of Principal</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Fraudulent Transfers - Principal</u>	<u>2-Year Fraudulent Transfers - Fictitious Profits</u>	<u>6-Year Fraudulent Transfers - Principal</u>	<u>6-Year Fraudulent Transfers - Fictitious Profits</u>	<u>Full History Fraudulent Transfers - Principal</u>	<u>Full History Fraudulent Transfers - Fictitious Profits</u>
9/8/1988	CHECK	30,000	30,000	-	-	-	30,000	-	-	-	-	-	-	-
9/9/1988	CHECK	(3,000)	-	(3,000)	-	-	27,000	-	-	-	-	-	(3,000)	-
11/21/1988	CHECK	(2,000)	-	(2,000)	-	-	25,000	-	-	-	-	-	(2,000)	-
12/22/1988	CHECK	(2,000)	-	(2,000)	-	-	23,000	-	-	-	-	-	(2,000)	-
2/21/1989	CHECK	(2,000)	-	(2,000)	-	-	21,000	-	-	-	-	-	(2,000)	-
5/11/1989	CHECK	(2,000)	-	(2,000)	-	-	19,000	-	-	-	-	-	(2,000)	-
8/22/1989	CHECK	15,000	15,000	-	-	-	34,000	-	-	-	-	-	-	-
10/19/1989	CHECK	(3,000)	-	(3,000)	-	-	31,000	-	-	-	-	-	(3,000)	-
2/6/1990	CHECK	(3,000)	-	(3,000)	-	-	28,000	-	-	-	-	-	(3,000)	-
1/18/1991	CHECK WIRE A/O 01/09/91	(20,000)	-	(20,000)	-	-	8,000	-	-	-	-	-	(20,000)	-
1/29/1991	CHECK	20,000	20,000	-	-	-	28,000	-	-	-	-	-	-	-
4/1/1991	CHECK 03/20/91	(3,000)	-	(3,000)	-	-	25,000	-	-	-	-	-	(3,000)	-
Total:			\$ 65,000	\$ (40,000)	\$ -	\$ -	\$ 25,000	\$ -	\$ -	\$ -	\$ -	\$ -	\$ (40,000)	\$ -

BLMIS ACCOUNT NO. 1M0073 - ANDREW MADOFF & DEBORAH MADOFF J/T WROS

<u>Date</u>	<u>Transaction Description</u>	<u>Transaction Amount Reported in Customer Statement</u>	<u>Cash Deposits</u>	<u>Cash Withdrawals</u>	<u>Transfers of Principal In</u>	<u>Transfers of Principal Out</u>	<u>Balance of Principal</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Fraudulent Transfers - Principal</u>	<u>2-Year Fraudulent Transfers - Fictitious Profits</u>	<u>6-Year Fraudulent Transfers - Principal</u>	<u>6-Year Fraudulent Transfers - Fictitious Profits</u>	<u>Full History Fraudulent Transfers - Principal</u>	<u>Full History Fraudulent Transfers - Fictitious Profits</u>
5/18/1994	TRANS FROM 1M000510 (1M0005)	300,000 ^[1]	-	-	-	-	-	-	-	-	-	-	-	-
4/15/1996	CHECK	(25,000)	-	(25,000)	-	-	(25,000)	-	-	-	-	-	-	(25,000)
10/17/1996	CHECK WIRE	(100,000)	-	(100,000)	-	-	(125,000)	-	-	-	-	-	-	(100,000)
5/5/1997	TRANS TO 1M010830 (1M0108)	(377,656) ^[2]	-	-	-	-	(125,000)	-	-	-	-	-	-	-
	Total:		\$ -	\$ (125,000)	\$ -	\$ -	\$ (125,000)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ (125,000)

^[1] Although BLMIS statements reflect that funds were transferred into this account on this date, these funds consisted entirely of fictitious profits which were never achieved and thus no funds were actually transferred into the account on this date. Accordingly, the account balance has remained unchanged.

^[2] Although BLMIS statements reflect that funds were transferred out of this account on this date, these funds consisted entirely of fictitious profits which were never achieved and thus no funds were actually transferred out of the account on this date. Accordingly, the account balance has remained unchanged.

BLMIS ACCOUNT NO. 1M0107 - ANDREW MADOFF

<u>Date</u>	<u>Transaction Description</u>	<u>Transaction Amount Reported in Customer Statement</u>	<u>Cash Deposits</u>	<u>Cash Withdrawals</u>	<u>Transfers of Principal In</u>	<u>Transfers of Principal Out</u>	<u>Balance of Principal</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Fraudulent Transfers - Principal</u>	<u>2-Year Fraudulent Transfers - Fictitious Profits</u>	<u>6-Year Fraudulent Transfers - Principal</u>	<u>6-Year Fraudulent Transfers - Fictitious Profits</u>	<u>Full History Fraudulent Transfers - Principal</u>	<u>Full History Fraudulent Transfers - Fictitious Profits</u>
5/5/1997	TRANS FROM 1M000510 (1M0005)	1,580,020 ⁽¹⁾	-	-	399,880	-	399,880	-	-	-	-	-	-	-
4/12/2000	CHECK	(192,000)	-	(192,000)	-	-	207,880	-	-	-	-	-	(192,000)	-
	Total:		\$ -	\$ (192,000)	\$ 399,880	\$ -	\$ 207,880	\$ -	\$ -	\$ -	\$ -	\$ -	\$ (192,000)	\$ -

⁽¹⁾ Although BLMIS statements reflect that a larger transfer was made into the account on this date, a portion of the "transferred" funds consisted of fictitious profits which were never achieved and thus could not have been transferred. Accordingly, only the principal remaining in the originating account was transferred into this account on this date.

BLMIS ACCOUNT NO. 1M0108 - ANDREW MADOFF & DEBORAH MADOFF J/T WROS

<u>Date</u>	<u>Transaction Description</u>	<u>Transaction Amount Reported in Customer Statement</u>	<u>Cash Deposits</u>	<u>Cash Withdrawals</u>	<u>Transfers of Principal In</u>	<u>Transfers of Principal Out</u>	<u>Balance of Principal</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Fraudulent Transfers - Principal</u>	<u>2-Year Fraudulent Transfers - Fictitious Profits</u>	<u>6-Year Fraudulent Transfers - Principal</u>	<u>6-Year Fraudulent Transfers - Fictitious Profits</u>	<u>Full History Fraudulent Transfers - Principal</u>	<u>Full History Fraudulent Transfers - Fictitious Profits</u>
5/5/1997	TRANS FROM 1M007310 (1M0073)	377,656 ⁽¹⁾	-	-	-	-	-	-	-	-	-	-	-	-
4/12/2000	CHECK	(58,000)	-	(58,000)	-	-	(58,000)	-	-	-	-	-	-	(58,000)
	Total:		\$ -	\$ (58,000)	\$ -	\$ -	\$ (58,000)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ (58,000)

⁽¹⁾ Although BLMIS statements reflect that funds were transferred into this account on this date, these funds consisted entirely of fictitious profits which were never achieved and thus no funds were actually transferred into the account on this date. Accordingly, the account balance has remained unchanged.

BLMIS ACCOUNT NO. 1M0140 - ANDREW H MADOFF

<u>Date</u>	<u>Transaction Description</u>	<u>Transaction Amount Reported in Customer Statement</u>	<u>Cash Deposits</u>	<u>Cash Withdrawals</u>	<u>Transfers of Principal In</u>	<u>Transfers of Principal Out</u>	<u>Balance of Principal</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Fraudulent Transfers - Principal</u>	<u>2-Year Fraudulent Transfers - Fictitious Profits</u>	<u>6-Year Fraudulent Transfers - Principal</u>	<u>6-Year Fraudulent Transfers - Fictitious Profits</u>	<u>Full History Fraudulent Transfers - Principal</u>	<u>Full History Fraudulent Transfers - Fictitious Profits</u>
7/22/1998	TRANS TO BERNARD L MADOFF	(28,795)	-	(28,795)	-	-	(28,795)	-	-	-	-	-	-	(28,795)
7/24/1998	CHECK WIRE	(1,956,205)	-	(1,956,205)	-	-	(1,985,000)	-	-	-	-	-	-	(1,956,205)
4/3/2002	CHECK WIRE	(5,331,853)	-	(5,331,853)	-	-	(7,316,853)	-	-	-	-	-	-	(5,331,853)
4/20/2004	CHECK WIRE	(400,000)	-	(400,000)	-	-	(7,716,853)	-	-	-	-	(400,000)	-	(400,000)
4/26/2004	CHECK WIRE	(500,000)	-	(500,000)	-	-	(8,216,853)	-	-	-	-	(500,000)	-	(500,000)
5/7/2004	CHECK WIRE	(2,000,000)	-	(2,000,000)	-	-	(10,216,853)	-	-	-	-	(2,000,000)	-	(2,000,000)
5/7/2004	CHECK WIRE	(1,719,406)	-	(1,719,406)	-	-	(11,936,259)	-	-	-	-	(1,719,406)	-	(1,719,406)
5/7/2004	CHECK WIRE	(500,000)	-	(500,000)	-	-	(12,436,259)	-	-	-	-	(500,000)	-	(500,000)
5/7/2004	CHECK WIRE	(2,200,000)	-	(2,200,000)	-	-	(14,636,259)	-	-	-	-	(2,200,000)	-	(2,200,000)
Total:			\$ -	\$ (14,636,259)	\$ -	\$ -	\$ (14,636,259)	\$ -	\$ -	\$ -	\$ -	\$ (7,319,406)	\$ -	\$ (14,636,259)

BLMIS ACCOUNT NO. 1M0141 - CHILDREN OF ANDREW H MADOFF U/A 11/15/93 MARK D MADOFF TRUSTEE

<u>Date</u>	<u>Transaction Description</u>	<u>Transaction Amount Reported in Customer Statement</u>	<u>Cash Deposits</u>	<u>Cash Withdrawals</u>	<u>Transfers of Principal In</u>	<u>Transfers of Principal Out</u>	<u>Balance of Principal</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Fraudulent Transfers - Principal</u>	<u>2-Year Fraudulent Transfers - Fictitious Profits</u>	<u>6-Year Fraudulent Transfers - Principal</u>	<u>6-Year Fraudulent Transfers - Fictitious Profits</u>	<u>Full History Fraudulent Transfers - Principal</u>	<u>Full History Fraudulent Transfers - Fictitious Profits</u>
7/22/1998	TRANS TO BERNARD L MADOFF	(28,795)	-	(28,795)	-	-	(28,795)	-	-	-	-	-	-	(28,795)
7/24/1998	CHECK WIRE	(1,956,205)	-	(1,956,205)	-	-	(1,985,000)	-	-	-	-	-	-	(1,956,205)
	Total:		\$ -	\$ (1,985,000)	\$ -	\$ -	\$ (1,985,000)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ (1,985,000)

ANDREW MADOFF COMPENSATION

<u>Date</u>	<u>Type</u>	<u>Transferee</u>	<u>Transfer Amount</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Transfers</u>	<u>6-Year Transfers</u>	<u>Prior to 6-Year Transfers</u>
12/29/1993	Salary	Andrew Madoff	105,500	-	-	-	105,500
12/29/1993	Bonus / Other Earnings	Andrew Madoff	10,000	-	-	-	10,000
12/29/1994	Salary	Andrew Madoff	130,000	-	-	-	130,000
12/29/1994	Bonus / Other Earnings	Andrew Madoff	30,000	-	-	-	30,000
12/27/1995	Salary	Andrew Madoff	153,500	-	-	-	153,500
12/27/1995	Bonus / Other Earnings	Andrew Madoff	10,000	-	-	-	10,000
12/25/1996	Salary	Andrew Madoff	166,000	-	-	-	166,000
12/25/1996	Bonus / Other Earnings	Andrew Madoff	120,000	-	-	-	120,000
12/31/1997	Bonus / Other Earnings	Andrew Madoff	574,000	-	-	-	574,000
12/31/1997	Salary	Andrew Madoff	159,000	-	-	-	159,000
12/31/1998	Bonus / Other Earnings	Andrew Madoff	508,000	-	-	-	508,000
12/31/1998	Salary	Andrew Madoff	182,000	-	-	-	182,000
12/29/1999	Salary	Andrew Madoff	444,600	-	-	-	444,600
12/29/1999	Bonus / Other Earnings	Andrew Madoff	10,000	-	-	-	10,000
12/27/2000	Salary	Andrew Madoff	499,980	-	-	-	499,980
12/27/2000	Bonus / Other Earnings	Andrew Madoff	10,000	-	-	-	10,000
12/26/2001	Bonus / Other Earnings	Andrew Madoff	3,000,000	-	-	-	3,000,000
12/26/2001	Salary	Andrew Madoff	509,595	-	-	-	509,595
12/25/2002	Bonus / Other Earnings	Andrew Madoff	3,010,000	-	-	-	3,010,000
12/25/2002	Salary	Andrew Madoff	499,980	-	-	-	499,980
12/26/2003	Salary	Andrew Madoff	985,690	-	-	985,690	-
12/26/2003	Bonus / Other Earnings	Andrew Madoff	15,000	-	-	15,000	-
12/31/2004	Salary	Andrew Madoff	1,060,000	-	-	1,060,000	-
12/31/2004	Bonus / Other Earnings	Andrew Madoff	20,000	-	-	20,000	-
12/30/2005	Bonus / Other Earnings	Andrew Madoff	3,020,000	-	-	3,020,000	-
12/30/2005	Salary	Andrew Madoff	1,040,000	-	-	1,040,000	-
12/31/2006	Bonus / Other Earnings	Andrew Madoff	4,860,000	-	-	4,860,000	-
12/31/2006	Salary	Andrew Madoff	1,000,000	-	-	1,000,000	-
1/5/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
1/5/2007	Bonus / Other Earnings	Andrew Madoff	20,000	-	20,000	20,000	-
1/12/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
1/19/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
1/26/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
2/2/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
2/9/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
2/16/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
2/23/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
3/2/2007	Bonus / Other Earnings	Andrew Madoff	1,000,000	-	1,000,000	1,000,000	-

ANDREW MADOFF COMPENSATION

<u>Date</u>	<u>Type</u>	<u>Transferee</u>	<u>Transfer Amount</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Transfers</u>	<u>6-Year Transfers</u>	<u>Prior to 6-Year Transfers</u>
3/2/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
3/9/2007	Bonus / Other Earnings	Andrew Madoff	4,000,000	-	4,000,000	4,000,000	-
3/9/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
3/16/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
3/23/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
3/30/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
4/5/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
4/13/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
4/20/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
4/27/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
5/4/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
5/11/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
5/18/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
5/25/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
6/1/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
6/8/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
6/15/2007	Bonus / Other Earnings	Andrew Madoff	4,000,000	-	4,000,000	4,000,000	-
6/15/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
6/22/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
6/29/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
7/6/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
7/13/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
7/20/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
7/27/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
8/3/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
8/10/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
8/17/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
8/24/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
8/31/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
9/7/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
9/14/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
9/21/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
9/28/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
10/5/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
10/12/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
10/19/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
10/26/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
11/2/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-

ANDREW MADOFF COMPENSATION

<u>Date</u>	<u>Type</u>	<u>Transferee</u>	<u>Transfer Amount</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Transfers</u>	<u>6-Year Transfers</u>	<u>Prior to 6-Year Transfers</u>
11/9/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
11/16/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
11/23/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
11/30/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
12/7/2007	Salary	Andrew Madoff	20,000	-	20,000	20,000	-
12/14/2007	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
12/21/2007	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
12/28/2007	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
1/4/2008	Bonus / Other Earnings	Andrew Madoff	25,000	25,000	25,000	25,000	-
1/4/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
1/11/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
1/18/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
1/25/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
2/1/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
2/8/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
2/15/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
2/22/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
2/29/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
3/7/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
3/14/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
3/21/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
3/28/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
4/4/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
4/11/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
4/18/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
4/25/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
5/2/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
5/9/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
5/16/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
5/23/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
5/30/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
6/6/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
6/13/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
6/20/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
6/27/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
7/3/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
7/11/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
7/18/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-

ANDREW MADOFF COMPENSATION

<u>Date</u>	<u>Type</u>	<u>Transferee</u>	<u>Transfer Amount</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Transfers</u>	<u>6-Year Transfers</u>	<u>Prior to 6-Year Transfers</u>
7/25/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
8/1/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
8/8/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
8/15/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
8/22/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
8/29/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
9/5/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
9/12/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
9/19/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
9/26/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
10/3/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
10/10/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
10/17/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
10/24/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
10/31/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
11/7/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
11/14/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
11/21/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
11/28/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
12/5/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
12/12/2008	Bonus / Other Earnings	Andrew Madoff	1,000,000	1,000,000	1,000,000	1,000,000	-
12/12/2008	Salary	Andrew Madoff	20,000	20,000	20,000	20,000	-
Total:			\$ 34,217,845	\$ 2,085,000	\$ 12,085,000	\$ 24,085,690	\$ 10,132,155

OTHER TRANSFERS TO ANDREW MADOFF

<u>Date</u>	<u>Transferee</u>	<u>Comments</u>	<u>Transfer Amount</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Transfers</u>	<u>6-Year Transfers</u>	<u>Prior to 6-Year Transfers</u>
1/11/2001	Financial Auction Network	FBO Andrew Madoff	779,625	-	-	-	779,625
3/13/2001	Lock and Hackle	FBO Andrew Madoff	10,000	-	-	-	10,000
6/29/2001	Lock and Hackle	FBO Andrew Madoff	10,000	-	-	-	10,000
1/30/2002	Lock and Hackle	FBO Andrew Madoff	55,000	-	-	-	55,000
5/2/2002	American Express	FBO Andrew Madoff	8,081	-	-	-	8,081
6/4/2002	American Express	FBO Andrew Madoff	11,124	-	-	-	11,124
7/3/2002	American Express	FBO Andrew Madoff	1,464	-	-	-	1,464
7/12/2002	Beacon Point Marine	FBO Andrew Madoff	68,900	-	-	-	68,900
8/2/2002	American Express	FBO Andrew Madoff	28,584	-	-	-	28,584
9/3/2002	American Express	FBO Andrew Madoff	2,767	-	-	-	2,767
10/4/2002	American Express	FBO Andrew Madoff	5,439	-	-	-	5,439
11/5/2002	American Express	FBO Andrew Madoff	3,615	-	-	-	3,615
12/4/2002	American Express	FBO Andrew Madoff	34,740	-	-	-	34,740
1/7/2003	American Express	FBO Andrew Madoff	13,463	-	-	13,463	-
2/5/2003	American Express	FBO Andrew Madoff	13,890	-	-	13,890	-
3/4/2003	American Express	FBO Andrew Madoff	11,688	-	-	11,688	-
4/4/2003	American Express	FBO Andrew Madoff	11,398	-	-	11,398	-
4/10/2003	Beacon Point Marine	FBO Andrew Madoff	12,000	-	-	12,000	-
5/5/2003	American Express	FBO Andrew Madoff	12,148	-	-	12,148	-
6/2/2003	American Express	FBO Andrew Madoff	988	-	-	988	-
7/3/2003	American Express	FBO Andrew Madoff	28,646	-	-	28,646	-
8/4/2003	American Express	FBO Andrew Madoff	6,574	-	-	6,574	-
9/3/2003	American Express	FBO Andrew Madoff	22,284	-	-	22,284	-
10/3/2003	American Express	FBO Andrew Madoff	2,548	-	-	2,548	-
11/4/2003	American Express	FBO Andrew Madoff	6,998	-	-	6,998	-
11/25/2003	Andrew Madoff		6,800,000	-	-	6,800,000	-
12/3/2003	American Express	FBO Andrew Madoff	15,899	-	-	15,899	-
1/6/2004	American Express	FBO Andrew Madoff	7,863	-	-	7,863	-
2/4/2004	American Express	FBO Andrew Madoff	9,848	-	-	9,848	-
2/26/2004	American Express	FBO Andrew Madoff	2,893	-	-	2,893	-
3/24/2004	American Express	FBO Andrew Madoff	14,554	-	-	14,554	-
5/4/2004	American Express	FBO Andrew Madoff	4,759	-	-	4,759	-
6/2/2004	American Express	FBO Andrew Madoff	(9,735)	-	-	(9,735)	-
7/2/2004	American Express	FBO Andrew Madoff	4,374	-	-	4,374	-
8/3/2004	American Express	FBO Andrew Madoff	6,106	-	-	6,106	-
9/2/2004	American Express	FBO Andrew Madoff	3,913	-	-	3,913	-
10/5/2004	American Express	FBO Andrew Madoff	8,597	-	-	8,597	-
11/2/2004	American Express	FBO Andrew Madoff	9,388	-	-	9,388	-
12/3/2004	American Express	FBO Andrew Madoff	15,817	-	-	15,817	-
1/4/2005	American Express	FBO Andrew Madoff	2,427	-	-	2,427	-
2/3/2005	American Express	FBO Andrew Madoff	2,577	-	-	2,577	-
3/4/2005	American Express	FBO Andrew Madoff	2,047	-	-	2,047	-
4/5/2005	American Express	FBO Andrew Madoff	25,834	-	-	25,834	-
5/4/2005	American Express	FBO Andrew Madoff	20,128	-	-	20,128	-

OTHER TRANSFERS TO ANDREW MADOFF

<u>Date</u>	<u>Transferee</u>	<u>Comments</u>	<u>Transfer Amount</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Transfers</u>	<u>6-Year Transfers</u>	<u>Prior to 6-Year Transfers</u>
6/2/2005	American Express	FBO Andrew Madoff	4,358	-	-	4,358	-
7/5/2005	American Express	FBO Andrew Madoff	3,231	-	-	3,231	-
8/3/2005	American Express	FBO Andrew Madoff	1,095	-	-	1,095	-
9/2/2005	American Express	FBO Andrew Madoff	9,939	-	-	9,939	-
10/6/2005	American Express	FBO Andrew Madoff	6,017	-	-	6,017	-
11/4/2005	American Express	FBO Andrew Madoff	(43)	-	-	(43)	-
12/2/2005	American Express	FBO Andrew Madoff	14,987	-	-	14,987	-
1/4/2006	American Express	FBO Andrew Madoff	28,096	-	-	28,096	-
2/3/2006	American Express	FBO Andrew Madoff	5,535	-	-	5,535	-
3/3/2006	American Express	FBO Andrew Madoff	7,271	-	-	7,271	-
4/4/2006	American Express	FBO Andrew Madoff	29,381	-	-	29,381	-
5/3/2006	American Express	FBO Andrew Madoff	4,210	-	-	4,210	-
6/6/2006	American Express	FBO Andrew Madoff	14,388	-	-	14,388	-
7/6/2006	American Express	FBO Andrew Madoff	3,794	-	-	3,794	-
8/4/2006	American Express	FBO Andrew Madoff	9,037	-	-	9,037	-
9/7/2006	American Express	FBO Andrew Madoff	3,072	-	-	3,072	-
10/5/2006	American Express	FBO Andrew Madoff	12,709	-	-	12,709	-
11/6/2006	American Express	FBO Andrew Madoff	16,398	-	-	16,398	-
12/6/2006	American Express	FBO Andrew Madoff	11,907	-	-	11,907	-
1/5/2007	American Express	FBO Andrew Madoff	796	-	796	796	-
2/7/2007	American Express	FBO Andrew Madoff	7,116	-	7,116	7,116	-
3/7/2007	American Express	FBO Andrew Madoff	16,291	-	16,291	16,291	-
4/3/2007	American Express	FBO Andrew Madoff	4,179	-	4,179	4,179	-
5/3/2007	American Express	FBO Andrew Madoff	14,352	-	14,352	14,352	-
6/4/2007	American Express	FBO Andrew Madoff	14,799	-	14,799	14,799	-
7/5/2007	American Express	FBO Andrew Madoff	4,457	-	4,457	4,457	-
8/7/2007	American Express	FBO Andrew Madoff	8,756	-	8,756	8,756	-
9/5/2007	American Express	FBO Andrew Madoff	1,994	-	1,994	1,994	-
10/4/2007	American Express	FBO Andrew Madoff	10,418	-	10,418	10,418	-
10/30/2007	American Express	FBO Andrew Madoff	16,375	-	16,375	16,375	-
12/5/2007	American Express	FBO Andrew Madoff	8,255	-	8,255	8,255	-
1/4/2008	American Express	FBO Andrew Madoff	7,231	7,231	7,231	7,231	-
2/1/2008	American Express	FBO Andrew Madoff	8,273	8,273	8,273	8,273	-
3/3/2008	American Express	FBO Andrew Madoff	7,819	7,819	7,819	7,819	-
4/1/2008	American Express	FBO Andrew Madoff	41,882	41,882	41,882	41,882	-
5/1/2008	American Express	FBO Andrew Madoff	4,848	4,848	4,848	4,848	-
5/27/2008	Andrew Madoff	^[1]	150,000	-	150,000	150,000	-
6/2/2008	American Express	FBO Andrew Madoff	8,828	8,828	8,828	8,828	-
7/2/2008	American Express	FBO Andrew Madoff	10,474	10,474	10,474	10,474	-
8/1/2008	American Express	FBO Andrew Madoff	18,931	18,931	18,931	18,931	-
9/2/2008	American Express	FBO Andrew Madoff	7,501	7,501	7,501	7,501	-
9/12/2008	Todtman, Nachamie, Spizz & Johns, P.C.	FBO Andrew Madoff	430,000	-	430,000	430,000	-
9/24/2008	Blow Styling Salon, LLC	FBO Andrew Madoff	150,000	-	150,000	150,000	-
10/1/2008	Snow Becker Krauss Iola	FBO Andrew Madoff	4,055,000	-	4,055,000	4,055,000	-

OTHER TRANSFERS TO ANDREW MADOFF

<u>Date</u>	<u>Transferee</u>	<u>Comments</u>	<u>Transfer Amount</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Transfers</u>	<u>6-Year Transfers</u>	<u>Prior to 6-Year Transfers</u>
10/1/2008	American Express	FBO Andrew Madoff	8,117	8,117	8,117	8,117	-
10/30/2008	American Express	FBO Andrew Madoff	13,868	13,868	13,868	13,868	-
12/2/2008	American Express	FBO Andrew Madoff	5,748	5,748	5,748	5,748	-
Total:			\$ 13,330,944	\$ 143,522	\$ 5,036,309	\$ 12,311,606	\$ 1,019,338

⁽¹⁾ BLMIS transferred \$150,000 to Andrew Madoff on 5/27/2008, which was subsequently transferred to Blow Styling Salon, LLC.

TRANSFERS TO SHANA MADOFF (SKOLLER) - SUMMARY

<u>Transfer Category</u>	<u>Total</u> <u>Transfer Amount</u>	<u>1-Year</u> <u>Preferential</u> <u>Transfers</u>	<u>2-Year</u> <u>Transfers</u>	<u>6-Year</u> <u>Transfers</u>	<u>Prior to</u> <u>6-Year</u> <u>Transfers</u>
IA Account Withdrawals	1,666,436	-	675,000	1,338,649	327,787
Compensation (Salary/Bonus)	4,601,488	757,698	1,445,232	3,188,312	1,413,176
Other Transfers	6,469,055	85,563	4,760,088	5,130,226	1,338,829
	\$ 12,736,979	\$ 843,261	\$ 6,880,320	\$ 9,657,187	\$ 3,079,792

BLMIS ACCOUNT NO. 1M0013 - SHANA MADOFF

Date	Transaction Description	Transaction Amount Reported in Customer Statement	Cash Deposits	Cash Withdrawals	Transfers of Principal In	Transfers of Principal Out	Balance of Principal	1-Year Preferential Transfers	2-Year Fraudulent Transfers - Principal	2-Year Fraudulent Transfers - Fictitious Profits	6-Year Fraudulent Transfers - Principal	6-Year Fraudulent Transfers - Fictitious Profits	Full History Fraudulent Transfers - Principal	Full History Fraudulent Transfers - Fictitious Profits
12/17/1984	CHECK	11,872	11,872	-	-	-	11,872	-	-	-	-	-	-	-
6/6/1985	CHECK	5,000	5,000	-	-	-	16,872	-	-	-	-	-	-	-
6/7/1985	CHECK	1,000	1,000	-	-	-	17,872	-	-	-	-	-	-	-
6/14/1985	CHECK	7	7	-	-	-	17,879	-	-	-	-	-	-	-
7/19/1985	CHECK	3	3	-	-	-	17,881	-	-	-	-	-	-	-
8/20/1985	CHECK	11	11	-	-	-	17,892	-	-	-	-	-	-	-
8/20/1985	CHECK	22	22	-	-	-	17,914	-	-	-	-	-	-	-
9/13/1985	CHECK	10	10	-	-	-	17,924	-	-	-	-	-	-	-
9/13/1985	CHECK	7	7	-	-	-	17,930	-	-	-	-	-	-	-
11/27/1985	CHECK	45	45	-	-	-	17,975	-	-	-	-	-	-	-
1/31/1986	CHECK	500	500	-	-	-	18,475	-	-	-	-	-	-	-
3/14/1986	CHECK	45	45	-	-	-	18,520	-	-	-	-	-	-	-
4/21/1986	CHECK	20	20	-	-	-	18,540	-	-	-	-	-	-	-
5/12/1986	CHECK	6	6	-	-	-	18,546	-	-	-	-	-	-	-
5/12/1986	CHECK	3	3	-	-	-	18,549	-	-	-	-	-	-	-
5/23/1986	CHECK	7	7	-	-	-	18,556	-	-	-	-	-	-	-
5/23/1986	CHECK	45	45	-	-	-	18,600	-	-	-	-	-	-	-
6/10/1986	CHECK	18	18	-	-	-	18,619	-	-	-	-	-	-	-
6/18/1986	CHECK	52	52	-	-	-	18,671	-	-	-	-	-	-	-
6/18/1986	CHECK	19	19	-	-	-	18,690	-	-	-	-	-	-	-
6/18/1986	CHECK	8	8	-	-	-	18,698	-	-	-	-	-	-	-
6/23/1986	CHECK	7	7	-	-	-	18,705	-	-	-	-	-	-	-
7/7/1986	CHECK	23	23	-	-	-	18,728	-	-	-	-	-	-	-
8/12/1986	CHECK	6	6	-	-	-	18,734	-	-	-	-	-	-	-
8/12/1986	CHECK	3	3	-	-	-	18,737	-	-	-	-	-	-	-
8/21/1986	CHECK	33	33	-	-	-	18,770	-	-	-	-	-	-	-
8/29/1986	CHECK	16	16	-	-	-	18,786	-	-	-	-	-	-	-
9/11/1986	CHECK	8	8	-	-	-	18,794	-	-	-	-	-	-	-
9/11/1986	CHECK	52	52	-	-	-	18,846	-	-	-	-	-	-	-
9/11/1986	CHECK	19	19	-	-	-	18,865	-	-	-	-	-	-	-
9/17/1986	CHECK	7	7	-	-	-	18,872	-	-	-	-	-	-	-
10/6/1986	CHECK	23	23	-	-	-	18,896	-	-	-	-	-	-	-
11/6/1986	CHECK	2,538	2,538	-	-	-	21,434	-	-	-	-	-	-	-
11/6/1986	CHECK	6	6	-	-	-	21,440	-	-	-	-	-	-	-
11/10/1986	CHECK	3	3	-	-	-	21,442	-	-	-	-	-	-	-
11/20/1986	CHECK	18	18	-	-	-	21,461	-	-	-	-	-	-	-
11/24/1986	CHECK	49	49	-	-	-	21,509	-	-	-	-	-	-	-
12/11/1986	CHECK	7	7	-	-	-	21,517	-	-	-	-	-	-	-
12/18/1986	CHECK	52	52	-	-	-	21,569	-	-	-	-	-	-	-
12/18/1986	CHECK	19	19	-	-	-	21,587	-	-	-	-	-	-	-
12/18/1986	CHECK	8	8	-	-	-	21,596	-	-	-	-	-	-	-
12/23/1986	CHECK	775	775	-	-	-	22,371	-	-	-	-	-	-	-
1/14/1987	CHECK	23	23	-	-	-	22,394	-	-	-	-	-	-	-
2/4/1987	CHECK	6	6	-	-	-	22,400	-	-	-	-	-	-	-
2/12/1987	CHECK	3	3	-	-	-	22,403	-	-	-	-	-	-	-
2/17/1987	CHECK	2,800	2,800	-	-	-	25,203	-	-	-	-	-	-	-
2/19/1987	CHECK	49	49	-	-	-	25,251	-	-	-	-	-	-	-
3/13/1987	CHECK	7	7	-	-	-	25,259	-	-	-	-	-	-	-
3/16/1987	CHECK	19	19	-	-	-	25,277	-	-	-	-	-	-	-
3/16/1987	CHECK	8	8	-	-	-	25,286	-	-	-	-	-	-	-
3/16/1987	CHECK	52	52	-	-	-	25,338	-	-	-	-	-	-	-
3/27/1987	CHECK	312	312	-	-	-	25,650	-	-	-	-	-	-	-
4/3/1987	CHECK	21	21	-	-	-	25,671	-	-	-	-	-	-	-
4/7/1987	CHECK	23	23	-	-	-	25,694	-	-	-	-	-	-	-
4/30/1987	CHECK	275	275	-	-	-	25,969	-	-	-	-	-	-	-
5/7/1987	CHECK	6	6	-	-	-	25,975	-	-	-	-	-	-	-
5/18/1987	CHECK	18	18	-	-	-	25,993	-	-	-	-	-	-	-
5/18/1987	CHECK	3	3	-	-	-	25,996	-	-	-	-	-	-	-
5/21/1987	CHECK	33	33	-	-	-	26,028	-	-	-	-	-	-	-
6/17/1987	CHECK	7	7	-	-	-	26,035	-	-	-	-	-	-	-
6/17/1987	CHECK	19	19	-	-	-	26,054	-	-	-	-	-	-	-
6/17/1987	CHECK	8	8	-	-	-	26,063	-	-	-	-	-	-	-
6/17/1987	CHECK	52	52	-	-	-	26,115	-	-	-	-	-	-	-
6/24/1987	CHECK	780	780	-	-	-	26,895	-	-	-	-	-	-	-
7/6/1987	CHECK	23	23	-	-	-	26,918	-	-	-	-	-	-	-
7/21/1987	CHECK	20	20	-	-	-	26,938	-	-	-	-	-	-	-
8/10/1987	CHECK	3	3	-	-	-	26,941	-	-	-	-	-	-	-
8/17/1987	CHECK	33	33	-	-	-	26,974	-	-	-	-	-	-	-
8/17/1987	CHECK	6	6	-	-	-	26,980	-	-	-	-	-	-	-
9/10/1987	CHECK	20	20	-	-	-	27,000	-	-	-	-	-	-	-
9/14/1987	CHECK	19	19	-	-	-	27,018	-	-	-	-	-	-	-
9/14/1987	CHECK	8	8	-	-	-	27,027	-	-	-	-	-	-	-
9/14/1987	CHECK	58	58	-	-	-	27,085	-	-	-	-	-	-	-
9/17/1987	CHECK	8	8	-	-	-	27,093	-	-	-	-	-	-	-
10/6/1987	CHECK	23	23	-	-	-	27,116	-	-	-	-	-	-	-
10/26/1987	CHECK	34	34	-	-	-	27,150	-	-	-	-	-	-	-
11/17/1987	CHECK	6	6	-	-	-	27,156	-	-	-	-	-	-	-
11/17/1987	CHECK	3	3	-	-	-	27,158	-	-	-	-	-	-	-
11/17/1987	CHECK	18	18	-	-	-	27,177	-	-	-	-	-	-	-
12/11/1987	CHECK	19	19	-	-	-	27,195	-	-	-	-	-	-	-
12/11/1987	CHECK	58	58	-	-	-	27,253	-	-	-	-	-	-	-
12/11/1987	CHECK	8	8	-	-	-	27,262	-	-	-	-	-	-	-
12/11/1987	CHECK	53	53	-	-	-	27,314	-	-	-	-	-	-	-
12/21/1987	CHECK	8	8	-	-	-	27,322	-	-	-	-	-	-	-
1/8/1988	CHECK	25	25	-	-	-	27,347	-	-	-	-	-	-	-
2/16/1988	CHECK	6	6	-	-	-	27,353	-	-	-	-	-	-	-

BLMIS ACCOUNT NO. 1M0013 - SHANA MADOFF

Date	Transaction Description	Transaction Amount Reported in Customer Statement	Cash Deposits	Cash Withdrawals	Transfers of Principal In	Transfers of Principal Out	Balance of Principal	1-Year Preferential Transfers	2-Year Fraudulent Transfers - Principal	2-Year Fraudulent Transfers - Fictitious Profits	6-Year Fraudulent Transfers - Principal	6-Year Fraudulent Transfers - Fictitious Profits	Full History Fraudulent Transfers - Principal	Full History Fraudulent Transfers - Fictitious Profits
2/16/1988	CHECK	3	3	-	-	-	27,356	-	-	-	-	-	-	-
2/24/1988	CHECK	20	20	-	-	-	27,376	-	-	-	-	-	-	-
3/9/1988	CHECK	33	33	-	-	-	27,409	-	-	-	-	-	-	-
3/11/1988	CHECK	8	8	-	-	-	27,417	-	-	-	-	-	-	-
3/15/1988	CHECK	58	58	-	-	-	27,475	-	-	-	-	-	-	-
3/15/1988	CHECK	19	19	-	-	-	27,493	-	-	-	-	-	-	-
3/15/1988	CHECK	8	8	-	-	-	27,502	-	-	-	-	-	-	-
3/23/1988	CHECK	780	780	-	-	-	28,282	-	-	-	-	-	-	-
4/14/1988	CHECK	25	25	-	-	-	28,306	-	-	-	-	-	-	-
4/14/1988	CHECK	7	7	-	-	-	28,313	-	-	-	-	-	-	-
5/11/1988	CHECK	3	3	-	-	-	28,316	-	-	-	-	-	-	-
5/11/1988	CHECK	6	6	-	-	-	28,322	-	-	-	-	-	-	-
5/23/1988	CHECK	26	26	-	-	-	28,348	-	-	-	-	-	-	-
6/1/1988	CHECK	18	18	-	-	-	28,366	-	-	-	-	-	-	-
6/10/1988	CHECK	9	9	-	-	-	28,375	-	-	-	-	-	-	-
6/13/1988	CHECK	64	64	-	-	-	28,439	-	-	-	-	-	-	-
6/13/1988	CHECK	8	8	-	-	-	28,447	-	-	-	-	-	-	-
6/13/1988	CHECK	19	19	-	-	-	28,466	-	-	-	-	-	-	-
6/22/1988	CHECK	22	22	-	-	-	28,488	-	-	-	-	-	-	-
7/5/1988	CHECK	25	25	-	-	-	28,512	-	-	-	-	-	-	-
8/12/1988	CHECK	6	6	-	-	-	28,518	-	-	-	-	-	-	-
8/12/1988	CHECK	3	3	-	-	-	28,521	-	-	-	-	-	-	-
8/22/1988	CHECK	22	22	-	-	-	28,543	-	-	-	-	-	-	-
8/29/1988	CHECK	51	51	-	-	-	28,594	-	-	-	-	-	-	-
8/31/1988	CHECK	26	26	-	-	-	28,620	-	-	-	-	-	-	-
9/13/1988	CHECK	9	9	-	-	-	28,629	-	-	-	-	-	-	-
9/16/1988	CHECK	19	19	-	-	-	28,647	-	-	-	-	-	-	-
9/16/1988	CHECK	64	64	-	-	-	28,711	-	-	-	-	-	-	-
9/16/1988	CHECK	8	8	-	-	-	28,719	-	-	-	-	-	-	-
10/12/1988	CHECK	28	28	-	-	-	28,747	-	-	-	-	-	-	-
10/26/1988	CHECK	(2,500)	-	(2,500)	-	-	26,247	-	-	-	-	-	(2,500)	-
11/15/1988	CHECK	6	6	-	-	-	26,253	-	-	-	-	-	-	-
11/16/1988	CHECK	3	3	-	-	-	26,256	-	-	-	-	-	-	-
11/16/1988	CHECK	18	18	-	-	-	26,274	-	-	-	-	-	-	-
11/22/1988	CHECK	51	51	-	-	-	26,325	-	-	-	-	-	-	-
12/1/1988	CHECK	(5,000)	-	(5,000)	-	-	21,325	-	-	-	-	-	(5,000)	-
12/7/1988	TRANS FROM 10131910 (1M0007)	2,500	-	-	2,500	-	23,825	-	-	-	-	-	-	-
12/12/1988	CHECK	9	9	-	-	-	23,834	-	-	-	-	-	-	-
12/13/1988	CHECK	19	19	-	-	-	23,853	-	-	-	-	-	-	-
12/19/1988	CHECK	64	64	-	-	-	23,917	-	-	-	-	-	-	-
12/19/1988	CHECK	10	10	-	-	-	23,927	-	-	-	-	-	-	-
12/19/1988	CHECK	780	780	-	-	-	24,707	-	-	-	-	-	-	-
1/18/1989	CHECK	28	28	-	-	-	24,734	-	-	-	-	-	-	-
2/1/1989	CHECK	6	6	-	-	-	24,740	-	-	-	-	-	-	-
2/8/1989	CHECK	51	51	-	-	-	24,791	-	-	-	-	-	-	-
2/13/1989	CHECK	3	3	-	-	-	24,794	-	-	-	-	-	-	-
3/8/1989	CHECK	175	175	-	-	-	24,969	-	-	-	-	-	-	-
3/21/1989	CHECK	64	64	-	-	-	25,032	-	-	-	-	-	-	-
3/21/1989	CHECK	10	10	-	-	-	25,042	-	-	-	-	-	-	-
3/21/1989	CHECK	23	23	-	-	-	25,065	-	-	-	-	-	-	-
3/23/1989	CHECK	9	9	-	-	-	25,074	-	-	-	-	-	-	-
3/23/1989	CHECK	51	51	-	-	-	25,125	-	-	-	-	-	-	-
4/5/1989	CHECK	28	28	-	-	-	25,152	-	-	-	-	-	-	-
4/12/1989	TRANS TO M MADOFF (1M0007)	(2,500)	-	-	-	(2,500)	22,652	-	-	-	-	-	-	-
4/18/1989	CHECK	(5,000)	-	(5,000)	-	-	17,652	-	-	-	-	-	(5,000)	-
5/5/1989	CHECK	6	6	-	-	-	17,658	-	-	-	-	-	-	-
5/17/1989	CHECK	3	3	-	-	-	17,661	-	-	-	-	-	-	-
5/17/1989	CHECK	18	18	-	-	-	17,680	-	-	-	-	-	-	-
6/1/1989	CHECK	55	55	-	-	-	17,735	-	-	-	-	-	-	-
6/12/1989	CHECK	64	64	-	-	-	17,799	-	-	-	-	-	-	-
6/12/1989	CHECK	10	10	-	-	-	17,808	-	-	-	-	-	-	-
6/19/1989	CHECK	23	23	-	-	-	17,831	-	-	-	-	-	-	-
7/5/1989	CHECK	9	9	-	-	-	17,840	-	-	-	-	-	-	-
7/10/1989	CHECK	28	28	-	-	-	17,867	-	-	-	-	-	-	-
8/14/1989	CHECK	6	6	-	-	-	17,873	-	-	-	-	-	-	-
8/14/1989	CHECK	3	3	-	-	-	17,876	-	-	-	-	-	-	-
9/11/1989	CHECK	23	23	-	-	-	17,899	-	-	-	-	-	-	-
9/13/1989	CHECK	70	70	-	-	-	17,968	-	-	-	-	-	-	-
9/13/1989	CHECK	10	10	-	-	-	17,978	-	-	-	-	-	-	-
9/29/1989	CHECK	30	30	-	-	-	18,008	-	-	-	-	-	-	-
10/2/1989	CHECK	(1,700)	-	(1,700)	-	-	16,308	-	-	-	-	-	(1,700)	-
10/6/1989	CHECK	28	28	-	-	-	16,336	-	-	-	-	-	-	-
10/20/1989	CHECK	25	25	-	-	-	16,361	-	-	-	-	-	-	-
11/13/1989	CHECK	6	6	-	-	-	16,367	-	-	-	-	-	-	-
11/20/1989	CHECK	3	3	-	-	-	16,370	-	-	-	-	-	-	-
11/20/1989	CHECK	18	18	-	-	-	16,388	-	-	-	-	-	-	-
12/5/1989	CHECK	(1,800)	-	(1,800)	-	-	14,588	-	-	-	-	-	(1,800)	-
12/15/1989	CHECK	70	70	-	-	-	14,658	-	-	-	-	-	-	-
12/15/1989	CHECK	23	23	-	-	-	14,680	-	-	-	-	-	-	-
12/15/1989	CHECK	10	10	-	-	-	14,690	-	-	-	-	-	-	-
12/21/1989	CHECK	55	55	-	-	-	14,745	-	-	-	-	-	-	-
1/16/1990	CHECK	28	28	-	-	-	14,773	-	-	-	-	-	-	-
1/31/1990	CHECK	(3,436)	-	(3,436)	-	-	11,336	-	-	-	-	-	(3,436)	-
2/6/1990	CHECK	6	6	-	-	-	11,342	-	-	-	-	-	-	-
2/12/1990	CHECK	3	3	-	-	-	11,345	-	-	-	-	-	-	-
3/12/1990	CHECK	10	10	-	-	-	11,355	-	-	-	-	-	-	-

BLMIS ACCOUNT NO. 1M0013 - SHANA MADOFF

Date	Transaction Description	Transaction Amount Reported in Customer Statement	Cash Deposits	Cash Withdrawals	Transfers of Principal In	Transfers of Principal Out	Balance of Principal	1-Year Preferential Transfers	2-Year Fraudulent Transfers - Principal	2-Year Fraudulent Transfers - Fictitious Profits	6-Year Fraudulent Transfers - Principal	6-Year Fraudulent Transfers - Fictitious Profits	Full History Fraudulent Transfers - Principal	Full History Fraudulent Transfers - Fictitious Profits
3/13/1990	CHECK	70	70	-	-	-	11,425	-	-	-	-	-	-	-
3/13/1990	CHECK	23	23	-	-	-	11,447	-	-	-	-	-	-	-
3/13/1990	CHECK	30	30	-	-	-	11,477	-	-	-	-	-	-	-
3/13/1990	CHECK	10	10	-	-	-	11,487	-	-	-	-	-	-	-
3/13/1990	CHECK	10	10	-	-	-	11,496	-	-	-	-	-	-	-
3/27/1990	CHECK	(2,082)	-	(2,082)	-	-	9,415	-	-	-	-	-	(2,082)	-
4/9/1990	CHECK	28	28	-	-	-	9,442	-	-	-	-	-	-	-
4/20/1990	CHECK	25	25	-	-	-	9,467	-	-	-	-	-	-	-
5/1/1990	CHECK	7	7	-	-	-	9,474	-	-	-	-	-	-	-
5/14/1990	CHECK	3	3	-	-	-	9,477	-	-	-	-	-	-	-
5/21/1990	CHECK	18	18	-	-	-	9,495	-	-	-	-	-	-	-
6/13/1990	CHECK	32	32	-	-	-	9,527	-	-	-	-	-	-	-
6/13/1990	CHECK	70	70	-	-	-	9,597	-	-	-	-	-	-	-
6/13/1990	CHECK	23	23	-	-	-	9,619	-	-	-	-	-	-	-
6/26/1990	CHECK	35	35	-	-	-	9,654	-	-	-	-	-	-	-
7/6/1990	CHECK	28	28	-	-	-	9,682	-	-	-	-	-	-	-
8/6/1990	CHECK	7	7	-	-	-	9,688	-	-	-	-	-	-	-
8/13/1990	CHECK	3	3	-	-	-	9,691	-	-	-	-	-	-	-
9/11/1990	CHECK	10	10	-	-	-	9,701	-	-	-	-	-	-	-
9/12/1990	CHECK	35	35	-	-	-	9,736	-	-	-	-	-	-	-
9/13/1990	CHECK	70	70	-	-	-	9,806	-	-	-	-	-	-	-
9/13/1990	CHECK	23	23	-	-	-	9,828	-	-	-	-	-	-	-
9/20/1990	CHECK	32	32	-	-	-	9,860	-	-	-	-	-	-	-
9/25/1990	CHECK	7,000	7,000	-	-	-	16,860	-	-	-	-	-	-	-
10/9/1990	CHECK	28	28	-	-	-	16,888	-	-	-	-	-	-	-
11/13/1990	CHECK	7	7	-	-	-	16,894	-	-	-	-	-	-	-
11/21/1990	CHECK	18	18	-	-	-	16,912	-	-	-	-	-	-	-
12/5/1990	CHECK	4,500	4,500	-	-	-	21,412	-	-	-	-	-	-	-
12/12/1990	CHECK	78	78	-	-	-	21,490	-	-	-	-	-	-	-
12/12/1990	CHECK	11	11	-	-	-	21,501	-	-	-	-	-	-	-
12/12/1990	CHECK	32	32	-	-	-	21,533	-	-	-	-	-	-	-
12/12/1990	CHECK	23	23	-	-	-	21,555	-	-	-	-	-	-	-
12/18/1990	CHECK	35	35	-	-	-	21,590	-	-	-	-	-	-	-
1/16/1991	CHECK	28	28	-	-	-	21,618	-	-	-	-	-	-	-
2/13/1991	CHECK	7	7	-	-	-	21,624	-	-	-	-	-	-	-
3/4/1991	CHECK	(5,000)	-	(5,000)	-	-	16,624	-	-	-	-	-	(5,000)	-
3/11/1991	CHECK	11	11	-	-	-	16,635	-	-	-	-	-	-	-
3/14/1991	CHECK	35	35	-	-	-	16,670	-	-	-	-	-	-	-
3/20/1991	CHECK	12	12	-	-	-	16,682	-	-	-	-	-	-	-
3/20/1991	CHECK	78	78	-	-	-	16,760	-	-	-	-	-	-	-
4/3/1991	CHECK	28	28	-	-	-	16,787	-	-	-	-	-	-	-
5/14/1991	CHECK	7	7	-	-	-	16,794	-	-	-	-	-	-	-
6/12/1991	CHECK	78	78	-	-	-	16,872	-	-	-	-	-	-	-
6/12/1991	CHECK	12	12	-	-	-	16,884	-	-	-	-	-	-	-
6/12/1991	CHECK	37	37	-	-	-	16,920	-	-	-	-	-	-	-
6/17/1991	CHECK	18	18	-	-	-	16,939	-	-	-	-	-	-	-
6/19/1991	CHECK	35	35	-	-	-	16,974	-	-	-	-	-	-	-
7/1/1991	CHECK	8	8	-	-	-	16,982	-	-	-	-	-	-	-
8/9/1991	CHECK	7	7	-	-	-	16,988	-	-	-	-	-	-	-
9/11/1991	CHECK	78	78	-	-	-	17,066	-	-	-	-	-	-	-
9/11/1991	CHECK	12	12	-	-	-	17,078	-	-	-	-	-	-	-
9/13/1991	CHECK	35	35	-	-	-	17,113	-	-	-	-	-	-	-
9/13/1991	CHECK	5	5	-	-	-	17,118	-	-	-	-	-	-	-
9/24/1991	CHECK	37	37	-	-	-	17,155	-	-	-	-	-	-	-
10/7/1991	CHECK	28	28	-	-	-	17,182	-	-	-	-	-	-	-
10/11/1991	CHECK	(7,500)	-	(7,500)	-	-	9,682	-	-	-	-	-	(7,500)	-
10/15/1991	CHECK	28	28	-	-	-	9,710	-	-	-	-	-	-	-
11/8/1991	CHECK	28	28	-	-	-	9,737	-	-	-	-	-	-	-
11/19/1991	CHECK	7	7	-	-	-	9,744	-	-	-	-	-	-	-
12/10/1991	CHECK	35	35	-	-	-	9,779	-	-	-	-	-	-	-
12/10/1991	CHECK	37	37	-	-	-	9,816	-	-	-	-	-	-	-
12/10/1991	CHECK	18	18	-	-	-	9,834	-	-	-	-	-	-	-
12/12/1991	CHECK	11	11	-	-	-	9,845	-	-	-	-	-	-	-
12/13/1991	CHECK	12	12	-	-	-	9,857	-	-	-	-	-	-	-
12/13/1991	CHECK	78	78	-	-	-	9,934	-	-	-	-	-	-	-
12/19/1991	CHECK	5	5	-	-	-	9,939	-	-	-	-	-	-	-
1/7/1992	CHECK	28	28	-	-	-	9,967	-	-	-	-	-	-	-
1/30/1992	CHECK	558	558	-	-	-	10,525	-	-	-	-	-	-	-
1/30/1992	CHECK	37	37	-	-	-	10,561	-	-	-	-	-	-	-
2/5/1992	CHECK	7	7	-	-	-	10,568	-	-	-	-	-	-	-
3/11/1992	CHECK	37	37	-	-	-	10,605	-	-	-	-	-	-	-
3/11/1992	CHECK	11	11	-	-	-	10,616	-	-	-	-	-	-	-
3/11/1992	CHECK	35	35	-	-	-	10,651	-	-	-	-	-	-	-
3/11/1992	CHECK	5	5	-	-	-	10,656	-	-	-	-	-	-	-
3/16/1992	CHECK	12	12	-	-	-	10,668	-	-	-	-	-	-	-
3/16/1992	CHECK	78	78	-	-	-	10,745	-	-	-	-	-	-	-
3/23/1992	CHECK	37	37	-	-	-	10,782	-	-	-	-	-	-	-
4/10/1992	CHECK	28	28	-	-	-	10,810	-	-	-	-	-	-	-
5/19/1992	CHECK	7	7	-	-	-	10,816	-	-	-	-	-	-	-
6/3/1992	CHECK	18	18	-	-	-	10,834	-	-	-	-	-	-	-
6/10/1992	CHECK	42	42	-	-	-	10,876	-	-	-	-	-	-	-
6/15/1992	CHECK	5	5	-	-	-	10,881	-	-	-	-	-	-	-
6/15/1992	CHECK	84	84	-	-	-	10,965	-	-	-	-	-	-	-
6/15/1992	CHECK	12	12	-	-	-	10,976	-	-	-	-	-	-	-
6/15/1992	CHECK	12	12	-	-	-	10,988	-	-	-	-	-	-	-
6/15/1992	CHECK	35	35	-	-	-	11,023	-	-	-	-	-	-	-

BLMIS ACCOUNT NO. 1M0013 - SHANA MADOFF

Date	Transaction Description	Transaction Amount Reported in Customer Statement	Cash Deposits	Cash Withdrawals	Transfers of Principal In	Transfers of Principal Out	Balance of Principal	1-Year Preferential Transfers	2-Year Fraudulent Transfers - Principal	2-Year Fraudulent Transfers - Fictitious Profits	6-Year Fraudulent Transfers - Principal	6-Year Fraudulent Transfers - Fictitious Profits	Full History Fraudulent Transfers - Principal	Full History Fraudulent Transfers - Fictitious Profits
7/8/1992	CHECK	28	28	-	-	-	11,051	-	-	-	-	-	-	-
8/19/1992	CHECK	7	7	-	-	-	11,057	-	-	-	-	-	-	-
9/14/1992	CHECK	35	35	-	-	-	11,092	-	-	-	-	-	-	-
9/14/1992	CHECK	84	84	-	-	-	11,176	-	-	-	-	-	-	-
9/14/1992	CHECK	12	12	-	-	-	11,187	-	-	-	-	-	-	-
9/14/1992	CHECK	5	5	-	-	-	11,192	-	-	-	-	-	-	-
10/6/1992	CHECK	42	42	-	-	-	11,234	-	-	-	-	-	-	-
10/6/1992	CHECK	42	42	-	-	-	11,275	-	-	-	-	-	-	-
10/6/1992	CHECK	12	12	-	-	-	11,287	-	-	-	-	-	-	-
10/7/1992	CHECK	28	28	-	-	-	11,315	-	-	-	-	-	-	-
10/13/1992	CHECK	24	24	-	-	-	11,339	-	-	-	-	-	-	-
12/1/1992	CHECK	18	18	-	-	-	11,357	-	-	-	-	-	-	-
12/14/1992	CHECK	17	17	-	-	-	11,374	-	-	-	-	-	-	-
12/16/1992	CHECK	5	5	-	-	-	11,379	-	-	-	-	-	-	-
12/21/1992	CHECK	7	7	-	-	-	11,386	-	-	-	-	-	-	-
12/30/1992	CHECK	95	95	-	-	-	11,481	-	-	-	-	-	-	-
12/30/1992	CHECK	6	6	-	-	-	11,487	-	-	-	-	-	-	-
1/7/1993	CHECK	28	28	-	-	-	11,514	-	-	-	-	-	-	-
1/20/1993	CHECK	26	26	-	-	-	11,541	-	-	-	-	-	-	-
1/26/1993	CHECK	1,100	1,100	-	-	-	12,641	-	-	-	-	-	-	-
2/8/1993	CHECK	7	7	-	-	-	12,647	-	-	-	-	-	-	-
2/26/1993	CHECK A/O 2/8/93	7	7	-	-	-	12,654	-	-	-	-	-	-	-
2/26/1993	CANCEL CHECK A/O 2/8/93	(7)	(7)	-	-	-	12,647	-	-	-	-	-	-	-
3/10/1993	CHECK	83	83	-	-	-	12,730	-	-	-	-	-	-	-
3/10/1993	CHECK	5	5	-	-	-	12,735	-	-	-	-	-	-	-
3/17/1993	CHECK	2,240	2,240	-	-	-	14,975	-	-	-	-	-	-	-
3/18/1993	CHECK	17	17	-	-	-	14,992	-	-	-	-	-	-	-
3/18/1993	CHECK	6	6	-	-	-	14,998	-	-	-	-	-	-	-
3/18/1993	CHECK	95	95	-	-	-	15,093	-	-	-	-	-	-	-
4/7/1993	CHECK	28	28	-	-	-	15,121	-	-	-	-	-	-	-
4/12/1993	CHECK	26	26	-	-	-	15,147	-	-	-	-	-	-	-
4/22/1993	TRANS TO 1M006210 A/O 4/20/93 (1M0062)	(102,795) ^[1]	-	-	-	(15,147)	-	-	-	-	-	-	-	-
5/24/1993	CHECK	7	7	-	-	-	7	-	-	-	-	-	-	-
5/24/1993	CHECK	18	18	-	-	-	25	-	-	-	-	-	-	-
5/25/1993	CXL CHECK	(7)	(7)	-	-	-	18	-	-	-	-	-	-	-
5/25/1993	CXL CHECK	(18)	(18)	-	-	-	-	-	-	-	-	-	-	-
Total:			\$ 49,166	\$ (34,018)	\$ 2,500	\$ (17,647)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ (34,018)	\$ -

^[1] Although BLMIS statements reflect that a larger transfer was made out of the account on this date, a portion of the "transferred" funds consisted of fictitious profits which were never achieved and thus could not have been transferred. Accordingly, only the principal remaining in the account was transferred out of the account on this date.

BLMIS ACCOUNT NO. 1M0062 - SHANA MADOFF FBO TST PAUL KONIGSBERG TSTEE

Date	Transaction Description	Transaction Amount Reported in Customer Statement	Cash Deposits	Cash Withdrawals	Transfers of Principal In	Transfers of Principal Out	Balance of Principal	1-Year Preferential Transfers	2-Year Fraudulent Transfers - Principal	2-Year Fraudulent Transfers - Fictitious Profits	6-Year Fraudulent Transfers - Principal	6-Year Fraudulent Transfers - Fictitious Profits	Full History Fraudulent Transfers - Principal	Full History Fraudulent Transfers - Fictitious Profits
4/22/1993	TRANS FROM 1M001310 A/O 4/20 (1M0013)	102,795 ⁽¹⁾	-	-	15,147	-	15,147	-	-	-	-	-	-	-
5/25/1993	CHECK A/O 5/24/93	18	18	-	-	-	15,166	-	-	-	-	-	-	-
5/25/1993	CHECK A/O 5/24/93	7	7	-	-	-	15,172	-	-	-	-	-	-	-
6/11/1993	CHECK	83	83	-	-	-	15,255	-	-	-	-	-	-	-
6/11/1993	CHECK	5	5	-	-	-	15,260	-	-	-	-	-	-	-
6/15/1993	CHECK	95	95	-	-	-	15,355	-	-	-	-	-	-	-
6/15/1993	CHECK	17	17	-	-	-	15,372	-	-	-	-	-	-	-
6/15/1993	CHECK	6	6	-	-	-	15,378	-	-	-	-	-	-	-
7/13/1993	CHECK	28	28	-	-	-	15,406	-	-	-	-	-	-	-
7/22/1993	CHECK	350	350	-	-	-	15,756	-	-	-	-	-	-	-
7/29/1993	CHECK	350	350	-	-	-	16,105	-	-	-	-	-	-	-
8/17/1993	CHECK	7	7	-	-	-	16,112	-	-	-	-	-	-	-
8/27/1993	CHECK	350	350	-	-	-	16,461	-	-	-	-	-	-	-
8/27/1993	CHECK	350	350	-	-	-	16,811	-	-	-	-	-	-	-
9/3/1993	CHECK	350	350	-	-	-	17,160	-	-	-	-	-	-	-
9/13/1993	CHECK	17	17	-	-	-	17,177	-	-	-	-	-	-	-
9/13/1993	CHECK	95	95	-	-	-	17,272	-	-	-	-	-	-	-
9/13/1993	CHECK	5	5	-	-	-	17,277	-	-	-	-	-	-	-
9/13/1993	CHECK	83	83	-	-	-	17,361	-	-	-	-	-	-	-
9/13/1993	CHECK	6	6	-	-	-	17,367	-	-	-	-	-	-	-
10/4/1993	CHECK	28	28	-	-	-	17,394	-	-	-	-	-	-	-
10/4/1993	CHECK	6	6	-	-	-	17,400	-	-	-	-	-	-	-
10/18/1993	CHECK	26	26	-	-	-	17,426	-	-	-	-	-	-	-
10/21/1993	CHECK RETURNED	(6)	(6)	-	-	-	17,420	-	-	-	-	-	-	-
11/2/1993	CHECK	7	7	-	-	-	17,427	-	-	-	-	-	-	-
11/2/1993	CHECK	15	15	-	-	-	17,442	-	-	-	-	-	-	-
12/13/1993	CHECK	3	3	-	-	-	17,446	-	-	-	-	-	-	-
12/13/1993	CHECK	83	83	-	-	-	17,529	-	-	-	-	-	-	-
12/14/1993	CHECK	17	17	-	-	-	17,546	-	-	-	-	-	-	-
12/14/1993	CHECK	6	6	-	-	-	17,552	-	-	-	-	-	-	-
12/14/1993	CHECK	95	95	-	-	-	17,647	-	-	-	-	-	-	-
12/30/1993	CHECK	20,000	20,000	-	-	-	37,647	-	-	-	-	-	-	-
1/10/1994	CHECK	28	28	-	-	-	37,674	-	-	-	-	-	-	-
1/10/1994	CHECK	35	35	-	-	-	37,710	-	-	-	-	-	-	-
1/24/1994	CHECK	29	29	-	-	-	37,738	-	-	-	-	-	-	-
1/31/1994	CHECK	7	7	-	-	-	37,745	-	-	-	-	-	-	-
2/15/1994	CHECK	26	26	-	-	-	37,771	-	-	-	-	-	-	-
3/9/1994	CHECK	3	3	-	-	-	37,775	-	-	-	-	-	-	-
3/14/1994	CHECK	17	17	-	-	-	37,792	-	-	-	-	-	-	-
3/14/1994	CHECK	83	83	-	-	-	37,875	-	-	-	-	-	-	-
3/14/1994	CHECK	95	95	-	-	-	37,970	-	-	-	-	-	-	-
4/4/1994	CHECK	5	5	-	-	-	37,975	-	-	-	-	-	-	-
4/4/1994	CHECK	6	6	-	-	-	37,981	-	-	-	-	-	-	-
4/4/1994	CHECK	22	22	-	-	-	38,003	-	-	-	-	-	-	-
4/19/1994	CHECK	400	400	-	-	-	38,403	-	-	-	-	-	-	-
4/21/1994	CHECK	29	29	-	-	-	38,432	-	-	-	-	-	-	-
5/3/1994	CHECK	7	7	-	-	-	38,438	-	-	-	-	-	-	-
6/13/1994	CHECK	95	95	-	-	-	38,534	-	-	-	-	-	-	-
6/13/1994	CHECK	6	6	-	-	-	38,540	-	-	-	-	-	-	-
6/13/1994	CHECK	60	60	-	-	-	38,600	-	-	-	-	-	-	-
6/13/1994	CHECK	83	83	-	-	-	38,683	-	-	-	-	-	-	-
6/13/1994	CHECK	17	17	-	-	-	38,700	-	-	-	-	-	-	-
6/13/1994	CHECK	3	3	-	-	-	38,703	-	-	-	-	-	-	-
7/8/1994	CHECK	5	5	-	-	-	38,708	-	-	-	-	-	-	-
7/8/1994	CHECK	22	22	-	-	-	38,730	-	-	-	-	-	-	-
7/19/1994	CHECK	29	29	-	-	-	38,759	-	-	-	-	-	-	-
8/1/1994	CHECK	7	7	-	-	-	38,766	-	-	-	-	-	-	-
8/9/1994	CHECK	265	265	-	-	-	39,031	-	-	-	-	-	-	-
9/13/1994	CHECK	3	3	-	-	-	39,034	-	-	-	-	-	-	-
9/13/1994	CHECK	17	17	-	-	-	39,051	-	-	-	-	-	-	-
9/13/1994	CHECK	95	95	-	-	-	39,146	-	-	-	-	-	-	-
9/13/1994	CHECK	6	6	-	-	-	39,152	-	-	-	-	-	-	-
9/15/1994	CHECK	7,680	7,680	-	-	-	46,832	-	-	-	-	-	-	-
10/20/1994	CHECK	22	22	-	-	-	46,854	-	-	-	-	-	-	-
10/20/1994	CHECK	5	5	-	-	-	46,859	-	-	-	-	-	-	-
11/1/1994	CHECK	29	29	-	-	-	46,888	-	-	-	-	-	-	-
11/1/1994	CHECK	7	7	-	-	-	46,895	-	-	-	-	-	-	-
12/12/1994	CHECK	3	3	-	-	-	46,898	-	-	-	-	-	-	-
12/12/1994	CHECK	99	99	-	-	-	46,997	-	-	-	-	-	-	-
12/12/1994	CHECK	6	6	-	-	-	47,003	-	-	-	-	-	-	-
12/12/1994	CHECK	17	17	-	-	-	47,020	-	-	-	-	-	-	-
12/19/1994	CHECK	619	619	-	-	-	47,639	-	-	-	-	-	-	-
1/13/1995	CHECK	22	22	-	-	-	47,661	-	-	-	-	-	-	-
1/26/1995	CHECK	31	31	-	-	-	47,692	-	-	-	-	-	-	-
2/3/1995	CHECK	7	7	-	-	-	47,699	-	-	-	-	-	-	-
3/17/1995	CHECK	6	6	-	-	-	47,705	-	-	-	-	-	-	-
3/17/1995	CHECK	17	17	-	-	-	47,722	-	-	-	-	-	-	-
3/17/1995	CHECK	99	99	-	-	-	47,821	-	-	-	-	-	-	-
3/17/1995	CHECK	3	3	-	-	-	47,824	-	-	-	-	-	-	-
4/5/1995	CHECK	22	22	-	-	-	47,846	-	-	-	-	-	-	-
4/5/1995	CHECK	10	10	-	-	-	47,857	-	-	-	-	-	-	-
4/10/1995	CHECK	10,156	10,156	-	-	-	58,013	-	-	-	-	-	-	-
4/17/1995	CHECK	(1,959)	-	(1,959)	-	-	56,054	-	-	-	-	-	(1,959)	-
4/17/1995	CHECK	(8,197)	-	(8,197)	-	-	47,857	-	-	-	-	-	(8,197)	-
4/19/1995	CHECK	31	31	-	-	-	47,888	-	-	-	-	-	-	-
5/9/1995	CHECK	7	7	-	-	-	47,894	-	-	-	-	-	-	-

BLMIS ACCOUNT NO. 1M0062 - SHANA MADOFF FBO TST PAUL KONIGSBERG TSTEE

Date	Transaction Description	Transaction Amount Reported in Customer Statement	Cash Deposits	Cash Withdrawals	Transfers of Principal In	Transfers of Principal Out	Balance of Principal	1-Year Preferential Transfers	2-Year Fraudulent Transfers - Principal	2-Year Fraudulent Transfers - Fictitious Profits	6-Year Fraudulent Transfers - Principal	6-Year Fraudulent Transfers - Fictitious Profits	Full History Fraudulent Transfers - Principal	Full History Fraudulent Transfers - Fictitious Profits
6/12/1995	CHECK	99	99	-	-	-	47,993	-	-	-	-	-	-	-
6/12/1995	CHECK	17	17	-	-	-	48,010	-	-	-	-	-	-	-
7/3/1995	CHECK	9	9	-	-	-	48,019	-	-	-	-	-	-	-
7/3/1995	CHECK	3	3	-	-	-	48,023	-	-	-	-	-	-	-
7/5/1995	CHECK	22	22	-	-	-	48,045	-	-	-	-	-	-	-
8/3/1995	CHECK	31	31	-	-	-	48,076	-	-	-	-	-	-	-
8/3/1995	CHECK	7	7	-	-	-	48,083	-	-	-	-	-	-	-
9/11/1995	CHECK	17	17	-	-	-	48,100	-	-	-	-	-	-	-
9/11/1995	CHECK	3	3	-	-	-	48,103	-	-	-	-	-	-	-
9/18/1995	CHECK	9	9	-	-	-	48,112	-	-	-	-	-	-	-
9/18/1995	CHECK	99	99	-	-	-	48,211	-	-	-	-	-	-	-
10/4/1995	CHECK	10	10	-	-	-	48,221	-	-	-	-	-	-	-
10/4/1995	CHECK	22	22	-	-	-	48,243	-	-	-	-	-	-	-
10/27/1995	CHECK	31	31	-	-	-	48,274	-	-	-	-	-	-	-
11/1/1995	CHECK	7	7	-	-	-	48,281	-	-	-	-	-	-	-
12/14/1995	CHECK	9	9	-	-	-	48,290	-	-	-	-	-	-	-
12/14/1995	CHECK	17	17	-	-	-	48,307	-	-	-	-	-	-	-
1/11/1996	CHECK	22	22	-	-	-	48,329	-	-	-	-	-	-	-
1/23/1996	CHECK	3	3	-	-	-	48,333	-	-	-	-	-	-	-
1/23/1996	CHECK	99	99	-	-	-	48,432	-	-	-	-	-	-	-
2/2/1996	CHECK	7	7	-	-	-	48,438	-	-	-	-	-	-	-
2/23/1996	CHECK	34	34	-	-	-	48,472	-	-	-	-	-	-	-
3/11/1996	CHECK	5	5	-	-	-	48,477	-	-	-	-	-	-	-
3/18/1996	CHECK	99	99	-	-	-	48,576	-	-	-	-	-	-	-
3/18/1996	CHECK	12	12	-	-	-	48,588	-	-	-	-	-	-	-
3/18/1996	CHECK	17	17	-	-	-	48,605	-	-	-	-	-	-	-
4/29/1996	CHECK	22	22	-	-	-	48,627	-	-	-	-	-	-	-
4/29/1996	CHECK	34	34	-	-	-	48,660	-	-	-	-	-	-	-
5/6/1996	CHECK	7	7	-	-	-	48,667	-	-	-	-	-	-	-
5/13/1996	CHECK	100	100	-	-	-	48,767	-	-	-	-	-	-	-
5/28/1996	CHECK	7	7	-	-	-	48,774	-	-	-	-	-	-	-
6/10/1996	CHECK	12	12	-	-	-	48,786	-	-	-	-	-	-	-
6/10/1996	CHECK	104	104	-	-	-	48,890	-	-	-	-	-	-	-
6/10/1996	CHECK	17	17	-	-	-	48,907	-	-	-	-	-	-	-
6/19/1996	CHECK	5	5	-	-	-	48,912	-	-	-	-	-	-	-
7/5/1996	CHECK	22	22	-	-	-	48,934	-	-	-	-	-	-	-
7/23/1996	CHECK	34	34	-	-	-	48,968	-	-	-	-	-	-	-
8/2/1996	CHECK	7	7	-	-	-	48,974	-	-	-	-	-	-	-
8/19/1996	CHECK	6	6	-	-	-	48,980	-	-	-	-	-	-	-
9/11/1996	CHECK	5	5	-	-	-	48,985	-	-	-	-	-	-	-
9/11/1996	CHECK	104	104	-	-	-	49,090	-	-	-	-	-	-	-
9/11/1996	CHECK	12	12	-	-	-	49,102	-	-	-	-	-	-	-
9/11/1996	CHECK	17	17	-	-	-	49,119	-	-	-	-	-	-	-
10/8/1996	CHECK	22	22	-	-	-	49,141	-	-	-	-	-	-	-
10/17/1996	CHECK	34	34	-	-	-	49,174	-	-	-	-	-	-	-
10/17/1996	CHECK	88	88	-	-	-	49,262	-	-	-	-	-	-	-
10/31/1996	CHECK	2,800	2,800	-	-	-	52,062	-	-	-	-	-	-	-
11/7/1996	CHECK	7	7	-	-	-	52,069	-	-	-	-	-	-	-
11/7/1996	CHECK	21	21	-	-	-	52,090	-	-	-	-	-	-	-
12/16/1996	CHECK	12	12	-	-	-	52,102	-	-	-	-	-	-	-
12/16/1996	CHECK	19	19	-	-	-	52,121	-	-	-	-	-	-	-
12/16/1996	CHECK	5	5	-	-	-	52,126	-	-	-	-	-	-	-
12/16/1996	CHECK	104	104	-	-	-	52,230	-	-	-	-	-	-	-
1/27/1997	CHECK	22	22	-	-	-	52,252	-	-	-	-	-	-	-
1/27/1997	CHECK	36	36	-	-	-	52,288	-	-	-	-	-	-	-
1/27/1997	CHECK	10	10	-	-	-	52,298	-	-	-	-	-	-	-
2/13/1997	CHECK	7	7	-	-	-	52,305	-	-	-	-	-	-	-
3/12/1997	CHECK	0	0	-	-	-	52,305	-	-	-	-	-	-	-
3/12/1997	CHECK	5	5	-	-	-	52,310	-	-	-	-	-	-	-
3/12/1997	CHECK	19	19	-	-	-	52,329	-	-	-	-	-	-	-
4/22/1997	CHECK	24	24	-	-	-	52,354	-	-	-	-	-	-	-
4/22/1997	CHECK	36	36	-	-	-	52,390	-	-	-	-	-	-	-
4/28/1997	CHECK	750	750	-	-	-	53,140	-	-	-	-	-	-	-
5/5/1997	TRANS TO 1M011030 (1M0110)	(281,617) ^[2]	-	-	-	(53,140)	-	-	-	-	-	-	-	-
Total:			\$ 48,148	\$ (10,156)	\$ 15,147	\$ (53,140)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ (10,156)	\$ -

^[1] Although BLMIS statements reflect that a larger transfer was made into the account on this date, a portion of the "transferred" funds consisted of fictitious profits which were never achieved and thus could not have been transferred. Accordingly, only the principal remaining in the originating account was transferred into this account on this date.

^[2] Although BLMIS statements reflect that a larger transfer was made out of the account on this date, a portion of the "transferred" funds consisted of fictitious profits which were never achieved and thus could not have been transferred. Accordingly, only the principal remaining in the account was transferred out of the account on this date.

BLMIS ACCOUNT NO. 1M0110 - SHANA MADOFF FBO TST PAUL KONIGSBERG TSTEE

<u>Date</u>	<u>Transaction Description</u>	<u>Transaction Amount Reported in Customer Statement</u>	<u>Cash Deposits</u>	<u>Cash Withdrawals</u>	<u>Transfers of Principal In</u>	<u>Transfers of Principal Out</u>	<u>Balance of Principal</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Fraudulent Transfers - Principal</u>	<u>2-Year Fraudulent Transfers - Fictitious Profits</u>	<u>6-Year Fraudulent Transfers - Principal</u>	<u>6-Year Fraudulent Transfers - Fictitious Profits</u>	<u>Full History Fraudulent Transfers - Principal</u>	<u>Full History Fraudulent Transfers - Fictitious Profits</u>
5/5/1997	TRANS FROM 1M006210 (1M0062)	281,617 ⁽¹⁾	-	-	53,140	-	53,140	-	-	-	-	-	-	-
6/9/1997	CHECK	7	7	-	-	-	53,146	-	-	-	-	-	-	-
6/9/1997	CHECK	0	0	-	-	-	53,147	-	-	-	-	-	-	-
6/11/1997	CHECK	108	108	-	-	-	53,255	-	-	-	-	-	-	-
6/23/1997	CHECK	104	104	-	-	-	53,359	-	-	-	-	-	-	-
6/23/1997	CHECK	15	15	-	-	-	53,374	-	-	-	-	-	-	-
6/26/1997	CHECK	19	19	-	-	-	53,393	-	-	-	-	-	-	-
6/26/1997	CHECK	200	200	-	-	-	53,593	-	-	-	-	-	-	-
6/26/1997	CHECK	15	15	-	-	-	53,608	-	-	-	-	-	-	-
6/26/1997	CHECK	5	5	-	-	-	53,613	-	-	-	-	-	-	-
7/9/1997	CHECK	750	750	-	-	-	54,363	-	-	-	-	-	-	-
7/21/1997	CHECK	36	36	-	-	-	54,399	-	-	-	-	-	-	-
7/21/1997	CHECK	752	752	-	-	-	55,151	-	-	-	-	-	-	-
7/21/1997	CHECK	24	24	-	-	-	55,175	-	-	-	-	-	-	-
7/31/1997	CHECK	10	10	-	-	-	55,185	-	-	-	-	-	-	-
8/20/1997	CHECK	7	7	-	-	-	55,192	-	-	-	-	-	-	-
8/29/1997	CHECK	200	200	-	-	-	55,392	-	-	-	-	-	-	-
9/15/1997	CHECK	108	108	-	-	-	55,500	-	-	-	-	-	-	-
9/15/1997	CHECK	15	15	-	-	-	55,515	-	-	-	-	-	-	-
10/7/1997	CHECK	24	24	-	-	-	55,539	-	-	-	-	-	-	-
10/8/1997	CHECK	0	0	-	-	-	55,540	-	-	-	-	-	-	-
10/8/1997	CHECK	19	19	-	-	-	55,559	-	-	-	-	-	-	-
10/8/1997	CHECK	5	5	-	-	-	55,564	-	-	-	-	-	-	-
11/13/1997	CHECK	36	36	-	-	-	55,600	-	-	-	-	-	-	-
12/9/1997	CHECK	0	0	-	-	-	55,600	-	-	-	-	-	-	-
12/9/1997	CHECK	200	200	-	-	-	55,800	-	-	-	-	-	-	-
1/6/1998	CHECK	5	5	-	-	-	55,805	-	-	-	-	-	-	-
1/6/1998	CHECK	10	10	-	-	-	55,816	-	-	-	-	-	-	-
1/6/1998	CHECK	19	19	-	-	-	55,835	-	-	-	-	-	-	-
1/6/1998	CHECK	108	108	-	-	-	55,943	-	-	-	-	-	-	-
1/6/1998	CHECK	200	200	-	-	-	56,143	-	-	-	-	-	-	-
1/6/1998	CHECK	15	15	-	-	-	56,158	-	-	-	-	-	-	-
1/6/1998	CHECK	24	24	-	-	-	56,182	-	-	-	-	-	-	-
1/23/1998	CHECK	750	750	-	-	-	56,932	-	-	-	-	-	-	-
2/2/1998	CHECK	38	38	-	-	-	56,970	-	-	-	-	-	-	-
2/2/1998	CHECK	51	51	-	-	-	57,022	-	-	-	-	-	-	-
2/2/1998	CHECK	0	0	-	-	-	57,022	-	-	-	-	-	-	-
2/2/1998	CHECK	200	200	-	-	-	57,222	-	-	-	-	-	-	-
2/3/1998	CHECK	481	481	-	-	-	57,703	-	-	-	-	-	-	-
2/3/1998	CHECK	42	42	-	-	-	57,745	-	-	-	-	-	-	-
2/3/1998	CHECK	7	7	-	-	-	57,752	-	-	-	-	-	-	-
2/3/1998	CHECK	7	7	-	-	-	57,758	-	-	-	-	-	-	-
2/11/1998	CHECK	30	30	-	-	-	57,788	-	-	-	-	-	-	-
2/20/1998	CHECK	200	200	-	-	-	57,988	-	-	-	-	-	-	-
2/23/1998	CHECK	190	190	-	-	-	58,178	-	-	-	-	-	-	-
3/24/1998	CHECK	200	200	-	-	-	58,378	-	-	-	-	-	-	-
3/24/1998	CHECK	15	15	-	-	-	58,393	-	-	-	-	-	-	-
3/24/1998	CHECK	21	21	-	-	-	58,414	-	-	-	-	-	-	-
3/24/1998	CHECK	108	108	-	-	-	58,522	-	-	-	-	-	-	-
3/25/1998	CHECK	150	150	-	-	-	58,672	-	-	-	-	-	-	-
3/25/1998	CHECK	150	150	-	-	-	58,822	-	-	-	-	-	-	-
3/25/1998	CHECK	150	150	-	-	-	58,972	-	-	-	-	-	-	-
3/25/1998	CHECK	5	5	-	-	-	58,977	-	-	-	-	-	-	-
3/25/1998	CHECK	0	0	-	-	-	58,978	-	-	-	-	-	-	-
3/31/1998	CHECK	200	200	-	-	-	59,178	-	-	-	-	-	-	-
3/31/1998	CHECK	10	10	-	-	-	59,188	-	-	-	-	-	-	-
4/3/1998	CHECK	24	24	-	-	-	59,212	-	-	-	-	-	-	-
4/8/1998	CHECK	750	750	-	-	-	59,962	-	-	-	-	-	-	-
4/13/1998	CHECK	38	38	-	-	-	60,001	-	-	-	-	-	-	-
5/11/1998	CHECK	200	200	-	-	-	60,201	-	-	-	-	-	-	-
5/11/1998	CHECK	0	0	-	-	-	60,201	-	-	-	-	-	-	-
6/3/1998	CHECK	200	200	-	-	-	60,401	-	-	-	-	-	-	-
6/10/1998	CHECK	0	0	-	-	-	60,401	-	-	-	-	-	-	-
6/16/1998	CHECK	15	15	-	-	-	60,416	-	-	-	-	-	-	-
6/16/1998	CHECK	21	21	-	-	-	60,437	-	-	-	-	-	-	-
6/16/1998	CHECK	108	108	-	-	-	60,546	-	-	-	-	-	-	-
6/18/1998	CHECK	200	200	-	-	-	60,746	-	-	-	-	-	-	-
6/18/1998	CHECK	200	200	-	-	-	60,946	-	-	-	-	-	-	-
6/22/1998	CHECK	140	140	-	-	-	61,086	-	-	-	-	-	-	-
6/24/1998	CHECK	7	7	-	-	-	61,092	-	-	-	-	-	-	-
6/24/1998	CHECK	5	5	-	-	-	61,097	-	-	-	-	-	-	-
7/1/1998	CHECK	10	10	-	-	-	61,107	-	-	-	-	-	-	-
7/7/1998	CHECK	24	24	-	-	-	61,132	-	-	-	-	-	-	-
7/15/1998	CHECK	200	200	-	-	-	61,332	-	-	-	-	-	-	-
7/20/1998	CHECK	38	38	-	-	-	61,370	-	-	-	-	-	-	-
8/18/1998	CHECK	7	7	-	-	-	61,377	-	-	-	-	-	-	-
8/25/1998	CHECK	200	200	-	-	-	61,577	-	-	-	-	-	-	-
9/3/1998	CHECK	0	0	-	-	-	61,577	-	-	-	-	-	-	-
9/15/1998	CHECK	21	21	-	-	-	61,598	-	-	-	-	-	-	-
9/15/1998	CHECK	15	15	-	-	-	61,613	-	-	-	-	-	-	-
9/15/1998	CHECK	108	108	-	-	-	61,721	-	-	-	-	-	-	-
9/18/1998	CHECK	200	200	-	-	-	61,921	-	-	-	-	-	-	-

BLMIS ACCOUNT NO. 1M0110 - SHANA MADOFF FBO TST PAUL KONIGSBERG TSTEE

Date	Transaction Description	Transaction Amount Reported in Customer Statement	Cash Deposits	Cash Withdrawals	Transfers of Principal In	Transfers of Principal Out	Balance of Principal	1-Year Preferential Transfers	2-Year Fraudulent Transfers - Principal	2-Year Fraudulent Transfers - Fictitious Profits	6-Year Fraudulent Transfers - Principal	6-Year Fraudulent Transfers - Fictitious Profits	Full History Fraudulent Transfers - Principal	Full History Fraudulent Transfers - Fictitious Profits
9/28/1998	CHECK	200	200	-	-	-	62,121	-	-	-	-	-	-	-
9/28/1998	CHECK	200	200	-	-	-	62,321	-	-	-	-	-	-	-
10/2/1998	CHECK	24	24	-	-	-	62,345	-	-	-	-	-	-	-
10/9/1998	CHECK	5	5	-	-	-	62,350	-	-	-	-	-	-	-
10/21/1998	CHECK	38	38	-	-	-	62,389	-	-	-	-	-	-	-
11/12/1998	CHECK	0	0	-	-	-	62,389	-	-	-	-	-	-	-
11/12/1998	CHECK	7	7	-	-	-	62,396	-	-	-	-	-	-	-
11/23/1998	CHECK	200	200	-	-	-	62,596	-	-	-	-	-	-	-
12/7/1998	CHECK	400	400	-	-	-	62,996	-	-	-	-	-	-	-
12/16/1998	CHECK	200	200	-	-	-	63,196	-	-	-	-	-	-	-
12/16/1998	CHECK	5	5	-	-	-	63,201	-	-	-	-	-	-	-
12/16/1998	CHECK	15	15	-	-	-	63,216	-	-	-	-	-	-	-
12/16/1998	CHECK	21	21	-	-	-	63,237	-	-	-	-	-	-	-
12/16/1998	CHECK	108	108	-	-	-	63,345	-	-	-	-	-	-	-
1/8/1999	CHECK	200	200	-	-	-	63,545	-	-	-	-	-	-	-
1/8/1999	CHECK	24	24	-	-	-	63,569	-	-	-	-	-	-	-
1/19/1999	CHECK	200	200	-	-	-	63,769	-	-	-	-	-	-	-
1/19/1999	CHECK	48	48	-	-	-	63,817	-	-	-	-	-	-	-
1/21/1999	CHECK	200	200	-	-	-	64,017	-	-	-	-	-	-	-
1/26/1999	CHECK	0	0	-	-	-	64,017	-	-	-	-	-	-	-
1/26/1999	CHECK	41	41	-	-	-	64,058	-	-	-	-	-	-	-
1/26/1999	CHECK	42	42	-	-	-	64,100	-	-	-	-	-	-	-
2/9/1999	CHECK	200	200	-	-	-	64,300	-	-	-	-	-	-	-
2/12/1999	CHECK	7	7	-	-	-	64,307	-	-	-	-	-	-	-
2/16/1999	CHECK	200	200	-	-	-	64,507	-	-	-	-	-	-	-
3/11/1999	CHECK	5	5	-	-	-	64,512	-	-	-	-	-	-	-
3/12/1999	CHECK	200	200	-	-	-	64,712	-	-	-	-	-	-	-
3/12/1999	CHECK	21	21	-	-	-	64,733	-	-	-	-	-	-	-
3/12/1999	CHECK	108	108	-	-	-	64,841	-	-	-	-	-	-	-
3/12/1999	CHECK	15	15	-	-	-	64,856	-	-	-	-	-	-	-
3/16/1999	CHECK	0	0	-	-	-	64,857	-	-	-	-	-	-	-
3/17/1999	CHECK	37	37	-	-	-	64,894	-	-	-	-	-	-	-
4/6/1999	CHECK	24	24	-	-	-	64,918	-	-	-	-	-	-	-
4/9/1999	CHECK	(34,000)	-	(34,000)	-	-	30,918	-	-	-	-	-	(34,000)	-
4/12/1999	CHECK	200	200	-	-	-	31,118	-	-	-	-	-	-	-
4/19/1999	CHECK	41	41	-	-	-	31,159	-	-	-	-	-	-	-
4/23/1999	CHECK	200	200	-	-	-	31,359	-	-	-	-	-	-	-
4/26/1999	CHECK	298	298	-	-	-	31,657	-	-	-	-	-	-	-
5/18/1999	CHECK	200	200	-	-	-	31,857	-	-	-	-	-	-	-
6/3/1999	CHECK	200	200	-	-	-	32,057	-	-	-	-	-	-	-
6/11/1999	CHECK	53	53	-	-	-	32,110	-	-	-	-	-	-	-
6/11/1999	CHECK	5	5	-	-	-	32,115	-	-	-	-	-	-	-
6/15/1999	CHECK	18	18	-	-	-	32,133	-	-	-	-	-	-	-
6/15/1999	CHECK	108	108	-	-	-	32,241	-	-	-	-	-	-	-
6/15/1999	CHECK	21	21	-	-	-	32,262	-	-	-	-	-	-	-
6/15/1999	CHECK	15	15	-	-	-	32,277	-	-	-	-	-	-	-
7/6/1999	CHECK	24	24	-	-	-	32,301	-	-	-	-	-	-	-
7/19/1999	CHECK	41	41	-	-	-	32,342	-	-	-	-	-	-	-
7/26/1999	CHECK	1	1	-	-	-	32,343	-	-	-	-	-	-	-
9/13/1999	CHECK	15	15	-	-	-	32,358	-	-	-	-	-	-	-
9/13/1999	CHECK	108	108	-	-	-	32,467	-	-	-	-	-	-	-
9/13/1999	CHECK	21	21	-	-	-	32,488	-	-	-	-	-	-	-
9/13/1999	CHECK	0	0	-	-	-	32,488	-	-	-	-	-	-	-
9/15/1999	CHECK	5	5	-	-	-	32,493	-	-	-	-	-	-	-
10/12/1999	CHECK	24	24	-	-	-	32,517	-	-	-	-	-	-	-
11/1/1999	CHECK	7	7	-	-	-	32,524	-	-	-	-	-	-	-
11/1/1999	CHECK	41	41	-	-	-	32,565	-	-	-	-	-	-	-
11/8/1999	CHECK	1	1	-	-	-	32,566	-	-	-	-	-	-	-
12/2/1999	CHECK	2,491	2,491	-	-	-	35,057	-	-	-	-	-	-	-
12/3/1999	CHECK	0	0	-	-	-	35,058	-	-	-	-	-	-	-
12/14/1999	CHECK	5	5	-	-	-	35,063	-	-	-	-	-	-	-
12/27/1999	CHECK	21	21	-	-	-	35,084	-	-	-	-	-	-	-
12/27/1999	CHECK	116	116	-	-	-	35,200	-	-	-	-	-	-	-
12/27/1999	CHECK	15	15	-	-	-	35,215	-	-	-	-	-	-	-
1/6/2000	CHECK	24	24	-	-	-	35,239	-	-	-	-	-	-	-
1/10/2000	CHECK	200	200	-	-	-	35,439	-	-	-	-	-	-	-
1/19/2000	CHECK	1	1	-	-	-	35,440	-	-	-	-	-	-	-
2/1/2000	CHECK	7	7	-	-	-	35,447	-	-	-	-	-	-	-
2/9/2000	CHECK	46	46	-	-	-	35,493	-	-	-	-	-	-	-
3/2/2000	CHECK	0	0	-	-	-	35,493	-	-	-	-	-	-	-
3/13/2000	CHECK	5	5	-	-	-	35,498	-	-	-	-	-	-	-
3/13/2000	CHECK	116	116	-	-	-	35,614	-	-	-	-	-	-	-
3/13/2000	CHECK	15	15	-	-	-	35,629	-	-	-	-	-	-	-
3/21/2000	CHECK	21	21	-	-	-	35,650	-	-	-	-	-	-	-
3/29/2000	CHECK	10	10	-	-	-	35,660	-	-	-	-	-	-	-
4/10/2000	CHECK	24	24	-	-	-	35,685	-	-	-	-	-	-	-
4/17/2000	CHECK	(10,992)	-	(10,992)	-	-	24,693	-	-	-	-	-	(10,992)	-
4/17/2000	CHECK	(42,719)	-	(42,719)	-	-	(18,026)	-	-	-	-	-	(42,719)	-
4/19/2000	CHECK	10,992	10,992	-	-	-	(7,034)	-	-	-	-	-	-	-
4/19/2000	CHECK	42,719	42,719	-	-	-	35,685	-	-	-	-	-	-	-
4/27/2000	CHECK	200	200	-	-	-	35,885	-	-	-	-	-	-	-
4/27/2000	CHECK	46	46	-	-	-	35,930	-	-	-	-	-	-	-

BLMIS ACCOUNT NO. 1M0110 - SHANA MADOFF FBO TST PAUL KONIGSBERG TSTEE

Date	Transaction Description	Transaction Amount Reported in Customer Statement	Cash Deposits	Cash Withdrawals	Transfers of Principal In	Transfers of Principal Out	Balance of Principal	1-Year Preferential Transfers	2-Year Fraudulent Transfers - Principal	2-Year Fraudulent Transfers - Fictitious Profits	6-Year Fraudulent Transfers - Principal	6-Year Fraudulent Transfers - Fictitious Profits	Full History Fraudulent Transfers - Principal	Full History Fraudulent Transfers - Fictitious Profits
4/27/2000	CHECK	1	1	-	-	-	35,932	-	-	-	-	-	-	-
5/4/2000	CHECK	7	7	-	-	-	35,938	-	-	-	-	-	-	-
5/16/2000	CHECK	1,000	1,000	-	-	-	36,938	-	-	-	-	-	-	-
5/31/2000	CHECK	200	200	-	-	-	37,138	-	-	-	-	-	-	-
6/6/2000	CHECK	0	0	-	-	-	37,139	-	-	-	-	-	-	-
6/12/2000	CHECK	15	15	-	-	-	37,154	-	-	-	-	-	-	-
6/12/2000	CHECK	116	116	-	-	-	37,270	-	-	-	-	-	-	-
6/13/2000	CHECK	5	5	-	-	-	37,275	-	-	-	-	-	-	-
6/15/2000	CHECK	21	21	-	-	-	37,296	-	-	-	-	-	-	-
6/26/2000	CHECK	200	200	-	-	-	37,496	-	-	-	-	-	-	-
7/10/2000	CHECK	24	24	-	-	-	37,520	-	-	-	-	-	-	-
7/18/2000	CHECK	1,521	1,521	-	-	-	39,041	-	-	-	-	-	-	-
7/18/2000	CHECK	46	46	-	-	-	39,086	-	-	-	-	-	-	-
7/31/2000	CHECK	1	1	-	-	-	39,088	-	-	-	-	-	-	-
8/2/2000	CHECK	7	7	-	-	-	39,094	-	-	-	-	-	-	-
8/15/2000	CHECK	137	137	-	-	-	39,231	-	-	-	-	-	-	-
9/12/2000	CHECK	5	5	-	-	-	39,236	-	-	-	-	-	-	-
9/14/2000	CHECK	23	23	-	-	-	39,259	-	-	-	-	-	-	-
9/14/2000	CHECK	200	200	-	-	-	39,459	-	-	-	-	-	-	-
9/14/2000	CHECK	116	116	-	-	-	39,575	-	-	-	-	-	-	-
9/14/2000	CHECK	15	15	-	-	-	39,590	-	-	-	-	-	-	-
9/15/2000	CHECK	0	0	-	-	-	39,591	-	-	-	-	-	-	-
9/18/2000	CHECK	200	200	-	-	-	39,791	-	-	-	-	-	-	-
9/26/2000	CHECK	10	10	-	-	-	39,801	-	-	-	-	-	-	-
10/3/2000	CHECK	24	24	-	-	-	39,825	-	-	-	-	-	-	-
10/19/2000	CHECK	1	1	-	-	-	39,827	-	-	-	-	-	-	-
10/19/2000	CHECK	1,000	1,000	-	-	-	40,827	-	-	-	-	-	-	-
10/19/2000	CHECK	46	46	-	-	-	40,872	-	-	-	-	-	-	-
11/1/2000	CHECK	200	200	-	-	-	41,072	-	-	-	-	-	-	-
11/13/2000	CHECK	200	200	-	-	-	41,272	-	-	-	-	-	-	-
12/7/2000	CHECK	0	0	-	-	-	41,273	-	-	-	-	-	-	-
12/7/2000	CHECK	200	200	-	-	-	41,473	-	-	-	-	-	-	-
12/13/2000	CHECK	5	5	-	-	-	41,478	-	-	-	-	-	-	-
12/18/2000	CHECK	116	116	-	-	-	41,594	-	-	-	-	-	-	-
12/18/2000	CHECK	23	23	-	-	-	41,617	-	-	-	-	-	-	-
12/18/2000	CHECK	15	15	-	-	-	41,632	-	-	-	-	-	-	-
12/19/2000	CHECK	7	7	-	-	-	41,638	-	-	-	-	-	-	-
1/17/2001	CHECK	200	200	-	-	-	41,838	-	-	-	-	-	-	-
1/17/2001	CHECK	24	24	-	-	-	41,863	-	-	-	-	-	-	-
1/29/2001	CHECK	1	1	-	-	-	41,864	-	-	-	-	-	-	-
1/29/2001	CHECK	48	48	-	-	-	41,912	-	-	-	-	-	-	-
2/5/2001	CHECK	200	200	-	-	-	42,112	-	-	-	-	-	-	-
2/5/2001	CHECK	1	1	-	-	-	42,113	-	-	-	-	-	-	-
2/12/2001	CHECK	200	200	-	-	-	42,313	-	-	-	-	-	-	-
3/2/2001	CHECK	0	0	-	-	-	42,314	-	-	-	-	-	-	-
3/12/2001	CHECK	5	5	-	-	-	42,319	-	-	-	-	-	-	-
3/13/2001	CHECK	23	23	-	-	-	42,342	-	-	-	-	-	-	-
3/13/2001	CHECK	116	116	-	-	-	42,458	-	-	-	-	-	-	-
3/13/2001	CHECK	15	15	-	-	-	42,473	-	-	-	-	-	-	-
4/2/2001	CHECK	24	24	-	-	-	42,497	-	-	-	-	-	-	-
4/23/2001	CHECK	200	200	-	-	-	42,697	-	-	-	-	-	-	-
4/23/2001	CHECK	1	1	-	-	-	42,698	-	-	-	-	-	-	-
4/23/2001	CHECK	48	48	-	-	-	42,746	-	-	-	-	-	-	-
5/2/2001	CHECK	1	1	-	-	-	42,747	-	-	-	-	-	-	-
6/6/2001	CHECK	200	200	-	-	-	42,947	-	-	-	-	-	-	-
6/6/2001	CHECK	800	800	-	-	-	43,747	-	-	-	-	-	-	-
6/11/2001	CHECK	23	23	-	-	-	43,770	-	-	-	-	-	-	-
6/11/2001	CHECK	15	15	-	-	-	43,785	-	-	-	-	-	-	-
6/14/2001	CHECK	2	2	-	-	-	43,787	-	-	-	-	-	-	-
6/18/2001	CHECK	116	116	-	-	-	43,904	-	-	-	-	-	-	-
6/19/2001	CHECK WIRE	(65,000)	-	(65,000)	-	-	(21,096)	-	-	-	-	-	(65,000)	-
6/26/2001	CHECK	1,000	1,000	-	-	-	(20,096)	-	-	-	-	-	-	-
7/3/2001	CHECK	2,250	2,250	-	-	-	(17,846)	-	-	-	-	-	-	-
7/10/2001	CHECK	24	24	-	-	-	(17,822)	-	-	-	-	-	-	-
7/16/2001	CHECK	5	5	-	-	-	(17,817)	-	-	-	-	-	-	-
7/23/2001	CHECK	48	48	-	-	-	(17,769)	-	-	-	-	-	-	-
7/23/2001	CHECK	200	200	-	-	-	(17,569)	-	-	-	-	-	-	-
7/31/2001	CHECK	1,000	1,000	-	-	-	(16,569)	-	-	-	-	-	-	-
8/6/2001	CHECK	30,000	30,000	-	-	-	13,431	-	-	-	-	-	-	-
8/7/2001	CHECK	11	11	-	-	-	13,442	-	-	-	-	-	-	-
8/10/2001	CHECK	1	1	-	-	-	13,443	-	-	-	-	-	-	-
8/13/2001	CHECK	1	1	-	-	-	13,444	-	-	-	-	-	-	-
8/29/2001	CHECK	1,000	1,000	-	-	-	14,444	-	-	-	-	-	-	-
9/17/2001	CHECK	23	23	-	-	-	14,467	-	-	-	-	-	-	-
9/17/2001	CHECK	15	15	-	-	-	14,482	-	-	-	-	-	-	-
9/17/2001	CHECK	121	121	-	-	-	14,604	-	-	-	-	-	-	-
9/19/2001	CHECK	2	2	-	-	-	14,606	-	-	-	-	-	-	-
9/19/2001	CHECK	35	35	-	-	-	14,640	-	-	-	-	-	-	-
10/9/2001	CHECK	24	24	-	-	-	14,665	-	-	-	-	-	-	-
10/24/2001	CHECK	1	1	-	-	-	14,666	-	-	-	-	-	-	-
10/24/2001	CHECK	200	200	-	-	-	14,866	-	-	-	-	-	-	-
10/24/2001	CHECK	48	48	-	-	-	14,914	-	-	-	-	-	-	-

BLMIS ACCOUNT NO. 1M0110 - SHANA MADOFF FBO TST PAUL KONIGSBERG TSTEE

Date	Transaction Description	Transaction Amount Reported in Customer Statement	Cash Deposits	Cash Withdrawals	Transfers of Principal In	Transfers of Principal Out	Balance of Principal	1-Year Preferential Transfers	2-Year Fraudulent Transfers - Principal	2-Year Fraudulent Transfers - Fictitious Profits	6-Year Fraudulent Transfers - Principal	6-Year Fraudulent Transfers - Fictitious Profits	Full History Fraudulent Transfers - Principal	Full History Fraudulent Transfers - Fictitious Profits
10/29/2001	CHECK	1,000	1,000	-	-	-	15,914	-	-	-	-	-	-	-
11/14/2001	CHECK	477	477	-	-	-	16,390	-	-	-	-	-	-	-
11/20/2001	CHECK	3,000	3,000	-	-	-	19,390	-	-	-	-	-	-	-
12/4/2001	CHECK	4	4	-	-	-	19,394	-	-	-	-	-	-	-
12/4/2001	CHECK	447	447	-	-	-	19,841	-	-	-	-	-	-	-
12/13/2001	CHECK	121	121	-	-	-	19,963	-	-	-	-	-	-	-
12/13/2001	CHECK	15	15	-	-	-	19,978	-	-	-	-	-	-	-
12/13/2001	CHECK	23	23	-	-	-	20,001	-	-	-	-	-	-	-
12/19/2001	CHECK	1	1	-	-	-	20,002	-	-	-	-	-	-	-
12/27/2001	CHECK	2	2	-	-	-	20,004	-	-	-	-	-	-	-
12/27/2001	CHECK	1,000	1,000	-	-	-	21,004	-	-	-	-	-	-	-
1/4/2002	CHECK	1,875	1,875	-	-	-	22,879	-	-	-	-	-	-	-
1/7/2002	CHECK	500	500	-	-	-	23,379	-	-	-	-	-	-	-
1/7/2002	CHECK	25	25	-	-	-	23,404	-	-	-	-	-	-	-
1/7/2002	CHECK	200	200	-	-	-	23,604	-	-	-	-	-	-	-
1/14/2002	CHECK	200	200	-	-	-	23,804	-	-	-	-	-	-	-
1/18/2002	CHECK	20	20	-	-	-	23,824	-	-	-	-	-	-	-
1/30/2002	CHECK	50	50	-	-	-	23,874	-	-	-	-	-	-	-
2/5/2002	CHECK	1	1	-	-	-	23,875	-	-	-	-	-	-	-
2/11/2002	CHECK	500	500	-	-	-	24,375	-	-	-	-	-	-	-
3/4/2002	CHECK	200	200	-	-	-	24,575	-	-	-	-	-	-	-
3/12/2002	CHECK	500	500	-	-	-	25,075	-	-	-	-	-	-	-
3/20/2002	CHECK	23	23	-	-	-	25,098	-	-	-	-	-	-	-
3/20/2002	CHECK	15	15	-	-	-	25,113	-	-	-	-	-	-	-
3/20/2002	CHECK	121	121	-	-	-	25,235	-	-	-	-	-	-	-
3/26/2002	CHECK	20	20	-	-	-	25,255	-	-	-	-	-	-	-
3/26/2002	CHECK	1	1	-	-	-	25,256	-	-	-	-	-	-	-
4/5/2002	CHECK	(15,000)	-	(15,000)	-	-	10,256	-	-	-	-	-	(15,000)	-
4/23/2002	CHECK	50	50	-	-	-	10,307	-	-	-	-	-	-	-
4/25/2002	CHECK	400	400	-	-	-	10,707	-	-	-	-	-	-	-
4/25/2002	CHECK	500	500	-	-	-	11,207	-	-	-	-	-	-	-
4/25/2002	CHECK	1	1	-	-	-	11,208	-	-	-	-	-	-	-
4/29/2002	CHECK	1,000	1,000	-	-	-	12,208	-	-	-	-	-	-	-
5/2/2002	CHECK	1	1	-	-	-	12,209	-	-	-	-	-	-	-
5/7/2002	CHECK	2,700	2,700	-	-	-	14,909	-	-	-	-	-	-	-
5/8/2002	CHECK	50	50	-	-	-	14,959	-	-	-	-	-	-	-
6/12/2002	CHECK	121	121	-	-	-	15,080	-	-	-	-	-	-	-
6/12/2002	CHECK	23	23	-	-	-	15,103	-	-	-	-	-	-	-
6/12/2002	CHECK	15	15	-	-	-	15,118	-	-	-	-	-	-	-
6/18/2002	CHECK	85,000	85,000	-	-	-	100,118	-	-	-	-	-	-	-
7/1/2002	CHECK	2	2	-	-	-	100,120	-	-	-	-	-	-	-
7/22/2002	CHECK	50	50	-	-	-	100,171	-	-	-	-	-	-	-
7/22/2002	CHECK	50	50	-	-	-	100,220	-	-	-	-	-	-	-
7/24/2002	CHECK	2,000	2,000	-	-	-	102,220	-	-	-	-	-	-	-
8/6/2002	CHECK	1	1	-	-	-	102,221	-	-	-	-	-	-	-
8/6/2002	CHECK	2,700	2,700	-	-	-	104,921	-	-	-	-	-	-	-
8/13/2002	CHECK	20	20	-	-	-	104,941	-	-	-	-	-	-	-
8/16/2002	CHECK	55	55	-	-	-	104,997	-	-	-	-	-	-	-
8/26/2002	CHECK	2,000	2,000	-	-	-	106,997	-	-	-	-	-	-	-
9/4/2002	CHECK	1,000	1,000	-	-	-	107,997	-	-	-	-	-	-	-
9/4/2002	CHECK	(15,000)	-	(15,000)	-	-	92,997	-	-	-	-	-	(15,000)	-
9/5/2002	CHECK	2,700	2,700	-	-	-	95,697	-	-	-	-	-	-	-
9/17/2002	CHECK	23	23	-	-	-	95,720	-	-	-	-	-	-	-
9/17/2002	CHECK	121	121	-	-	-	95,841	-	-	-	-	-	-	-
9/17/2002	CHECK	15	15	-	-	-	95,856	-	-	-	-	-	-	-
9/19/2002	CHECK	1	1	-	-	-	95,857	-	-	-	-	-	-	-
9/27/2002	CHECK	1,000	1,000	-	-	-	96,857	-	-	-	-	-	-	-
10/18/2002	CHECK	50	50	-	-	-	96,908	-	-	-	-	-	-	-
10/18/2002	CHECK	1	1	-	-	-	96,909	-	-	-	-	-	-	-
11/18/2002	CHECK	500	500	-	-	-	97,409	-	-	-	-	-	-	-
11/27/2002	CHECK	(10,000)	-	(10,000)	-	-	87,409	-	-	-	-	-	(10,000)	-
12/2/2002	CHECK	3,000	3,000	-	-	-	90,409	-	-	-	-	-	-	-
12/11/2002	CHECK	121	121	-	-	-	90,531	-	-	-	-	-	-	-
12/11/2002	CHECK	15	15	-	-	-	90,546	-	-	-	-	-	-	-
12/19/2002	CHECK	50	50	-	-	-	90,595	-	-	-	-	-	-	-
12/19/2002	CHECK	23	23	-	-	-	90,618	-	-	-	-	-	-	-
1/3/2003	CHECK	38	38	-	-	-	90,657	-	-	-	-	-	-	-
1/6/2003	CHECK	2,700	2,700	-	-	-	93,357	-	-	-	-	-	-	-
1/14/2003	CHECK	(10,000)	-	(10,000)	-	-	83,357	-	-	-	(10,000)	-	(10,000)	-
1/21/2003	CHECK	1	1	-	-	-	83,358	-	-	-	-	-	-	-
1/27/2003	CHECK	53	53	-	-	-	83,411	-	-	-	-	-	-	-
2/24/2003	CHECK	(10,000)	-	(10,000)	-	-	73,411	-	-	-	(10,000)	-	(10,000)	-
3/17/2003	CHECK	121	121	-	-	-	73,532	-	-	-	-	-	-	-
3/17/2003	CHECK	15	15	-	-	-	73,547	-	-	-	-	-	-	-
3/17/2003	CHECK	1	1	-	-	-	73,548	-	-	-	-	-	-	-
3/17/2003	CHECK	23	23	-	-	-	73,571	-	-	-	-	-	-	-
4/7/2003	CHECK	86	86	-	-	-	73,658	-	-	-	-	-	-	-
4/28/2003	CHECK	53	53	-	-	-	73,710	-	-	-	-	-	-	-
5/6/2003	CHECK	1	1	-	-	-	73,712	-	-	-	-	-	-	-
6/4/2003	CHECK	30,000	30,000	-	-	-	103,712	-	-	-	-	-	-	-
6/11/2003	CHECK	132	132	-	-	-	103,844	-	-	-	-	-	-	-
6/11/2003	CHECK	15	15	-	-	-	103,859	-	-	-	-	-	-	-

BLMIS ACCOUNT NO. 1M0110 - SHANA MADOFF FBO TST PAUL KONIGSBERG TSTEE

Date	Transaction Description	Transaction Amount Reported in Customer Statement	Cash Deposits	Cash Withdrawals	Transfers of Principal In	Transfers of Principal Out	Balance of Principal	1-Year Preferential Transfers	2-Year Fraudulent Transfers - Principal	2-Year Fraudulent Transfers - Fictitious Profits	6-Year Fraudulent Transfers - Principal	6-Year Fraudulent Transfers - Fictitious Profits	Full History Fraudulent Transfers - Principal	Full History Fraudulent Transfers - Fictitious Profits
6/16/2003	CHECK	23	23	-	-	-	103,882	-	-	-	-	-	-	-
6/26/2003	CHECK	10,000	10,000	-	-	-	113,882	-	-	-	-	-	-	-
7/7/2003	CHECK	900	900	-	-	-	114,782	-	-	-	-	-	-	-
7/18/2003	CHECK	200	200	-	-	-	114,982	-	-	-	-	-	-	-
7/18/2003	CHECK	65	65	-	-	-	115,046	-	-	-	-	-	-	-
7/21/2003	CHECK	50	50	-	-	-	115,096	-	-	-	-	-	-	-
7/28/2003	CHECK	58	58	-	-	-	115,153	-	-	-	-	-	-	-
8/4/2003	CHECK	1	1	-	-	-	115,155	-	-	-	-	-	-	-
8/5/2003	CHECK	900	900	-	-	-	116,055	-	-	-	-	-	-	-
9/15/2003	CHECK	25	25	-	-	-	116,080	-	-	-	-	-	-	-
9/15/2003	CHECK	1	1	-	-	-	116,081	-	-	-	-	-	-	-
9/15/2003	CHECK	1	1	-	-	-	116,082	-	-	-	-	-	-	-
9/15/2003	CHECK	132	132	-	-	-	116,214	-	-	-	-	-	-	-
9/15/2003	CHECK	15	15	-	-	-	116,229	-	-	-	-	-	-	-
10/20/2003	CHECK	1	1	-	-	-	116,231	-	-	-	-	-	-	-
10/28/2003	CHECK	58	58	-	-	-	116,288	-	-	-	-	-	-	-
11/5/2003	CHECK	1	1	-	-	-	116,290	-	-	-	-	-	-	-
11/24/2003	CHECK	(15,000)	-	(15,000)	-	-	101,290	-	-	-	(15,000)	-	(15,000)	-
12/15/2003	CHECK	15	15	-	-	-	101,305	-	-	-	-	-	-	-
12/15/2003	CHECK	25	25	-	-	-	101,330	-	-	-	-	-	-	-
12/15/2003	CHECK	132	132	-	-	-	101,462	-	-	-	-	-	-	-
12/15/2003	CHECK	14	14	-	-	-	101,476	-	-	-	-	-	-	-
1/26/2004	CHECK	(15,000)	-	(15,000)	-	-	86,476	-	-	-	(15,000)	-	(15,000)	-
2/3/2004	CHECK	67	67	-	-	-	86,543	-	-	-	-	-	-	-
2/3/2004	CHECK	1	1	-	-	-	86,544	-	-	-	-	-	-	-
2/9/2004	CHECK	900	900	-	-	-	87,444	-	-	-	-	-	-	-
2/9/2004	CHECK	7	7	-	-	-	87,451	-	-	-	-	-	-	-
2/9/2004	CHECK	600	600	-	-	-	88,051	-	-	-	-	-	-	-
2/9/2004	CHECK	2,000	2,000	-	-	-	90,051	-	-	-	-	-	-	-
2/9/2004	CHECK	1,250	1,250	-	-	-	91,301	-	-	-	-	-	-	-
3/15/2004	CHECK	15	15	-	-	-	91,316	-	-	-	-	-	-	-
3/15/2004	CHECK	25	25	-	-	-	91,341	-	-	-	-	-	-	-
3/15/2004	CHECK	132	132	-	-	-	91,473	-	-	-	-	-	-	-
4/26/2004	CHECK	1	1	-	-	-	91,475	-	-	-	-	-	-	-
4/26/2004	CHECK	67	67	-	-	-	91,542	-	-	-	-	-	-	-
4/30/2004	CHECK	5,000	5,000	-	-	-	96,542	-	-	-	-	-	-	-
6/14/2004	CHECK	15	15	-	-	-	96,557	-	-	-	-	-	-	-
6/14/2004	CHECK	143	143	-	-	-	96,700	-	-	-	-	-	-	-
6/14/2004	CHECK	25	25	-	-	-	96,725	-	-	-	-	-	-	-
6/17/2004	CHECK	(19,000)	-	(19,000)	-	-	77,725	-	-	-	(19,000)	-	(19,000)	-
7/7/2004	CHECK	900	900	-	-	-	78,625	-	-	-	-	-	-	-
7/20/2004	CHECK	14	14	-	-	-	78,638	-	-	-	-	-	-	-
7/26/2004	CHECK	67	67	-	-	-	78,705	-	-	-	-	-	-	-
7/27/2004	CHECK	1,000	1,000	-	-	-	79,705	-	-	-	-	-	-	-
9/2/2004	CHECK	(80,000)	-	(80,000)	-	-	(295)	-	-	-	-	-	-	-
9/3/2004	STOP PAYMENT	80,000	-	80,000	-	-	79,705	-	-	-	-	-	-	-
9/3/2004	CHECK	(80,000)	-	(80,000)	-	-	(295)	-	-	-	(80,000)	-	(80,000)	-
9/13/2004	CHECK	15	15	-	-	-	(280)	-	-	-	-	-	-	-
9/13/2004	CHECK	1	1	-	-	-	(278)	-	-	-	-	-	-	-
9/13/2004	CHECK	143	143	-	-	-	(136)	-	-	-	-	-	-	-
9/13/2004	CHECK	80,000	80,000	-	-	-	79,864	-	-	-	-	-	-	-
9/24/2004	CHECK	25	25	-	-	-	79,889	-	-	-	-	-	-	-
10/6/2004	CHECK	(40,000)	-	(40,000)	-	-	39,889	-	-	-	(40,000)	-	(40,000)	-
10/15/2004	CHECK	900	900	-	-	-	40,789	-	-	-	-	-	-	-
10/26/2004	CHECK	2,500	2,500	-	-	-	43,289	-	-	-	-	-	-	-
10/29/2004	CHECK	67	67	-	-	-	43,357	-	-	-	-	-	-	-
11/4/2004	CHECK	(30,000)	-	(30,000)	-	-	13,357	-	-	-	(30,000)	-	(30,000)	-
11/12/2004	CHECK	135	135	-	-	-	13,492	-	-	-	-	-	-	-
11/17/2004	CHECK	(20,000)	-	(20,000)	-	-	(6,508)	-	-	-	(20,000)	-	(20,000)	-
12/10/2004	CHECK	(20,000)	-	(20,000)	-	-	(26,508)	-	-	-	(20,000)	-	(20,000)	-
12/13/2004	CHECK	143	143	-	-	-	(26,366)	-	-	-	-	-	-	-
12/13/2004	CHECK	15	15	-	-	-	(26,351)	-	-	-	-	-	-	-
12/17/2004	CHECK	28	28	-	-	-	(26,323)	-	-	-	-	-	-	-
12/17/2004	CHECK	14	14	-	-	-	(26,309)	-	-	-	-	-	-	-
12/23/2004	CHECK WIRE	(10,000)	-	(10,000)	-	-	(36,309)	-	-	-	(10,000)	-	(10,000)	-
1/6/2005	CHECK WIRE	(20,000)	-	(20,000)	-	-	(56,309)	-	-	-	(20,000)	-	(20,000)	-
1/21/2005	CHECK	1	1	-	-	-	(56,308)	-	-	-	-	-	-	-
1/26/2005	CHECK	77	77	-	-	-	(56,231)	-	-	-	-	-	-	-
2/4/2005	CHECK WIRE	(40,000)	-	(40,000)	-	-	(96,231)	-	-	-	(40,000)	-	(40,000)	-
2/11/2005	CHECK	200	200	-	-	-	(96,031)	-	-	-	-	-	-	-
3/14/2005	CHECK	15	15	-	-	-	(96,016)	-	-	-	-	-	-	-
3/14/2005	CHECK	143	143	-	-	-	(95,873)	-	-	-	-	-	-	-
3/14/2005	CHECK	28	28	-	-	-	(95,845)	-	-	-	-	-	-	-
3/28/2005	CHECK WIRE	500,000	500,000	-	-	-	404,155	-	-	-	-	-	-	-
4/6/2005	CHECK	(45,000)	-	(45,000)	-	-	359,155	-	-	-	(45,000)	-	(45,000)	-
4/13/2005	CHECK WIRE	(40,000)	-	(40,000)	-	-	319,155	-	-	-	(40,000)	-	(40,000)	-
4/19/2005	CHECK	1	1	-	-	-	319,156	-	-	-	-	-	-	-
4/19/2005	CHECK	77	77	-	-	-	319,233	-	-	-	-	-	-	-
4/29/2005	CHECK WIRE	(10,000)	-	(10,000)	-	-	309,233	-	-	-	(10,000)	-	(10,000)	-
5/23/2005	CHECK	159	159	-	-	-	309,392	-	-	-	-	-	-	-
6/13/2005	CHECK	15	15	-	-	-	309,407	-	-	-	-	-	-	-
6/13/2005	CHECK	153	153	-	-	-	309,560	-	-	-	-	-	-	-

BLMIS ACCOUNT NO. 1M0110 - SHANA MADOFF FBO TST PAUL KONIGSBERG TSTEE

Date	Transaction Description	Transaction Amount Reported in Customer Statement	Cash Deposits	Cash Withdrawals	Transfers of Principal In	Transfers of Principal Out	Balance of Principal	1-Year Preferential Transfers	2-Year Fraudulent Transfers - Principal	2-Year Fraudulent Transfers - Fictitious Profits	6-Year Fraudulent Transfers - Principal	6-Year Fraudulent Transfers - Fictitious Profits	Full History Fraudulent Transfers - Principal	Full History Fraudulent Transfers - Fictitious Profits
6/24/2005	CHECK	28	28	-	-	-	309,588	-	-	-	-	-	-	-
6/24/2005	CHECK	1	1	-	-	-	309,589	-	-	-	-	-	-	-
6/28/2005	CHECK	(60,368)	-	(60,368)	-	-	249,221	-	-	-	(60,368)	-	(60,368)	-
7/1/2005	CHECK	7	7	-	-	-	249,228	-	-	-	-	-	-	-
7/14/2005	CHECK	(15,000)	-	(15,000)	-	-	234,228	-	-	-	(15,000)	-	(15,000)	-
7/18/2005	CHECK	14	14	-	-	-	234,242	-	-	-	-	-	-	-
7/19/2005	CHECK	900	900	-	-	-	235,142	-	-	-	-	-	-	-
7/26/2005	CHECK	77	77	-	-	-	235,218	-	-	-	-	-	-	-
7/28/2005	CHECK	(24,281)	-	(24,281)	-	-	210,937	-	-	-	(24,281)	-	(24,281)	-
9/12/2005	CHECK	153	153	-	-	-	211,091	-	-	-	-	-	-	-
9/14/2005	CHECK	0	0	-	-	-	211,091	-	-	-	-	-	-	-
9/15/2005	CHECK	15	15	-	-	-	211,106	-	-	-	-	-	-	-
9/15/2005	CHECK	33	33	-	-	-	211,139	-	-	-	-	-	-	-
10/6/2005	CHECK	18	18	-	-	-	211,156	-	-	-	-	-	-	-
10/24/2005	CHECK	(10,000)	-	(10,000)	-	-	201,156	-	-	-	(10,000)	-	(10,000)	-
10/28/2005	CHECK	77	77	-	-	-	201,233	-	-	-	-	-	-	-
12/2/2005	CHECK	(20,000)	-	(20,000)	-	-	181,233	-	-	-	(20,000)	-	(20,000)	-
12/12/2005	CHECK	153	153	-	-	-	181,386	-	-	-	-	-	-	-
12/12/2005	CHECK	200	200	-	-	-	181,586	-	-	-	-	-	-	-
12/12/2005	CHECK	15	15	-	-	-	181,601	-	-	-	-	-	-	-
12/19/2005	CHECK	2	2	-	-	-	181,603	-	-	-	-	-	-	-
12/19/2005	CHECK	33	33	-	-	-	181,636	-	-	-	-	-	-	-
12/23/2005	CHECK	14	14	-	-	-	181,650	-	-	-	-	-	-	-
1/5/2006	CHECK	(10,000)	-	(10,000)	-	-	171,650	-	-	-	(10,000)	-	(10,000)	-
1/27/2006	CHECK	1	1	-	-	-	171,652	-	-	-	-	-	-	-
1/27/2006	CHECK	86	86	-	-	-	171,738	-	-	-	-	-	-	-
2/6/2006	CHECK	(10,000)	-	(10,000)	-	-	161,738	-	-	-	(10,000)	-	(10,000)	-
2/17/2006	CHECK	(10,000)	-	(10,000)	-	-	151,738	-	-	-	(10,000)	-	(10,000)	-
3/2/2006	CHECK	(10,000)	-	(10,000)	-	-	141,738	-	-	-	(10,000)	-	(10,000)	-
3/14/2006	CHECK	2	2	-	-	-	141,740	-	-	-	-	-	-	-
3/17/2006	CHECK	8	8	-	-	-	141,747	-	-	-	-	-	-	-
3/17/2006	CHECK	33	33	-	-	-	141,780	-	-	-	-	-	-	-
3/17/2006	CHECK	169	169	-	-	-	141,949	-	-	-	-	-	-	-
4/24/2006	CHECK	86	86	-	-	-	142,036	-	-	-	-	-	-	-
5/2/2006	CHECK	(10,000)	-	(10,000)	-	-	132,036	-	-	-	(10,000)	-	(10,000)	-
5/16/2006	CHECK	(10,000)	-	(10,000)	-	-	122,036	-	-	-	(10,000)	-	(10,000)	-
6/5/2006	CHECK	(15,000)	-	(15,000)	-	-	107,036	-	-	-	(15,000)	-	(15,000)	-
6/16/2006	CHECK	(10,000)	-	(10,000)	-	-	97,036	-	-	-	(10,000)	-	(10,000)	-
6/19/2006	CHECK	40	40	-	-	-	97,076	-	-	-	-	-	-	-
6/19/2006	CHECK	8	8	-	-	-	97,083	-	-	-	-	-	-	-
6/19/2006	CHECK	169	169	-	-	-	97,252	-	-	-	-	-	-	-
6/28/2006	CHECK	(5,000)	-	(5,000)	-	-	92,252	-	-	-	(5,000)	-	(5,000)	-
7/18/2006	CHECK	15,000	15,000	-	-	-	107,252	-	-	-	-	-	-	-
8/1/2006	CHECK	86	86	-	-	-	107,339	-	-	-	-	-	-	-
8/2/2006	CHECK	3	3	-	-	-	107,342	-	-	-	-	-	-	-
8/2/2006	CHECK	14	14	-	-	-	107,355	-	-	-	-	-	-	-
8/14/2006	CHECK	5,000	5,000	-	-	-	112,355	-	-	-	-	-	-	-
9/12/2006	CHECK	8	8	-	-	-	112,363	-	-	-	-	-	-	-
9/13/2006	CHECK	169	169	-	-	-	112,532	-	-	-	-	-	-	-
9/18/2006	CHECK	40	40	-	-	-	112,572	-	-	-	-	-	-	-
9/18/2006	CHECK	3	3	-	-	-	112,575	-	-	-	-	-	-	-
10/5/2006	CHECK	(20,000)	-	(20,000)	-	-	92,575	-	-	-	(20,000)	-	(20,000)	-
10/25/2006	CHECK	86	86	-	-	-	92,661	-	-	-	-	-	-	-
11/7/2006	CHECK	0	0	-	-	-	92,662	-	-	-	-	-	-	-
11/27/2006	CHECK	3,000	3,000	-	-	-	95,662	-	-	-	-	-	-	-
11/27/2006	CHECK	1,262	1,262	-	-	-	96,924	-	-	-	-	-	-	-
12/11/2006	CHECK	8	8	-	-	-	96,931	-	-	-	-	-	-	-
12/11/2006	CHECK	169	169	-	-	-	97,100	-	-	-	-	-	-	-
12/18/2006	CHECK	14	14	-	-	-	97,114	-	-	-	-	-	-	-
12/18/2006	CHECK	40	40	-	-	-	97,154	-	-	-	-	-	-	-
12/26/2006	CHECK	(15,000)	-	(15,000)	-	-	82,154	-	(15,000)	-	(15,000)	-	(15,000)	-
1/19/2007	CHECK	900	900	-	-	-	83,054	-	-	-	-	-	-	-
1/29/2007	CHECK	96	96	-	-	-	83,150	-	-	-	-	-	-	-
1/30/2007	CHECK	(20,000)	-	(20,000)	-	-	63,150	-	(20,000)	-	(20,000)	-	(20,000)	-
2/6/2007	CHECK	4	4	-	-	-	63,154	-	-	-	-	-	-	-
3/14/2007	CHECK	40	40	-	-	-	63,194	-	-	-	-	-	-	-
3/14/2007	CHECK	169	169	-	-	-	63,363	-	-	-	-	-	-	-
3/15/2007	CHECK	4	4	-	-	-	63,367	-	-	-	-	-	-	-
3/19/2007	CHECK	8	8	-	-	-	63,374	-	-	-	-	-	-	-
4/3/2007	CHECK	50,000	50,000	-	-	-	113,374	-	-	-	-	-	-	-
4/10/2007	CHECK	69	69	-	-	-	113,443	-	-	-	-	-	-	-
4/30/2007	CHECK	96	96	-	-	-	113,539	-	-	-	-	-	-	-
6/6/2007	CHECK	(40,000)	-	(40,000)	-	-	73,539	-	-	-	-	-	-	-
6/7/2007	STOP PAYMENT	40,000	-	40,000	-	-	113,539	-	-	-	-	-	-	-
6/8/2007	CHECK	(40,000)	-	(40,000)	-	-	73,539	-	(40,000)	-	(40,000)	-	(40,000)	-
6/18/2007	CHECK	48	48	-	-	-	73,587	-	-	-	-	-	-	-
6/18/2007	CHECK	8	8	-	-	-	73,594	-	-	-	-	-	-	-
6/18/2007	CHECK	4	4	-	-	-	73,598	-	-	-	-	-	-	-
6/18/2007	CHECK	185	185	-	-	-	73,783	-	-	-	-	-	-	-
7/16/2007	CHECK	14	14	-	-	-	73,797	-	-	-	-	-	-	-
7/31/2007	CHECK	(20,000)	-	(20,000)	-	-	53,797	-	(20,000)	-	(20,000)	-	(20,000)	-
8/6/2007	CHECK	96	96	-	-	-	53,893	-	-	-	-	-	-	-

BLMIS ACCOUNT NO. 1M0110 - SHANA MADOFF FBO TST PAUL KONIGSBERG TSTEE

<u>Date</u>	<u>Transaction Description</u>	<u>Transaction Amount Reported in Customer Statement</u>	<u>Cash Deposits</u>	<u>Cash Withdrawals</u>	<u>Transfers of Principal In</u>	<u>Transfers of Principal Out</u>	<u>Balance of Principal</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Fraudulent Transfers - Principal</u>	<u>2-Year Fraudulent Transfers - Fictitious Profits</u>	<u>6-Year Fraudulent Transfers - Principal</u>	<u>6-Year Fraudulent Transfers - Fictitious Profits</u>	<u>Full History Fraudulent Transfers - Principal</u>	<u>Full History Fraudulent Transfers - Fictitious Profits</u>
9/10/2007	CHECK	185	185	-	-	-	54,078	-	-	-	-	-	-	-
9/20/2007	CHECK	(40,000)	-	(40,000)	-	-	14,078	-	(40,000)	-	(40,000)	-	(40,000)	-
10/31/2007	CHECK	96	96	-	-	-	14,174	-	-	-	-	-	-	-
10/31/2007	CHECK	4	4	-	-	-	14,178	-	-	-	-	-	-	-
10/31/2007	CHECK	8	8	-	-	-	14,185	-	-	-	-	-	-	-
10/31/2007	CHECK	48	48	-	-	-	14,233	-	-	-	-	-	-	-
11/2/2007	CHECK	(10,000)	-	(10,000)	-	-	4,233	-	(10,000)	-	(10,000)	-	(10,000)	-
12/13/2007	CHECK	(40,000)	-	(40,000)	-	-	(35,767)	-	(40,000)	-	(40,000)	-	(40,000)	-
12/13/2007	CHECK	48	48	-	-	-	(35,719)	-	-	-	-	-	-	-
12/13/2007	CHECK	8	8	-	-	-	(35,711)	-	-	-	-	-	-	-
12/13/2007	CHECK	185	185	-	-	-	(35,526)	-	-	-	-	-	-	-
1/8/2008	CHECK	35	35	-	-	-	(35,491)	-	-	-	-	-	-	-
1/8/2008	CHECK	14	14	-	-	-	(35,478)	-	-	-	-	-	-	-
1/8/2008	CHECK	4	4	-	-	-	(35,474)	-	-	-	-	-	-	-
1/17/2008	CHECK	(20,000)	-	(20,000)	-	-	(55,474)	-	(15,745)	(4,255)	(15,745)	(4,255)	(15,745)	(4,255)
1/29/2008	CHECK	106	106	-	-	-	(55,368)	-	-	-	-	-	-	-
1/30/2008	CHECK	(5,000)	-	(5,000)	-	-	(60,368)	-	-	(5,000)	-	(5,000)	-	(5,000)
2/19/2008	CHECK	50,000	50,000	-	-	-	(10,368)	-	-	-	-	-	-	-
3/17/2008	CHECK	8	8	-	-	-	(10,361)	-	-	-	-	-	-	-
3/17/2008	CHECK	5	5	-	-	-	(10,356)	-	-	-	-	-	-	-
3/17/2008	CHECK	185	185	-	-	-	(10,171)	-	-	-	-	-	-	-
3/17/2008	CHECK	48	48	-	-	-	(10,123)	-	-	-	-	-	-	-
5/5/2008	CHECK	106	106	-	-	-	(10,017)	-	-	-	-	-	-	-
5/21/2008	CHECK	(50,000)	-	(50,000)	-	-	(60,017)	-	-	(50,000)	-	(50,000)	-	(50,000)
6/2/2008	CHECK	(100,000)	-	(100,000)	-	-	(160,017)	-	-	(100,000)	-	(100,000)	-	(100,000)
6/11/2008	CHECK	8	8	-	-	-	(160,010)	-	-	-	-	-	-	-
6/11/2008	CHECK	211	211	-	-	-	(159,798)	-	-	-	-	-	-	-
6/27/2008	CHECK	(100,000)	-	(100,000)	-	-	(259,798)	-	-	(100,000)	-	(100,000)	-	(100,000)
7/2/2008	CHECK	(100,000)	-	(100,000)	-	-	(359,798)	-	-	(100,000)	-	(100,000)	-	(100,000)
7/28/2008	CHECK	14	14	-	-	-	(359,785)	-	-	-	-	-	-	-
7/28/2008	CHECK	106	106	-	-	-	(359,679)	-	-	-	-	-	-	-
7/28/2008	CHECK	48	48	-	-	-	(359,631)	-	-	-	-	-	-	-
7/28/2008	CHECK	5	5	-	-	-	(359,626)	-	-	-	-	-	-	-
10/9/2008	CHECK	(25,000)	-	(25,000)	-	-	(384,626)	-	-	(25,000)	-	(25,000)	-	(25,000)
10/31/2008	CHECK	211	211	-	-	-	(384,415)	-	-	-	-	-	-	-
10/31/2008	CHECK	6	6	-	-	-	(384,409)	-	-	-	-	-	-	-
10/31/2008	CHECK	106	106	-	-	-	(384,303)	-	-	-	-	-	-	-
10/31/2008	CHECK	48	48	-	-	-	(384,255)	-	-	-	-	-	-	-
12/1/2008	CHECK	(15,000)	-	(15,000)	-	-	(399,255)	-	-	(15,000)	-	(15,000)	-	(15,000)
12/5/2008	CHECK	(75,000)	-	(75,000)	-	-	(474,255)	-	-	(75,000)	-	(75,000)	-	(75,000)
Total:			\$ 1,003,965	\$ (1,531,360)	\$ 53,140	\$ -	\$ (474,255)	\$ -	\$ (200,745)	\$ (474,255)	\$ (864,394)	\$ (474,255)	\$ (1,057,105)	\$ (474,255)

⁽¹⁾ Although BLMIS statements reflect that a larger transfer was made into the account on this date, a portion of the "transferred" funds consisted of fictitious profits which were never achieved and thus could not have been transferred. Accordingly, only the principal remaining in the originating account was transferred into this account on this date.

BLMIS ACCOUNT NO. 1S0375 - SHANA SKOLLER AND SCOTT SKOLLER JT WROS

<u>Date</u>	<u>Transaction Description</u>	<u>Transaction Amount Reported in Customer Statement</u>	<u>Cash Deposits</u>	<u>Cash Withdrawals</u>	<u>Transfers of Principal In</u>	<u>Transfers of Principal Out</u>	<u>Balance of Principal</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Fraudulent Transfers - Principal</u>	<u>2-Year Fraudulent Transfers - Fictitious Profits</u>	<u>6-Year Fraudulent Transfers - Principal</u>	<u>6-Year Fraudulent Transfers - Fictitious Profits</u>	<u>Full History Fraudulent Transfers - Principal</u>	<u>Full History Fraudulent Transfers - Fictitious Profits</u>
1/21/1998	CHECK	50,000	50,000	-	-	-	50,000	-	-	-	-	-	-	-
5/6/1999	CHECK	4,000	4,000	-	-	-	54,000	-	-	-	-	-	-	-
6/15/1999	CHECK	5,000	5,000	-	-	-	59,000	-	-	-	-	-	-	-
7/20/1999	CHECK	(10,000)	-	(10,000)	-	-	49,000	-	-	-	-	-	(10,000)	-
2/7/2000	CHECK	(15,000)	-	(15,000)	-	-	34,000	-	-	-	-	-	(15,000)	-
4/14/2000	CHECK	5,000	5,000	-	-	-	39,000	-	-	-	-	-	-	-
9/11/2000	CHECK	(15,000)	-	(15,000)	-	-	24,000	-	-	-	-	-	(15,000)	-
10/6/2000	CHECK	(50,901)	-	(50,901)	-	-	(26,901)	-	-	-	-	-	(24,000)	(26,901)
2/28/2001	CHECK	(1)	-	(1)	-	-	(26,902)	-	-	-	-	-	-	(1)
Total:			\$ 64,000	\$ (90,902)	\$ -	\$ -	\$ (26,902)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ (64,000)	\$ (26,902)

BLMIS ACCOUNT NO. IS0426 - THE R.D.S TRUST SHANA DIANE SKOLLER AND ROGER MADOFF TRUSTEES

<u>Date</u>	<u>Transaction Description</u>	<u>Transaction Amount Reported in Customer Statement</u>	<u>Cash Deposits</u>	<u>Cash Withdrawals</u>	<u>Transfers of Principal In</u>	<u>Transfers of Principal Out</u>	<u>Balance of Principal</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Fraudulent Transfers - Principal</u>	<u>2-Year Fraudulent Transfers - Fictitious Profits</u>	<u>6-Year Fraudulent Transfers - Principal</u>	<u>6-Year Fraudulent Transfers - Fictitious Profits</u>	<u>Full History Fraudulent Transfers - Principal</u>	<u>Full History Fraudulent Transfers - Fictitious Profits</u>
4/3/2000	CHECK	7,000	7,000	-	-	-	7,000	-	-	-	-	-	-	-
4/3/2000	CHECK	422	422	-	-	-	7,422	-	-	-	-	-	-	-
10/30/2002	CHECK	1,000	1,000	-	-	-	8,422	-	-	-	-	-	-	-
11/4/2002	CHECK	2,700	2,700	-	-	-	11,122	-	-	-	-	-	-	-
11/5/2002	CHECK	1,000	1,000	-	-	-	12,122	-	-	-	-	-	-	-
11/12/2002	CHECK	83	83	-	-	-	12,205	-	-	-	-	-	-	-
6/27/2003	CHECK	2,000	2,000	-	-	-	14,205	-	-	-	-	-	-	-
6/27/2003	CHECK	8,676	8,676	-	-	-	22,881	-	-	-	-	-	-	-
6/27/2003	CHECK	500	500	-	-	-	23,381	-	-	-	-	-	-	-
6/30/2003	CHECK	8,678	8,678	-	-	-	32,059	-	-	-	-	-	-	-
6/30/2003	CANCEL CHECK	(8,676)	(8,676)	-	-	-	23,383	-	-	-	-	-	-	-
7/21/2003	CHECK	3,000	3,000	-	-	-	26,383	-	-	-	-	-	-	-
9/5/2003	CHECK	900	900	-	-	-	27,283	-	-	-	-	-	-	-
9/23/2003	CHECK	3,218	3,218	-	-	-	30,501	-	-	-	-	-	-	-
1/20/2004	CHECK	1,500	1,500	-	-	-	32,001	-	-	-	-	-	-	-
2/25/2004	CHECK	6,000	6,000	-	-	-	38,001	-	-	-	-	-	-	-
3/22/2004	CHECK	2,000	2,000	-	-	-	40,001	-	-	-	-	-	-	-
4/2/2004	CHECK	900	900	-	-	-	40,901	-	-	-	-	-	-	-
5/5/2004	CHECK	900	900	-	-	-	41,801	-	-	-	-	-	-	-
5/17/2004	CHECK	200	200	-	-	-	42,001	-	-	-	-	-	-	-
5/25/2004	CHECK	92	92	-	-	-	42,092	-	-	-	-	-	-	-
5/25/2004	CHECK	3,000	3,000	-	-	-	45,092	-	-	-	-	-	-	-
6/3/2004	CHECK	900	900	-	-	-	45,992	-	-	-	-	-	-	-
6/15/2004	CHECK	500	500	-	-	-	46,492	-	-	-	-	-	-	-
6/22/2004	CHECK	3,000	3,000	-	-	-	49,492	-	-	-	-	-	-	-
6/29/2004	CHECK	398	398	-	-	-	49,891	-	-	-	-	-	-	-
6/29/2004	CHECK	1,000	1,000	-	-	-	50,891	-	-	-	-	-	-	-
8/23/2004	CHECK	1,950	1,950	-	-	-	52,841	-	-	-	-	-	-	-
11/10/2004	CHECK	2,500	2,500	-	-	-	55,341	-	-	-	-	-	-	-
11/16/2004	CHECK	900	900	-	-	-	56,241	-	-	-	-	-	-	-
11/23/2004	CHECK	5,000	5,000	-	-	-	61,241	-	-	-	-	-	-	-
12/3/2004	CHECK	200	200	-	-	-	61,441	-	-	-	-	-	-	-
12/17/2004	CHECK	900	900	-	-	-	62,341	-	-	-	-	-	-	-
12/28/2004	CHECK	2,500	2,500	-	-	-	64,841	-	-	-	-	-	-	-
1/18/2005	CHECK	200	200	-	-	-	65,041	-	-	-	-	-	-	-
1/18/2005	CHECK	900	900	-	-	-	65,941	-	-	-	-	-	-	-
2/7/2005	CHECK	1,000	1,000	-	-	-	66,941	-	-	-	-	-	-	-
2/9/2005	CHECK	3,000	3,000	-	-	-	69,941	-	-	-	-	-	-	-
2/16/2005	CHECK	900	900	-	-	-	70,841	-	-	-	-	-	-	-
3/1/2005	CHECK	500	500	-	-	-	71,341	-	-	-	-	-	-	-
3/1/2005	CHECK	6,000	6,000	-	-	-	77,341	-	-	-	-	-	-	-
3/7/2005	CHECK	200	200	-	-	-	77,541	-	-	-	-	-	-	-
3/22/2005	CHECK	2,000	2,000	-	-	-	79,541	-	-	-	-	-	-	-
3/22/2005	CHECK	50	50	-	-	-	79,591	-	-	-	-	-	-	-
3/24/2005	CHECK	900	900	-	-	-	80,491	-	-	-	-	-	-	-
4/7/2005	CHECK	55	55	-	-	-	80,546	-	-	-	-	-	-	-
4/19/2005	CHECK	2,000	2,000	-	-	-	82,546	-	-	-	-	-	-	-
4/19/2005	CHECK	900	900	-	-	-	83,446	-	-	-	-	-	-	-
4/19/2005	CHECK	1,500	1,500	-	-	-	84,946	-	-	-	-	-	-	-
5/12/2005	CHECK	200	200	-	-	-	85,146	-	-	-	-	-	-	-
5/18/2005	CHECK	900	900	-	-	-	86,046	-	-	-	-	-	-	-
8/5/2005	CHECK	100	100	-	-	-	86,146	-	-	-	-	-	-	-
9/12/2005	CHECK	200	200	-	-	-	86,346	-	-	-	-	-	-	-
10/11/2005	CHECK	343	343	-	-	-	86,689	-	-	-	-	-	-	-
10/14/2005	CHECK	200	200	-	-	-	86,889	-	-	-	-	-	-	-
10/26/2005	CHECK	500	500	-	-	-	87,389	-	-	-	-	-	-	-
11/14/2005	CHECK	200	200	-	-	-	87,589	-	-	-	-	-	-	-
11/16/2005	CHECK	900	900	-	-	-	88,489	-	-	-	-	-	-	-
12/16/2005	CHECK	900	900	-	-	-	89,389	-	-	-	-	-	-	-
1/9/2006	CHECK	1,500	1,500	-	-	-	90,889	-	-	-	-	-	-	-
1/17/2006	CHECK	200	200	-	-	-	91,089	-	-	-	-	-	-	-
1/17/2006	CHECK	429	429	-	-	-	91,518	-	-	-	-	-	-	-
1/20/2006	CHECK	86	86	-	-	-	91,604	-	-	-	-	-	-	-
2/3/2006	CHECK	4,000	4,000	-	-	-	95,604	-	-	-	-	-	-	-
2/13/2006	CHECK	200	200	-	-	-	95,804	-	-	-	-	-	-	-
2/23/2006	CHECK	900	900	-	-	-	96,704	-	-	-	-	-	-	-
3/7/2006	CHECK	200	200	-	-	-	96,904	-	-	-	-	-	-	-
3/16/2006	CHECK	900	900	-	-	-	97,804	-	-	-	-	-	-	-
4/10/2006	CHECK	429	429	-	-	-	98,233	-	-	-	-	-	-	-
4/21/2006	CHECK	900	900	-	-	-	99,133	-	-	-	-	-	-	-
5/8/2006	CHECK	200	200	-	-	-	99,333	-	-	-	-	-	-	-
5/16/2006	CHECK	900	900	-	-	-	100,233	-	-	-	-	-	-	-
5/23/2006	CHECK	4,000	4,000	-	-	-	104,233	-	-	-	-	-	-	-
6/5/2006	CHECK	229	229	-	-	-	104,462	-	-	-	-	-	-	-
6/5/2006	CHECK	200	200	-	-	-	104,662	-	-	-	-	-	-	-
6/13/2006	CHECK	500	500	-	-	-	105,162	-	-	-	-	-	-	-
6/23/2006	CHECK	1,000	1,000	-	-	-	106,162	-	-	-	-	-	-	-
6/27/2006	CHECK	1,000	1,000	-	-	-	107,162	-	-	-	-	-	-	-
6/27/2006	CHECK	50	50	-	-	-	107,212	-	-	-	-	-	-	-

BLMIS ACCOUNT NO. 1S0426 - THE R.D.S TRUST SHANA DIANE SKOLLER AND ROGER MADOFF TRUSTEES

<u>Date</u>	<u>Transaction Description</u>	<u>Transaction Amount Reported in Customer Statement</u>	<u>Cash Deposits</u>	<u>Cash Withdrawals</u>	<u>Transfers of Principal In</u>	<u>Transfers of Principal Out</u>	<u>Balance of Principal</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Fraudulent Transfers - Principal</u>	<u>2-Year Fraudulent Transfers - Fictitious Profits</u>	<u>6-Year Fraudulent Transfers - Principal</u>	<u>6-Year Fraudulent Transfers - Fictitious Profits</u>	<u>Full History Fraudulent Transfers - Principal</u>	<u>Full History Fraudulent Transfers - Fictitious Profits</u>
7/6/2006	CHECK	2,000	2,000	-	-	-	109,212	-	-	-	-	-	-	-
7/6/2006	CHECK	69	69	-	-	-	109,281	-	-	-	-	-	-	-
7/6/2006	CHECK	200	200	-	-	-	109,481	-	-	-	-	-	-	-
7/7/2006	CHECK	429	429	-	-	-	109,910	-	-	-	-	-	-	-
7/11/2006	CHECK	146	146	-	-	-	110,056	-	-	-	-	-	-	-
7/17/2006	CHECK	2,500	2,500	-	-	-	112,556	-	-	-	-	-	-	-
7/17/2006	CHECK	900	900	-	-	-	113,456	-	-	-	-	-	-	-
8/2/2006	CHECK	500	500	-	-	-	113,956	-	-	-	-	-	-	-
8/7/2006	CHECK	200	200	-	-	-	114,156	-	-	-	-	-	-	-
8/16/2006	CHECK	900	900	-	-	-	115,056	-	-	-	-	-	-	-
9/5/2006	CHECK	200	200	-	-	-	115,256	-	-	-	-	-	-	-
9/13/2006	CHECK	900	900	-	-	-	116,156	-	-	-	-	-	-	-
9/29/2006	CHECK	206	206	-	-	-	116,363	-	-	-	-	-	-	-
10/12/2006	CHECK	200	200	-	-	-	116,563	-	-	-	-	-	-	-
10/17/2006	CHECK	900	900	-	-	-	117,463	-	-	-	-	-	-	-
11/17/2006	CHECK	900	900	-	-	-	118,363	-	-	-	-	-	-	-
2/16/2007	CHECK	900	900	-	-	-	119,263	-	-	-	-	-	-	-
5/8/2007	CHECK	673	673	-	-	-	119,936	-	-	-	-	-	-	-
5/17/2007	CHECK	900	900	-	-	-	120,836	-	-	-	-	-	-	-
6/18/2007	CHECK	900	900	-	-	-	121,736	-	-	-	-	-	-	-
7/18/2007	CHECK	900	900	-	-	-	122,636	-	-	-	-	-	-	-
8/27/2007	CHECK	2,000	2,000	-	-	-	124,636	-	-	-	-	-	-	-
9/17/2007	CHECK	500	500	-	-	-	125,136	-	-	-	-	-	-	-
9/18/2007	CHECK	900	900	-	-	-	126,036	-	-	-	-	-	-	-
9/25/2007	CHECK	429	429	-	-	-	126,465	-	-	-	-	-	-	-
11/16/2007	CHECK	900	900	-	-	-	127,365	-	-	-	-	-	-	-
12/4/2007	CHECK	2,500	2,500	-	-	-	129,865	-	-	-	-	-	-	-
12/18/2007	CHECK	216	216	-	-	-	130,081	-	-	-	-	-	-	-
12/21/2007	CHECK	500	500	-	-	-	130,581	-	-	-	-	-	-	-
1/15/2008	CHECK	900	900	-	-	-	131,481	-	-	-	-	-	-	-
4/16/2008	CHECK	900	900	-	-	-	132,381	-	-	-	-	-	-	-
5/13/2008	CHECK	2,500	2,500	-	-	-	134,881	-	-	-	-	-	-	-
5/15/2008	CHECK	900	900	-	-	-	135,781	-	-	-	-	-	-	-
10/15/2008	CHECK	900	900	-	-	-	136,681	-	-	-	-	-	-	-
10/21/2008	CHECK	5,000	5,000	-	-	-	141,681	-	-	-	-	-	-	-
Total:			\$ 141,681	\$ -	\$ -	\$ -	\$ 141,681	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -

SHANA MADOFF (SKOLLER) COMPENSATION

<u>Date</u>	<u>Type</u>	<u>Transferee</u>	<u>Transfer Amount</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Transfers</u>	<u>6-Year Transfers</u>	<u>Prior to 6-Year Transfers</u>
12/29/1993	Salary	Shana Madoff	6,000	-	-	-	6,000
12/29/1994	Salary	Shana Madoff	13,600	-	-	-	13,600
12/29/1994	Bonus / Other Earnings	Shana Madoff	1,120	-	-	-	1,120
12/27/1995	Salary	Shana Madoff	31,840	-	-	-	31,840
12/27/1995	Bonus / Other Earnings	Shana Madoff	800	-	-	-	800
12/25/1996	Salary	Shana Madoff	52,000	-	-	-	52,000
12/25/1996	Bonus / Other Earnings	Shana Madoff	7,000	-	-	-	7,000
12/31/1997	Salary	Shana Madoff	77,474	-	-	-	77,474
12/31/1997	Bonus / Other Earnings	Shana Madoff	19,532	-	-	-	19,532
12/31/1998	Salary	Shana Skoller	107,705	-	-	-	107,705
12/31/1998	Bonus / Other Earnings	Shana Skoller	25,935	-	-	-	25,935
12/29/1999	Salary	Shana Skoller	143,135	-	-	-	143,135
12/29/1999	Bonus / Other Earnings	Shana Skoller	38,685	-	-	-	38,685
12/27/2000	Salary	Shana Skoller	173,185	-	-	-	173,185
12/27/2000	Bonus / Other Earnings	Shana Skoller	70,815	-	-	-	70,815
12/26/2001	Salary	Shana Skoller	242,950	-	-	-	242,950
12/26/2001	Bonus / Other Earnings	Shana Skoller	96,400	-	-	-	96,400
12/25/2002	Salary	Shana Skoller	260,000	-	-	-	260,000
12/25/2002	Bonus / Other Earnings	Shana Skoller	45,000	-	-	-	45,000
12/26/2003	Salary	Shana Skoller	290,798	-	-	290,798	-
12/26/2003	Bonus / Other Earnings	Shana Skoller	56,550	-	-	56,550	-
12/31/2004	Salary	Shana Skoller	324,530	-	-	324,530	-
12/31/2004	Bonus / Other Earnings	Shana Skoller	64,420	-	-	64,420	-
12/30/2005	Salary	Shana Madoff	385,606	-	-	385,606	-
12/30/2005	Bonus / Other Earnings	Shana Madoff	76,930	-	-	76,930	-
12/31/2006	Salary	Shana Madoff	438,476	-	-	438,476	-
12/31/2006	Bonus / Other Earnings	Shana Madoff	105,770	-	-	105,770	-
1/5/2007	Salary	Shana Madoff	8,654	-	8,654	8,654	-
1/12/2007	Salary	Shana Madoff	8,654	-	8,654	8,654	-
1/19/2007	Salary	Shana Madoff	8,654	-	8,654	8,654	-
1/26/2007	Salary	Shana Madoff	8,654	-	8,654	8,654	-
2/2/2007	Salary	Shana Madoff	8,654	-	8,654	8,654	-
2/9/2007	Salary	Shana Madoff	8,654	-	8,654	8,654	-
2/16/2007	Salary	Shana Madoff	8,654	-	8,654	8,654	-
2/23/2007	Salary	Shana Madoff	8,654	-	8,654	8,654	-
3/2/2007	Salary	Shana Madoff	8,654	-	8,654	8,654	-
3/9/2007	Salary	Shana Madoff	8,654	-	8,654	8,654	-
3/16/2007	Salary	Shana Madoff	8,654	-	8,654	8,654	-

SHANA MADOFF (SKOLLER) COMPENSATION

<u>Date</u>	<u>Type</u>	<u>Transferee</u>	<u>Transfer Amount</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Transfers</u>	<u>6-Year Transfers</u>	<u>Prior to 6-Year Transfers</u>
3/23/2007	Bonus / Other Earnings	Shana Madoff	216,350	-	216,350	216,350	-
3/23/2007	Bonus / Other Earnings	Shana Madoff	10,582	-	10,582	10,582	-
3/23/2007	Salary	Shana Madoff	9,616	-	9,616	9,616	-
3/30/2007	Salary	Shana Madoff	9,616	-	9,616	9,616	-
4/5/2007	Salary	Shana Madoff	9,616	-	9,616	9,616	-
4/13/2007	Salary	Shana Madoff	9,616	-	9,616	9,616	-
4/20/2007	Salary	Shana Madoff	9,616	-	9,616	9,616	-
4/27/2007	Salary	Shana Madoff	9,616	-	9,616	9,616	-
5/4/2007	Salary	Shana Madoff	9,616	-	9,616	9,616	-
5/11/2007	Salary	Shana Madoff	9,616	-	9,616	9,616	-
5/18/2007	Salary	Shana Madoff	9,616	-	9,616	9,616	-
5/25/2007	Salary	Shana Madoff	9,616	-	9,616	9,616	-
6/1/2007	Salary	Shana Madoff	9,616	-	9,616	9,616	-
6/8/2007	Salary	Shana Madoff	9,616	-	9,616	9,616	-
6/15/2007	Salary	Shana Madoff	9,616	-	9,616	9,616	-
6/22/2007	Salary	Shana Madoff	9,616	-	9,616	9,616	-
6/29/2007	Salary	Shana Madoff	9,616	-	9,616	9,616	-
7/6/2007	Salary	Shana Madoff	9,616	-	9,616	9,616	-
7/13/2007	Salary	Shana Madoff	9,616	-	9,616	9,616	-
7/20/2007	Salary	Shana Madoff	9,616	-	9,616	9,616	-
7/27/2007	Salary	Shana Madoff	9,616	-	9,616	9,616	-
8/3/2007	Salary	Shana Madoff	9,616	-	9,616	9,616	-
8/10/2007	Salary	Shana Madoff	9,616	-	9,616	9,616	-
8/17/2007	Salary	Shana Madoff	9,616	-	9,616	9,616	-
8/24/2007	Salary	Shana Madoff	9,616	-	9,616	9,616	-
8/31/2007	Salary	Shana Madoff	9,616	-	9,616	9,616	-
9/7/2007	Salary	Shana Madoff	9,616	-	9,616	9,616	-
9/14/2007	Salary	Shana Madoff	9,616	-	9,616	9,616	-
9/21/2007	Salary	Shana Madoff	9,616	-	9,616	9,616	-
9/28/2007	Salary	Shana Madoff	9,616	-	9,616	9,616	-
10/5/2007	Salary	Shana Madoff	9,616	-	9,616	9,616	-
10/12/2007	Salary	Shana Madoff	9,616	-	9,616	9,616	-
10/19/2007	Salary	Shana Madoff	9,616	-	9,616	9,616	-
10/26/2007	Salary	Shana Madoff	9,616	-	9,616	9,616	-
11/2/2007	Salary	Shana Madoff	9,616	-	9,616	9,616	-
11/9/2007	Salary	Shana Madoff	9,616	-	9,616	9,616	-
11/16/2007	Salary	Shana Madoff	9,616	-	9,616	9,616	-
11/23/2007	Salary	Shana Madoff	9,616	-	9,616	9,616	-

SHANA MADOFF (SKOLLER) COMPENSATION

<u>Date</u>	<u>Type</u>	<u>Transferee</u>	<u>Transfer Amount</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Transfers</u>	<u>6-Year Transfers</u>	<u>Prior to 6-Year Transfers</u>
11/30/2007	Salary	Shana Madoff	9,616	-	9,616	9,616	-
12/7/2007	Salary	Shana Madoff	9,616	-	9,616	9,616	-
12/14/2007	Salary	Shana Madoff	9,616	9,616	9,616	9,616	-
12/21/2007	Salary	Shana Madoff	9,616	9,616	9,616	9,616	-
12/28/2007	Salary	Shana Madoff	9,616	9,616	9,616	9,616	-
1/4/2008	Salary	Shana Madoff	9,616	9,616	9,616	9,616	-
1/11/2008	Salary	Shana Madoff	9,616	9,616	9,616	9,616	-
1/18/2008	Salary	Shana Madoff	9,616	9,616	9,616	9,616	-
1/25/2008	Salary	Shana Madoff	9,616	9,616	9,616	9,616	-
2/1/2008	Salary	Shana Madoff	9,616	9,616	9,616	9,616	-
2/8/2008	Salary	Shana Madoff	9,616	9,616	9,616	9,616	-
2/15/2008	Bonus / Other Earnings	Shana Madoff	200,000	200,000	200,000	200,000	-
2/15/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
2/15/2008	Bonus / Other Earnings	Shana Madoff	5,766	5,766	5,766	5,766	-
2/22/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
2/29/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
3/7/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
3/14/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
3/21/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
3/28/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
4/4/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
4/11/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
4/18/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
4/25/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
5/2/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
5/9/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
5/16/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
5/23/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
5/30/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
6/6/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
6/13/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
6/20/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
6/27/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
7/3/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
7/11/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
7/18/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
7/25/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
8/1/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-

SHANA MADOFF (SKOLLER) COMPENSATION

<u>Date</u>	<u>Type</u>	<u>Transferee</u>	<u>Transfer Amount</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Transfers</u>	<u>6-Year Transfers</u>	<u>Prior to 6-Year Transfers</u>
8/8/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
8/15/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
8/22/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
8/29/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
9/5/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
9/12/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
9/19/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
9/26/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
10/3/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
10/10/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
10/17/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
10/24/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
10/31/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
11/7/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
11/14/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
11/21/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
11/28/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
12/5/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
12/12/2008	Salary	Shana Madoff	10,577	10,577	10,577	10,577	-
Total:			\$ 4,601,488	\$ 757,698	\$ 1,445,232	\$ 3,188,312	\$ 1,413,176

OTHER TRANSFERS TO SHANA MADOFF (SKOLLER)

<u>Date</u>	<u>Transferee</u>	<u>Comments</u>	<u>Transfer Amount</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Transfers</u>	<u>6-Year Transfers</u>	<u>Prior to 6-Year Transfers</u>
9/13/2000	Patricia Felton Interiors Inc	FBO Shana Madoff	15,000	-	-	-	15,000
10/11/2000	Patricia Felton Interiors Inc	FBO Shana Madoff	15,000	-	-	-	15,000
10/31/2000	Madoff Technologies, LLC	FBO Shana Madoff	1,223,237	-	-	-	1,223,237
5/2/2002	American Express	FBO Shana Madoff	1,273	-	-	-	1,273
5/29/2002	Glenwood Management Corporation	FBO Shana Madoff	18,001	-	-	-	18,001
6/4/2002	American Express	FBO Shana Madoff	1,111	-	-	-	1,111
7/3/2002	American Express	FBO Shana Madoff	398	-	-	-	398
7/12/2002	Glenwood Management Corporation	FBO Shana Madoff	5,099	-	-	-	5,099
7/12/2002	Glenwood Management Corporation	FBO Shana Madoff	948	-	-	-	948
8/1/2002	Glenwood Management Corporation	FBO Shana Madoff	9,474	-	-	-	9,474
8/2/2002	American Express	FBO Shana Madoff	818	-	-	-	818
9/3/2002	Glenwood Management Corporation	FBO Shana Madoff	9,000	-	-	-	9,000
9/3/2002	American Express	FBO Shana Madoff	1,934	-	-	-	1,934
9/3/2002	Glenwood Management Corporation	FBO Shana Madoff	474	-	-	-	474
10/1/2002	Glenwood Management Corporation	FBO Shana Madoff	9,000	-	-	-	9,000
10/1/2002	Glenwood Management Corporation	FBO Shana Madoff	474	-	-	-	474
10/4/2002	American Express	FBO Shana Madoff	1,651	-	-	-	1,651
11/1/2002	Glenwood Management Corporation	FBO Shana Madoff	9,000	-	-	-	9,000
11/1/2002	Glenwood Management Corporation	FBO Shana Madoff	474	-	-	-	474
11/5/2002	American Express	FBO Shana Madoff	4,939	-	-	-	4,939
12/2/2002	Glenwood Management Corporation	FBO Shana Madoff	9,000	-	-	-	9,000
12/2/2002	Glenwood Management Corporation	FBO Shana Madoff	474	-	-	-	474
12/4/2002	American Express	FBO Shana Madoff	2,049	-	-	-	2,049
1/2/2003	Glenwood Management Corporation	FBO Shana Madoff	9,000	-	-	9,000	-
1/2/2003	Glenwood Management Corporation	FBO Shana Madoff	474	-	-	474	-
1/7/2003	American Express	FBO Shana Madoff	6,171	-	-	6,171	-
2/3/2003	Glenwood Management Corporation	FBO Shana Madoff	9,000	-	-	9,000	-
2/3/2003	Glenwood Management Corporation	FBO Shana Madoff	474	-	-	474	-
2/5/2003	American Express	FBO Shana Madoff	1,114	-	-	1,114	-
3/3/2003	Glenwood Management Corporation	FBO Shana Madoff	9,000	-	-	9,000	-
3/3/2003	Glenwood Management Corporation	FBO Shana Madoff	474	-	-	474	-
3/4/2003	American Express	FBO Shana Madoff	1,437	-	-	1,437	-
4/1/2003	Glenwood Management Corporation	FBO Shana Madoff	9,000	-	-	9,000	-
4/1/2003	Glenwood Management Corporation	FBO Shana Madoff	474	-	-	474	-
4/4/2003	American Express	FBO Shana Madoff	8,289	-	-	8,289	-
5/1/2003	Glenwood Management Corporation	FBO Shana Madoff	9,000	-	-	9,000	-
5/1/2003	Glenwood Management Corporation	FBO Shana Madoff	474	-	-	474	-
5/5/2003	American Express	FBO Shana Madoff	1,135	-	-	1,135	-
6/2/2003	Glenwood Management Corporation	FBO Shana Madoff	9,000	-	-	9,000	-
6/2/2003	American Express	FBO Shana Madoff	2,341	-	-	2,341	-
6/2/2003	Glenwood Management Corporation	FBO Shana Madoff	474	-	-	474	-
7/1/2003	Glenwood Management Corporation	FBO Shana Madoff	9,000	-	-	9,000	-
7/1/2003	Glenwood Management Corporation	FBO Shana Madoff	474	-	-	474	-
7/3/2003	American Express	FBO Shana Madoff	3,258	-	-	3,258	-
8/1/2003	Glenwood Management Corporation	FBO Shana Madoff	9,000	-	-	9,000	-
8/1/2003	Glenwood Management Corporation	FBO Shana Madoff	474	-	-	474	-
8/4/2003	American Express	FBO Shana Madoff	3,530	-	-	3,530	-

OTHER TRANSFERS TO SHANA MADOFF (SKOLLER)

<u>Date</u>	<u>Transferee</u>	<u>Comments</u>	<u>Transfer Amount</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Transfers</u>	<u>6-Year Transfers</u>	<u>Prior to 6-Year Transfers</u>
9/2/2003	Glenwood Management Corporation	FBO Shana Madoff	9,000	-	-	9,000	-
9/2/2003	Glenwood Management Corporation	FBO Shana Madoff	474	-	-	474	-
9/3/2003	American Express	FBO Shana Madoff	366	-	-	366	-
10/1/2003	Glenwood Management Corporation	FBO Shana Madoff	9,000	-	-	9,000	-
10/1/2003	Glenwood Management Corporation	FBO Shana Madoff	474	-	-	474	-
10/3/2003	American Express	FBO Shana Madoff	2,200	-	-	2,200	-
11/3/2003	Glenwood Management Corporation	FBO Shana Madoff	9,000	-	-	9,000	-
11/3/2003	Glenwood Management Corporation	FBO Shana Madoff	474	-	-	474	-
11/4/2003	American Express	FBO Shana Madoff	1,857	-	-	1,857	-
12/1/2003	Glenwood Management Corporation	FBO Shana Madoff	9,000	-	-	9,000	-
12/1/2003	Glenwood Management Corporation	FBO Shana Madoff	476	-	-	476	-
12/3/2003	American Express	FBO Shana Madoff	4,225	-	-	4,225	-
1/2/2004	Glenwood Management Corporation	FBO Shana Madoff	9,000	-	-	9,000	-
1/2/2004	Glenwood Management Corporation	FBO Shana Madoff	475	-	-	475	-
1/6/2004	American Express	FBO Shana Madoff	6,370	-	-	6,370	-
2/2/2004	Glenwood Management Corporation	FBO Shana Madoff	9,000	-	-	9,000	-
2/2/2004	Glenwood Management Corporation	FBO Shana Madoff	475	-	-	475	-
2/4/2004	American Express	FBO Shana Madoff	9,218	-	-	9,218	-
2/26/2004	American Express	FBO Shana Madoff	2,607	-	-	2,607	-
3/1/2004	Glenwood Management Corporation	FBO Shana Madoff	9,000	-	-	9,000	-
3/1/2004	Glenwood Management Corporation	FBO Shana Madoff	475	-	-	475	-
3/24/2004	American Express	FBO Shana Madoff	4,783	-	-	4,783	-
4/1/2004	Glenwood Management Corporation	FBO Shana Madoff	9,000	-	-	9,000	-
4/1/2004	Glenwood Management Corporation	FBO Shana Madoff	475	-	-	475	-
5/3/2004	Glenwood Management Corporation	FBO Shana Madoff	9,000	-	-	9,000	-
5/3/2004	Glenwood Management Corporation	FBO Shana Madoff	475	-	-	475	-
5/4/2004	American Express	FBO Shana Madoff	5,867	-	-	5,867	-
6/1/2004	Glenwood Management Corporation	FBO Shana Madoff	9,000	-	-	9,000	-
6/1/2004	Glenwood Management Corporation	FBO Shana Madoff	475	-	-	475	-
6/2/2004	American Express	FBO Shana Madoff	4,585	-	-	4,585	-
7/2/2004	American Express	FBO Shana Madoff	1,020	-	-	1,020	-
8/3/2004	American Express	FBO Shana Madoff	1,916	-	-	1,916	-
9/2/2004	American Express	FBO Shana Madoff	3,799	-	-	3,799	-
10/5/2004	American Express	FBO Shana Madoff	5,666	-	-	5,666	-
11/2/2004	American Express	FBO Shana Madoff	2,141	-	-	2,141	-
12/3/2004	American Express	FBO Shana Madoff	3,031	-	-	3,031	-
1/4/2005	American Express	FBO Shana Madoff	4,541	-	-	4,541	-
2/3/2005	American Express	FBO Shana Madoff	4,413	-	-	4,413	-
3/4/2005	American Express	FBO Shana Madoff	3,744	-	-	3,744	-
4/5/2005	American Express	FBO Shana Madoff	7,648	-	-	7,648	-
5/4/2005	American Express	FBO Shana Madoff	(3,701)	-	-	(3,701)	-
6/2/2005	American Express	FBO Shana Madoff	3,839	-	-	3,839	-
7/5/2005	American Express	FBO Shana Madoff	1,608	-	-	1,608	-
8/3/2005	American Express	FBO Shana Madoff	969	-	-	969	-
9/2/2005	American Express	FBO Shana Madoff	1,500	-	-	1,500	-
10/6/2005	American Express	FBO Shana Madoff	3,528	-	-	3,528	-
11/4/2005	American Express	FBO Shana Madoff	3,066	-	-	3,066	-

OTHER TRANSFERS TO SHANA MADOFF (SKOLLER)

<u>Date</u>	<u>Transferee</u>	<u>Comments</u>	<u>Transfer Amount</u>	<u>1-Year Preferential Transfers</u>	<u>2-Year Transfers</u>	<u>6-Year Transfers</u>	<u>Prior to 6-Year Transfers</u>
12/2/2005	American Express	FBO Shana Madoff	3,661	-	-	3,661	-
1/4/2006	American Express	FBO Shana Madoff	7,902	-	-	7,902	-
2/3/2006	American Express	FBO Shana Madoff	4,147	-	-	4,147	-
3/3/2006	American Express	FBO Shana Madoff	8,170	-	-	8,170	-
4/4/2006	American Express	FBO Shana Madoff	6,050	-	-	6,050	-
5/3/2006	American Express	FBO Shana Madoff	680	-	-	680	-
6/6/2006	American Express	FBO Shana Madoff	9,936	-	-	9,936	-
7/6/2006	American Express	FBO Shana Madoff	10,265	-	-	10,265	-
8/4/2006	American Express	FBO Shana Madoff	4,574	-	-	4,574	-
9/7/2006	American Express	FBO Shana Madoff	6,928	-	-	6,928	-
10/5/2006	American Express	FBO Shana Madoff	7,292	-	-	7,292	-
11/6/2006	American Express	FBO Shana Madoff	7,521	-	-	7,521	-
12/6/2006	American Express	FBO Shana Madoff	4,389	-	-	4,389	-
1/5/2007	American Express	FBO Shana Madoff	8,855	-	8,855	8,855	-
2/7/2007	American Express	FBO Shana Madoff	6,717	-	6,717	6,717	-
3/7/2007	American Express	FBO Shana Madoff	6,058	-	6,058	6,058	-
4/3/2007	American Express	FBO Shana Madoff	11,923	-	11,923	11,923	-
5/3/2007	American Express	FBO Shana Madoff	6,002	-	6,002	6,002	-
6/4/2007	American Express	FBO Shana Madoff	3,129	-	3,129	3,129	-
6/21/2007	Madoff Energy Holdings, LLC	FBO Shana Madoff	500,000	-	500,000	500,000	-
7/2/2007	Madoff Energy Holdings, LLC	FBO Shana Madoff	1,200,000	-	1,200,000	1,200,000	-
7/5/2007	American Express	FBO Shana Madoff	4,036	-	4,036	4,036	-
8/7/2007	American Express	FBO Shana Madoff	2,299	-	2,299	2,299	-
9/5/2007	American Express	FBO Shana Madoff	3,610	-	3,610	3,610	-
10/4/2007	American Express	FBO Shana Madoff	5,130	-	5,130	5,130	-
10/30/2007	American Express	FBO Shana Madoff	7,535	-	7,535	7,535	-
12/5/2007	American Express	FBO Shana Madoff	10,231	-	10,231	10,231	-
1/4/2008	American Express	FBO Shana Madoff	16,480	16,480	16,480	16,480	-
2/1/2008	American Express	FBO Shana Madoff	11,152	11,152	11,152	11,152	-
3/3/2008	American Express	FBO Shana Madoff	10,782	10,782	10,782	10,782	-
3/28/2008	Shana Madoff	Subsequent Transfer ^[1]	280,000	-	280,000	280,000	-
4/1/2008	American Express	FBO Shana Madoff	3,593	3,593	3,593	3,593	-
5/1/2008	American Express	FBO Shana Madoff	12,867	12,867	12,867	12,867	-
5/9/2008	Biondo & Hammer, LLP	Subsequent Transfer FBO Shana Madoff ^[2]	2,619,000	-	2,619,000	2,619,000	-
6/2/2008	American Express	FBO Shana Madoff	5,651	5,651	5,651	5,651	-
7/2/2008	American Express	FBO Shana Madoff	388	388	388	388	-
8/1/2008	American Express	FBO Shana Madoff	4,762	4,762	4,762	4,762	-
9/2/2008	American Express	FBO Shana Madoff	5,068	5,068	5,068	5,068	-
10/1/2008	American Express	FBO Shana Madoff	4,016	4,016	4,016	4,016	-
10/30/2008	American Express	FBO Shana Madoff	5,485	5,485	5,485	5,485	-
12/2/2008	American Express	FBO Shana Madoff	5,318	5,318	5,318	5,318	-
Total:			\$ 6,469,055	\$ 85,563	\$ 4,760,088	\$ 5,130,226	\$ 1,338,829

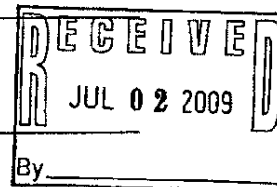
^[1] BLMIS transferred \$280,000 to Marion Madoff's account at HSBC on 3/28/2008, which was subsequently transferred to Shana Madoff for the purchase of a home in East Hampton.

^[2] BLMIS transferred \$2,619,000 to Marion Madoff's account at HSBC on 5/9/2008, which was subsequently transferred to Biondo & Hammer, LLP for the purchase of a home in East Hampton.

Bernard L. Madoff Investment Securities LLC
Case No 08-01789-BRL
U.S. Bankruptcy Court for the Southern District of New York
Claim Number: 100329

PROOF OF CLAIM

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK



IN RE) Adv. Proc. No. 08-01789-BRL
))
BERNARD L. MADOFF)
INVESTMENT SECURITIES LLC,) Amount of Claim \$45,690,776.95
))
Debtor.) Claimed As: ☒ General Unsecured
) ☒ Priority (see Paragraph 10)
) ☐ Secured (see Paragraph 9)
)

1. Name of Creditor
(Print or Type): Andrew Madoff

Mailing Address: [REDACTED]

City [REDACTED] State [REDACTED] Zip Code: [REDACTED]

2. The debtor was, at the time of the filing of the petition initiating this case, and still is indebted (or liable) to this claimant in the sum of \$45,690,776.95.

3. The consideration for this debt (or ground of liability) is as follows:

Services Rendered – See Attachment

4. (If the claim is founded on writing.) The writing on which this claim is founded (or a duplicate thereof) is attached hereto (or cannot be attached for the reason set forth in the following statement).

5. (If appropriate,) This claim is founded on an open account, which became (or will become) due on _____, as shown by the itemized statement attached hereto. Unless it is attached hereto or its absence is explained in an attached statement, no note or other negotiable instrument has been received for the account or any part of it.

PROOF OF CLAIM) CLAIM NUMBER
)

6. No judgment has been rendered on the claim except:

7. The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.

8. This claim is not subject to any set-off or counterclaim except:

9. No security interest is held for this claim except:

(If security interest in property of the debtor is claimed) The undersigned claims the security interest under the writing referred to in paragraph 4 hereof. Evidence of perfection of such security interest is also attached hereto.

10. This claim is an unsecured claim, except to the extent that the security interest, if any, described in paragraph 9 is sufficient to satisfy the claim. **It is not entitled to priority unless the reason for priority and the amount claimed as priority is set forth below.**

\$10,950 is an allowed unsecured claim entitled to priority under 11 U.S.C. § 507(a)(4)(A).

11. If claimant has obtained this claim by assignment, a copy or explanation of said assignment is attached hereto.

Name of Creditor (PRINT OR TYPE) Andrew Madoff

Signature: 

Title (Corporate Officer, Partner, or Agent): Employee/director

**IT IS A VIOLATION OF FEDERAL LAW TO FILE A FRAUDULENT CLAIM. CONVICTION
CAN RESULT IN A FINE OF NOT MORE THAN \$50,000 OR IMPRISONMENT FOR NOT
MORE THAN 5 YEARS OR BOTH.**

**ATTACHMENT TO PROOF OF CLAIM OF
ANDREW MADOFF**

1. On December 15, 2008 (the "Filing Date"), the Honorable Louis L. Stanton, United States District Court Judge for the Southern District of New York, entered the Order Commencing Liquidation (the "Liquidation Order") with respect to Bernard L. Madoff Investment Securities, LLC ("BLMIS" or the "Debtor") pursuant to the provisions of the Securities Investor Protection Act of 1970, 15 U.S.C. § 78aaa *et seq.*, as amended ("SIPA"). Pursuant to the Liquidation Order, the BLMIS proceeding (the "SIPA Proceeding") was removed to the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") in the case captioned *Securities Investment Protection Corporation v. Bernard L. Madoff Investment Securities, LLC*, Adv. Proc. No. 08-01789 (SIPA) (Bankr. S.D.N.Y. 2008).

2. On December 23, 2008, the Bankruptcy Court entered the *Order Approving Form and Manner of Publication and Mailing of Notices; Specifying Procedures for Filing, Determination, and Adjudication of Claims; and Providing Other Relief* (the "SIPA Bar Date Order") which, inter alia, established July 2, 2009, as the deadline (the "SIPA Bar Date") by which all creditors of BLMIS must file proofs of claim in the Debtor's SIPA Proceeding.

3. On June 9, 2009, the Honorable Burton R. Lifland, United States Bankruptcy Court Judge for the Southern District of New York, entered the *Consent Order Substantively Consolidating the Estate of Bernard L. Madoff into the SIPA Proceeding of Bernard L. Madoff Investment Securities LLC and Expressly Preserving All Rights, Claims and Powers of Both Estates* (the "Consolidation Consent Order"). Pursuant to the

Consolidation Consent Order, Bernard L. Madoff's Chapter 7 Case, No. 09-11893 (BRL) (the "Madoff Chapter 7 Case"), was substantively consolidated with the SIPA Proceeding.

4. This Proof of Claim is accordingly filed by and on behalf of Andrew Madoff (the "Claimant") for monies owing to him by BLMIS for services performed by the Claimant as a director in the proprietary trading and market making businesses of BLMIS and for Claimant's claims for fraudulent inducement against the Debtor concerning Claimant's investment in Madoff Securities International Ltd.

5. This amount constitutes (1) the balance of Claimant's Deferred Compensation Account which was maintained at BLMIS (Account No. 1-M0006-3) ("Deferred Compensation Account") (\$40,624,525; most recent available statement attached as Exhibit A); (2) Claimant's salary payment for December 1, 2008 through December 11, 2008 (\$66,251.95; 2008 W-2 tax statement attached as Exhibit B); and (3) Claimant's investment in Madoff Securities International Ltd (\$5,000,000).

6. Reference is made to the *Madoff General Claim Form* to which this attachment is made (the "Madoff General Claim Form"). As set forth therein, as of the filing of this Proof of Claim, BLMIS was, and still is, indebted and/or liable to the Claimant for cash in an amount of no less than \$45,690,776.95 arising from BLMIS's obligation to pay the Claimant the amounts accrued in Claimant's Deferred Compensation Account, as well as Claimant's December 2008 salary, and Claimant's investment in Madoff Securities International Ltd.

7. Concurrently with filing this Proof of Claim, Claimant is filing two SIPC customer claims for BLMIS Account Nos. 1-M0107-3 and 1-M0108-3 (together, the "Customer Claims"). To the extent that Claimant's Customer Claims are not honored or paid

in full in the SIPA Proceeding, Claimant reserves all rights to assert such claims in this proceeding. Nothing herein is or shall be intended to re-characterize any of Claimant's claims asserted in the Customer Claims, which shall remain submitted as Customer Claims in their entirety.

8. In addition, Claimant hereby asserts a contingent claim in respect of the possible assertion of any avoidance cause of action (or any similar cause of action seeking recovery of any transfers to Claimant) against Claimant and a claim, in an amount to be determined, based upon the avoidance of transfers to Claimant; provided, however, that Claimant's assertion of such claims shall not constitute an admission of any kind whatsoever by Claimant of the avoidability of any transfers made to Claimant or any wrongdoing on Claimant's part.

* * * * *

9. Claimant has filed this Proof of Claim under compulsion of the SIPA Bar Date Order and to protect Claimant from forfeiture of its claim against the Debtor by reason of the SIPA Bar Date. Claimant hereby expressly reserves the right to amend and/or supplement this Proof of Claim at any time and in any manner, including, without limitation to assert claims for interest, fees, penalties, charges, attorneys fees and expenses accrued before or after the Filing Date. Claimant further reserves the right to file additional proofs of claim or applications for allowance of administrative expenses or other priority status in this or any other proceeding arising from or related to the claims described herein, including for treatment as provided in section 503(b) of the Bankruptcy Code.

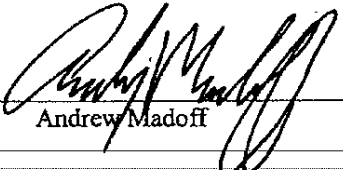
10. In executing and filing this Proof of Claim, Claimant does not waive any obligation owed to Claimant by BLMIS or any past, present or future breaches of agreements by BLMIS. Claimant further does not waive, and this Proof of Claim shall not be deemed or construed to waive, any claims or right to assert any claims, or preserve any remedies, Claimant has against BLMIS or its affiliates, whether arising from or related to transactions described herein or otherwise. Claimant believes such claims are substantial and reserves all of its rights and remedies in connection therewith. In particular, and without limitation, Claimant reserves all of his rights with respect to all claims for fraudulent inducement against the Debtor concerning the Claimant's investment of \$5,000,000 in Madoff Securities International Ltd.

11. The filing of this Proof of Claim is not and shall not be deemed or construed as: (a) a waiver or release of Claimant's rights against any person, entity, or property; (b) a consent by Claimant to the jurisdiction of this Court or any other court with respect to proceedings, if any, commenced in any case against or otherwise involving Claimant; (c) a waiver or release of Claimant's right to trial by jury in this Court or any other court in any proceeding as to any and all matters so triable herein, whether or not the same be designated legal or private rights or in any case, controversy, or proceeding related hereto, notwithstanding the designation or not of such matters as "core proceedings" pursuant to 28 U.S.C. § 157(b)(2), and whether such jury trial right is pursuant to statute or the United States Constitution; (d) a consent by Claimant to a jury trial in this Court or any other court in any proceeding as to any and all matters so triable herein or in any case, controversy, or proceeding related hereto, pursuant to 28 U.S.C. § 157(e) or otherwise; (e) a waiver or release of Claimant's right to have any and all final orders in any and all non-core matters or

proceedings entered only after *de novo* review by a United States District Court Judge; (f) a waiver of the right to move to withdraw the reference with respect to the subject matter of this Proof of Claim, any objection thereto or other proceeding which may be commenced in this case against or otherwise involving Claimant; or (g) an election of remedies.

12. All notices regarding this Proof of Claim should be sent to: Andrew Madoff, [REDACTED] with copies to Paul, Weiss, Rifkind, Wharton & Garrison LLP, 1285 Avenue of the Americas, New York, New York 10019-6064, Telephone: (212) 373-3000, Attention: Martin Flumenbaum.

THE FOREGOING CLAIM IS TRUE AND ACCURATE TO THE BEST OF MY INFORMATION AND BELIEF.



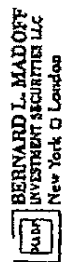
Andrew Madoff

Exhibit A

PORTFOLIO DISPLAY

<u>ACCOUNT#--> IM0006 3 ANDREW MADOFF</u>		<u>From: 1/01/04 to 1/31/05</u>
Initial Investment----->		14,005,877.82CR
Prof Under Benchmark Return Prv Yr ---->		13,978,199.51
Adjustments----->		
Capital Additions----->		
Capital Withdrawals----->		
Net Working Capital----->		14,005,877.82CR
Benchmark Return of 24 % for 366 Days-->		3,370,620.02CR
Capital Gains/Losses----->		
Dividends/Interest----->		
Realized P/L----->		
Unrealized P/L----->		
Profits Withdrawn----->		
Over/Under Benchmark Return(This Year)-->		3,370,620.02-
Current Cash Balance----->		.31CR
Market Value of Open Positions----->		27,678.00
Total Equity----->		27,678.31CR
PRIOR YEAR END EQUITY----->		27,678.31CR
ANNUALIZED RETURN FOR CURRENT YEAR--->		.00 %
Buying Power	28	Over/Under 17,349-

Cmd 7 = EXIT



BERNARD L. MADOFF
INVESTMENT SECURITIES LLC
New York, NY 10022

ANDREW MADOFF

885 THIRD AVENUE 18TH FL
NEW YORK, NY 10022

885 Third Avenue
New York, NY 10022
(212) 230-3424
800 554-1343
Fax (212) 838-4061

Account with
Madoff Securities International Limited
11 Barclay Street
New York, NY 10007
Fax (212) 230-3424

Account Number
1/51/03

Account Name
1-10006-3-0

DATE	BOUGHT NEW DOLLARS	BOUGHT NEW DOLLARS	BOUGHT NEW DOLLARS	DESCRIPTION	PRICE ON STATEMENT	MARKET ADJUSTMENT TO COST	MARKET ADJUSTMENT TO COST
				BALANCE FORWARD			.31
				NEW BALANCE			.31
	27,678			SECURITY POSITIONS FIDELITY SPARTAN U S TREASURY MONEY MARKET	MARK PRICE 1		
				MARKET VALUE OF SECURITIES LONG SHORT			
				27,678.00			

PLEASE RETURN THIS STATEMENT FOR INCOME TAX PURPOSES

Exhibit B

a. Employer's social security number (SSN) [REDACTED] OMB No. [REDACTED]		b. Employer's name, address, and ZIP code Bernard L. Madoff Investment Securities LLC 885 Third Avenue New York, NY 10022		c. Employee's name, address, and ZIP code Andrew Madoff [REDACTED]		d. Employee's Social Security Number (SSN) [REDACTED]		e. Employee's Federal Tax Return To Be Filed with Employee's State, City or Local Income Tax Return.		f. Wages, tips, other compensation 1996150.00		g. Federal income tax withheld 586521.32	
10. Dependent care benefits		11. Health/savings plan		12. Other instructions for box 12 D		13. Other Health/Den Med Spend		14. Other Health/Den Med Spend		15. State wages, tips, etc. 1996150.00		16. State income tax 145784.01	
17. Local wages, tips, etc. 1996150.00		18. Local income tax 79366.17		19. Local income tax NYC		20. Local income tax NYC		21. Local income tax NYC		22. Local income tax NYC		23. Local income tax NYC	

Form W-2 Wage and Tax Statement 2008

Department of the Treasury—Internal Revenue Service

Safe, accurate, FAST! Use



a. Employer's social security number (SSN) [REDACTED] OMB No. [REDACTED]		b. Employer's name, address, and ZIP code Bernard L. Madoff Investment Securities LLC 885 Third Avenue New York, NY 10022		c. Employee's name, address, and ZIP code Andrew Madoff [REDACTED]		d. Employee's Social Security Number (SSN) [REDACTED]		e. Employee's Federal Tax Return To Be Filed with Employee's State, City or Local Income Tax Return.		f. Wages, tips, other compensation 1996150.00		g. Federal income tax withheld 586521.32	
10. Dependent care benefits		11. Health/savings plan		12. Other instructions for box 12 D		13. Other Health/Den Med Spend		14. Other Health/Den Med Spend		15. State wages, tips, etc. 1996150.00		16. State income tax 145784.01	
17. Local wages, tips, etc. 1996150.00		18. Local income tax 79366.17		19. Local income tax NYC		20. Local income tax NYC		21. Local income tax NYC		22. Local income tax NYC		23. Local income tax NYC	

Form W-2 Wage and Tax Statement 2008

Department of the Treasury—Internal Revenue Service

Safe, accurate, FAST! Use



a. Employer's social security number (SSN) [REDACTED] OMB No. [REDACTED]		b. Employer's name, address, and ZIP code Bernard L. Madoff Investment Securities LLC 885 Third Avenue New York, NY 10022		c. Employee's name, address, and ZIP code Andrew Madoff [REDACTED]		d. Employee's Social Security Number (SSN) [REDACTED]		e. Employee's Federal Tax Return To Be Filed with Employee's State, City or Local Income Tax Return.		f. Wages, tips, other compensation 1996150.00		g. Federal income tax withheld 586521.32	
10. Dependent care benefits		11. Health/savings plan		12. Other instructions for box 12 D		13. Other Health/Den Med Spend		14. Other Health/Den Med Spend		15. State wages, tips, etc. 1996150.00		16. State income tax 145784.01	
17. Local wages, tips, etc. 1996150.00		18. Local income tax 79366.17		19. Local income tax NYC		20. Local income tax NYC		21. Local income tax NYC		22. Local income tax NYC		23. Local income tax NYC	

Form W-2 Wage and Tax Statement 2008

Department of the Treasury—Internal Revenue Service

Safe, accurate, FAST! Use



WEISS, RIFKIND, WHARTON & GARRISON LLP
 AVENUE OF THE AMERICAS • NEW YORK, NY 10019-6064

HAND DELIVERY

PS|Ship - Voucher

Page 1 of 2

To
 Alix Partners LLP
 c/o Baker & Hostetter LLP
 45 Rockefeller Plaza
 New York, NY 10111 US
 212-373-3512

Service
 Roundtrip
 Hand Delivery by 11:00 AM

Instructions
 May be left unattended in a
 safe place
 Messenger needs to wait for
 signature. SUPER RUSH

Options
 Signature required

From
 HANNAH S. SHOLL
 (04796)
 Paul Weiss LLP
 1285 Avenue of the
 Americas
 New York, NY 10019 US

Reference
 018997, 00001

Operator
 CLAUDETTE W WILSON
 2072
 cwilson@paulweiss.com

PWRWG0164486



Vendor

Tracking

Price

Packaging/dimensions

Other

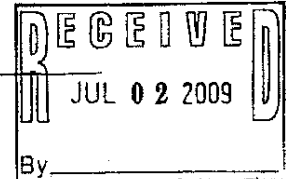
NY-019
 NY-016

	Signature	Name	Date
Delivered to			
Delivered by			

Bernard L. Madoff Investment Securities LLC
Case No 08-01789-BRL
U.S. Bankruptcy Court for the Southern District of New York
Claim Number: 100328

PROOF OF CLAIM

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK



IN RE)	Adv. Proc. No. 08-01789-BRL
)	
BERNARD L. MADOFF)	
INVESTMENT SECURITIES LLC,)	Amount of Claim \$53,848,721.06
)	
)	Claimed As: <input checked="" type="checkbox"/> General Unsecured
)	<input checked="" type="checkbox"/> Priority (see Paragraph 10)
Debtor.)	<input type="checkbox"/> Secured (see Paragraph 9)
)	
)	

1. Name of Creditor
(Print or Type): Mark Madoff
Mailing Address: [REDACTED]
City [REDACTED] State [REDACTED] Zip Code: [REDACTED]
2. The debtor was, at the time of the filing of the petition initiating this case, and still is indebted (or liable) to this claimant in the sum of \$53,848,721.06.
3. The consideration for this debt (or ground of liability) is as follows:
Services Rendered – See Attachment
4. (If the claim is founded on writing.) The writing on which this claim is founded (or a duplicate thereof) is attached hereto (or cannot be attached for the reason set forth in the following statement).

11. If claimant has obtained this claim by assignment, a copy or explanation of said assignment is attached hereto.

Name of Creditor (PRINT OR TYPE) Mark Madoff

Signature: Mark Madoff

Title (Corporate Officer, Partner, or Agent): Employee/director

**IT IS A VIOLATION OF FEDERAL LAW TO FILE A FRAUDULENT CLAIM. CONVICTION
CAN RESULT IN A FINE OF NOT MORE THAN \$50,000 OR IMPRISONMENT FOR NOT
MORE THAN 5 YEARS OR BOTH.**

**ATTACHMENT TO PROOF OF CLAIM OF
MARK MADOFF**

1. On December 15, 2008 (the "Filing Date"), the Honorable Louis L. Stanton, United States District Court Judge for the Southern District of New York, entered the Order Commencing Liquidation (the "Liquidation Order") with respect to Bernard L. Madoff Investment Securities, LLC ("BLMIS" or the "Debtor") pursuant to the provisions of the Securities Investor Protection Act of 1970, 15 U.S.C. § 78aaa *et seq.*, as amended ("SIPA"). Pursuant to the Liquidation Order, the BLMIS proceeding (the "SIPA Proceeding") was removed to the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") in the case captioned *Securities Investment Protection Corporation v. Bernard L. Madoff Investment Securities, LLC*, Adv. Proc. No. 08-01789 (SIPA) (Bankr. S.D.N.Y. 2008).

2. On December 23, 2008, the Bankruptcy Court entered the Order *Approving Form and Manner of Publication and Mailing of Notices; Specifying Procedures for Filing, Determination, and Adjudication of Claims; and Providing Other Relief* (the "SIPA Bar Date Order") which, *inter alia*, established July 2, 2009, as the deadline (the "SIPA Bar Date") by which all creditors of BLMIS must file proofs of claim in the Debtor's SIPA Proceeding.

3. On June 9, 2009, the Honorable Burton R. Lifland, United States Bankruptcy Court Judge for the Southern District of New York, entered the *Consent Order Substantively Consolidating the Estate of Bernard L. Madoff into the SIPA Proceeding of Bernard L. Madoff Investment Securities LLC and Expressly Preserving All Rights, Claims and Powers of Both Estates* (the "Consolidation Consent Order"). Pursuant to the

Consolidation Consent Order, Bernard L. Madoff's Chapter 7 Case, No. 09-11893 (BRL) (the "Madoff Chapter 7 Case"), was substantively consolidated with the SIPA Proceeding.

4. This Proof of Claim is accordingly filed by and on behalf of Mark Madoff (the "Claimant") for monies owing to him by BLMIS for services performed by the Claimant as a director in the proprietary trading and market making businesses of BLMIS and for Claimant's claims for fraudulent inducement against the Debtor concerning Claimant's investment in Madoff Securities International Ltd.

5. This amount constitutes (1) the balance of Claimant's Deferred Compensation Account which was maintained at BLMIS (Account No. 1-M0009-3) ("Deferred Compensation Account") (\$44,815,520; most recent available statement attached as Exhibit A); (2) Claimant's salary payment for December 1, 2008 through December 11, 2008 (\$33,201.06; 2008 W-2 tax statement attached as Exhibit B); (3) Claimant's 2007 bonus (\$2,000,000); (4) Claimant's 2008 bonus (\$2,000,000); and (4) Claimant's investment in Madoff Securities International Ltd. (\$5,000,000).

6. Reference is made to the *Madoff General Claim Form* to which this attachment is made (the "Madoff General Claim Form"). As set forth therein, as of the filing of this Proof of Claim, BLMIS was, and still is, indebted and/or liable to the Claimant for cash in an amount of no less than \$53,848,721.06 arising from BLMIS's obligation to pay the Claimant the amounts accrued in Claimant's Deferred Compensation Account, as well as Claimant's December 2008 salary, 2007 and 2008 bonuses, and Claimant's investment in Madoff Securities International Ltd.

7. In addition, Claimant hereby asserts a contingent claim in respect of the possible assertion of any avoidance cause of action (or any similar cause of action seeking

recovery of any transfers to Claimant) against Claimant and a claim, in an amount to be determined, based upon the avoidance of transfers to Claimant; provided, however, that Claimant's assertion of such claims shall not constitute an admission of any kind whatsoever by Claimant of the avoidability of any transfers made to Claimant or any wrongdoing on Claimant's part.

* * * * *

8. Claimant has filed this Proof of Claim under compulsion of the SIPA Bar Date Order and to protect Claimant from forfeiture of its claim against the Debtor by reason of the SIPA Bar Date. Claimant hereby expressly reserves the right to amend and/or supplement this Proof of Claim at any time and in any manner, including, without limitation to assert claims for interest, fees, penalties, charges, attorneys fees and expenses accrued before or after the Filing Date. Claimant further reserves the right to file additional proofs of claim or applications for allowance of administrative expenses or other priority status in this or any other proceeding arising from or related to the claims described herein, including for treatment as provided in section 503(b) of the Bankruptcy Code.

9. In executing and filing this Proof of Claim, Claimant does not waive any obligation owed to Claimant by BLMIS or any past, present or future breaches of agreements by BLMIS. Claimant further does not waive, and this Proof of Claim shall not be deemed or construed to waive, any claims or right to assert any claims, or preserve any remedies, Claimant has against BLMIS or its affiliates, whether arising from or related to transactions described herein or otherwise. Claimant believes such claims are substantial and reserves all of its rights and remedies in connection therewith. In particular, and without

limitation, Claimant reserves all of his rights with respect to all claims for fraudulent inducement against the Debtor concerning the Claimant's investment of \$5,000,000 in Madoff Securities International Ltd.

10. The filing of this Proof of Claim is not and shall not be deemed or construed as: (a) a waiver or release of Claimant's rights against any person, entity, or property; (b) a consent by Claimant to the jurisdiction of this Court or any other court with respect to proceedings, if any, commenced in any case against or otherwise involving Claimant; (c) a waiver or release of Claimant's right to trial by jury in this Court or any other court in any proceeding as to any and all matters so triable herein, whether or not the same be designated legal or private rights or in any case, controversy, or proceeding related hereto, notwithstanding the designation or not of such matters as "core proceedings" pursuant to 28 U.S.C. § 157(b)(2), and whether such jury trial right is pursuant to statute or the United States Constitution; (d) a consent by Claimant to a jury trial in this Court or any other court in any proceeding as to any and all matters so triable herein or in any case, controversy, or proceeding related hereto, pursuant to 28 U.S.C. § 157(e) or otherwise; (e) a waiver or release of Claimant's right to have any and all final orders in any and all non-core matters or proceedings entered only after *de novo* review by a United States District Court Judge; (f) a waiver of the right to move to withdraw the reference with respect to the subject matter of this Proof of Claim, any objection thereto or other proceeding which may be commenced in this case against or otherwise involving Claimant; or (g) an election of remedies.

11. All notices regarding this Proof of Claim should be sent to: Mark Madoff, [REDACTED], with copies to Paul, Weiss,

Rifkind, Wharton & Garrison LLP, 1285 Avenue of the Americas, New York, New York

10019-6064, Telephone: (212) 373-3000, Attention: Martin Flumenbaum.

THE FOREGOING CLAIM IS TRUE AND ACCURATE TO THE BEST OF MY
INFORMATION AND BELIEF.


Mark Madoff

Exhibit A

[illegible]

Exhibit B

Employee's social security number Employer identification number (EIN) OMB No. [REDACTED] [REDACTED] [REDACTED]		COPY B To Be Filed with Employee's FEDERAL Tax Return Visit the IRS at www.irs.gov .		1 Wages, tips, other compensation 992650 00	2 Federal income tax withheld 323783 43
3 Employee's name, address, and ZIP code Bernard L. Madoff Investment Securities LLC 885 Third Avenue New York, NY 10022		4 Control number [REDACTED]	5 Social security wages 102000 00	6 Social security tax withheld 6324 00	7 Medicare wages and tips 1008150 00
8 Employee's name, address, and ZIP code Mark Madoff [REDACTED]		9 Social security type [REDACTED]	10 Dependent care benefits [REDACTED]	11 Dependent care expenses [REDACTED]	12a Other instructions for box 12 D 15500 00
13 State NY		14 State wages, tips, etc. 992650 00	15 State income tax 72062 21	16 Local wages, tips, etc. 992650 00	17 Local income tax 39226 00
18 Other [REDACTED]		19 Other [REDACTED]	20 Other [REDACTED]	21 Other [REDACTED]	22 Other [REDACTED]

Form W-2 Wage and Tax Statement 2008

Department of the Treasury—Internal Revenue Service

Safe, accurate, FAST! Use



Employee's social security number Employer identification number (EIN) OMB No. [REDACTED] [REDACTED] [REDACTED]		COPY 2 To Be Filed with Employee's State, City or Local Income Tax Return		1 Wages, tips, other compensation 992650 00	2 Federal income tax withheld 323783 43
3 Employee's name, address, and ZIP code Bernard L. Madoff Investment Securities LLC 885 Third Avenue New York, NY 10022		4 Control number [REDACTED]	5 Social security wages 102000 00	6 Social security tax withheld 6324 00	7 Medicare wages and tips 1008150 00
8 Employee's name, address, and ZIP code Mark Madoff [REDACTED]		9 Social security type [REDACTED]	10 Dependent care benefits [REDACTED]	11 Dependent care expenses [REDACTED]	12a Other instructions for box 12 D 15500 00
13 State NY		14 State wages, tips, etc. 992650 00	15 State income tax 72062 21	16 Local wages, tips, etc. 992650 00	17 Local income tax 39226 00
18 Other [REDACTED]		19 Other [REDACTED]	20 Other [REDACTED]	21 Other [REDACTED]	22 Other [REDACTED]

Form W-2 Wage and Tax Statement 2008

Department of the Treasury—Internal Revenue Service

Safe, accurate, FAST! Use



Employee's social security number Employer identification number (EIN) OMB No. [REDACTED] [REDACTED] [REDACTED]		COPY 2 To Be Filed with Employee's State, City or Local Income Tax Return		1 Wages, tips, other compensation 992650 00	2 Federal income tax withheld 323783 43
3 Employee's name, address, and ZIP code Bernard L. Madoff Investment Securities LLC 885 Third Avenue New York, NY 10022		4 Control number [REDACTED]	5 Social security wages 102000 00	6 Social security tax withheld 6324 00	7 Medicare wages and tips 1008150 00
8 Employee's name, address, and ZIP code Mark Madoff [REDACTED]		9 Social security type [REDACTED]	10 Dependent care benefits [REDACTED]	11 Dependent care expenses [REDACTED]	12a Other instructions for box 12 D 15500 00
13 State NY		14 State wages, tips, etc. 992650 00	15 State income tax 72062 21	16 Local wages, tips, etc. 992650 00	17 Local income tax 39226 00
18 Other [REDACTED]		19 Other [REDACTED]	20 Other [REDACTED]	21 Other [REDACTED]	22 Other [REDACTED]

Form W-2 Wage and Tax Statement 2008

Department of the Treasury—Internal Revenue Service

Safe, accurate, FAST! Use



PAUL, WEISS, RIFKIND, WHARTON & GARRISON LLP

1285 AVENUE OF THE AMERICAS
NEW YORK, NEW YORK 10019-6064
TELEPHONE (212) 373-3000
FACSIMILE (212) 757-3990

LLOYD K. GARRISON (1946-1991)
RANDOLPH E. PAUL (1946-1995)
SIMON H. RIFKIND (1950-1995)
LOUIS S. WEISS (1927-1950)
JOHN F. WHARTON (1927-1977)

WRITER'S DIRECT DIAL NUMBER

212-373-3191

WRITER'S DIRECT FACSIMILE

212-492-0191

WRITER'S DIRECT E-MAIL ADDRESS

mflumenbaum@paulweiss.com

2001 K STREET, NW
WASHINGTON, DC 20006-1047
TELEPHONE (202) 223-7300
FACSIMILE (202) 223-7420

FUKOKU SEIMEI BUILDING
2-2 UCHISAWAICHO 2-CHOME
CHiyoda-KU, TOKYO 100-0011, JAPAN
TELEPHONE (81-3) 3597-8101
FACSIMILE (81-3) 3597-8120

UNIT 3601, FORTUNE PLAZA OFFICE TOWER A
NO. 7 DONG SANHUA ZHONGLU
CHAOYANG DISTRICT
BEIJING 100020
PEOPLE'S REPUBLIC OF CHINA
TELEPHONE (86-10) 5828-6300
FACSIMILE (86-10) 6330-9070/9080

12TH FLOOR, HONG KONG CLUB BUILDING
3A CHATER ROAD, CENTRAL
HONG KONG
TELEPHONE (852) 2536-9933
FACSIMILE (852) 2536-9822

ALDER CASTLE
10 NOBLE STREET
LONDON EC2V 7JU, U.K.
TELEPHONE (44 20) 7367 1600
FACSIMILE (44 20) 7367 1650

MATTHEW W. ABBOTT
MARK H. ALCOTT
ALLAN J. ARFFA
ROBERT A. ATKINS
JOHN F. BAUGHMAN
LYNN B. BAYARD
DANIEL J. BELLER
MITCHELL L. BERG
MARK S. BERGMAN
BRUCE B. BERNBOIM
H. CHRISTOPHER BOEHNING
ANGELO BONVINO
HENK BRANDS
JAMES L. BROCHIN
RICHARD I. BRONSTEIN
DAVID W. BROWN
SUSANNA M. BUERGEL
PATRICK S. CAMPBELL
JEANETTE K. CHAN
YVONNE Y. F. CHAN
LEWIS R. CLAYTON
JAY COHEN
KELLEY A. CORNISH
CHARLES E. DAVIDOW
DOUGLAS R. DAVIS
THOMAS V. DE LA BASTIDE III
ARIEL J. DECKELBAUM
JAMES M. DUBIN
ANDREW J. EHRLICH
LESLIE GORDON FAGEN
PETER L. FELCHER
ROBERTO FINZI
PETER E. FISCH
ROBERT C. FLEDER
MARTIN FLUMENBAUM
ANDREW J. FOLEY
HARRIS B. FREIDUS
MANUEL S. FREY
KENNETH A. GALLO
MICHAEL E. GERTZMAN
PAUL D. GINSBERG
ERIC S. GOLDSTEIN
ERIC GOODISON
CHARLES H. GOODE, JR.
ANDREW G. GORDON
BRUCE A. GUTENPLAN
GAINES GWATHMEY, III
ALAN S. HALPERIN
CLAUDIA HAMMERMAN
GERARD E. HARPER
BRIAN S. HERMANN
ROBERT M. HIRSH
NICOLE HIRSHMAN
JOYCE S. HUANG
MEREDITH J. KANE
ROBERTA A. KAPLAN
BRAD S. KAP
JOHN C. KENNEDY
ALAN W. KORNBERG
DANIEL J. KRAMER

DAVID K. LAKHDHIR
JOHN E. LANGE
DANIEL J. LEFFELL
XIAOFU GREG LIU
JEFFREY D. MARCELL
JULIA TARVER MASON
MARCO V. MASOTTI
EDWIN S. MAYNARD
DAVID W. MAYO
TOBY S. MYERSON
JOHN E. NATHAN
CATHERINE NYARADY
ALEX YOUNG K. OH
JOHN J. O'NEIL
KELLEY D. PARKER
ROBERT K. PARKER
MARC E. PERLMUTTER
MARK F. POKERANTZ
VALERIE E. RADWANER
CAREY R. RAMOS
CARL L. REISNER
WALTER G. RICCIARDI
WALTER RIEMAN
RICHARD A. ROSEN
ANDREW N. ROSENBERG
PETER J. ROTHENBERG
JACQUELINE R. RUBIN
RAPHAEL M. RUSSO
JEFFREY D. SAFERSTEIN
JEFFREY B. SAMUELS
DALE M. SARRO
TERRY E. SCHIMEK
KENNETH M. SCHNEIDER
ROBERT B. SCHUMER
JAMES H. SCHWAB
STEPHEN J. SHIMSHAK
DAVID R. SICULAR
MOSES SILVERMAN
STEVEN SIMKIN
JOSEPH J. SIMONS
MARILYN SOBEL
TARUN M. STEWART
ERIC ALAN STONE
AIDAN SYNNOTT
ROBYN F. TARNOWSKY
JUDITH R. THOYER
DANIEL J. TOAL
MARK A. UNDERBERG
LIZA M. VELAZQUEZ
MARIA T. VULLO
LAWRENCE S. WEE
THEODORE V. WELLS, JR.
BETH A. WILKINSON
STEVEN J. WILLIAMS
LAWRENCE J. WITDORCHIC
JORDAN S. VARETT
KAYE N. YOSHINO
TONG YU
TRACEY A. ZACCONE
T. ROBERT ZOGHOWSKI, JR.

*NOT ADMITTED TO THE NEW YORK BAR

July 2, 2009

By Hand Delivery

Irving H. Picard, Esq.
Baker and Hostetler LLP
45 Rockefeller Plaza, 11th Floor
New York, NY 10111

Dear Mr. Picard:

Enclosed please find Customer Claims and Proofs of Claim for Mark and Andrew Madoff. The original versions of these forms were sent to the Claims Processing Center in Dallas, Texas this week. However, we have not received confirmation that such forms were received by the Claims Agent. Therefore, in an abundance of caution, we submit these copies to your office to ensure that we meet the July 2 SIPA deadline.

Please contact me if you have any questions.

Sincerely,



Martin Flumenbaum

Enclosures

WEISS, RIFKIND, WHARTON & GARRISON LLP
 AVENUE OF THE AMERICAS • NEW YORK, NY 10019-8064

HAND DELIVERY

PS|Ship - Voucher

Page 1 of 2

To

Alix Partners LLP
 c/o Baker & Hostetler LLP
 45 Rockefeller Plaza
 New York, NY 10111 US
 212-373-3512

From

HANNAH S. SHOLL
 (04796)
 Paul Weiss LLP
 1285 Avenue of the
 Americas
 New York, NY 10019 US

PWRWG0164486



Service

Roundtrip
 Hand Delivery by 11:00 AM

Reference

018997 : 00001

Vendor

Tracking

Instructions

May be left unattended in a
 safe place
 Messenger needs to wait for
 signature. SUPER RUSH

Operator

CLAUDETTE W WILSON
 2072
 cwilson@paulweiss.com

Price

Packaging/dimensions

Other

Options

Signature required

	Signature	Name	Date
Delivered to			
Delivered by			

NY-019
 NY-016



Bernard L. Madoff Investment Securities LLC
Case No 08-01789-BRL
U.S. Bankruptcy Court for the Southern District of New York
Claim Number 100427

PROOF OF CLAIM

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

RECEIVED

JUL 06 2009

IN RE)	Adv. Proc. No. 08-01789-BRL
)	
BERNARD L. MADOFF)	
INVESTMENT SECURITIES LLC,)	Amount of Claim \$45,690,776.95
)	
)	Claimed As: <input checked="" type="checkbox"/> General Unsecured
)	<input checked="" type="checkbox"/> Priority (see Paragraph 10)
Debtor.)	<input type="checkbox"/> Secured (see Paragraph 9)
)	
)	

1. Name of Creditor
(Print or Type): Andrew Madoff

Mailing Address: [REDACTED]

City [REDACTED] State [REDACTED] Zip Code: [REDACTED]

2. The debtor was, at the time of the filing of the petition initiating this case, and still is indebted (or liable) to this claimant in the sum of \$45,690,776.95.

3. The consideration for this debt (or ground of liability) is as follows:

Services Rendered – See Attachment

4. (If the claim is founded on writing.) The writing on which this claim is founded (or a duplicate thereof) is attached hereto (or cannot be attached for the reason set forth in the following statement).

5. (If appropriate,) This claim is founded on an open account, which became (or will become) due on _____, as shown by the itemized statement attached hereto. Unless it is attached hereto or its absence is explained in an attached statement, no note or other negotiable instrument has been received for the account or any part of it.

PROOF OF CLAIM) CLAIM NUMBER
)

-
6. No judgment has been rendered on the claim except:
-

7. The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.
-

8. This claim is not subject to any set-off or counterclaim except:
-

9. No security interest is held for this claim except:

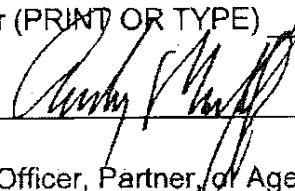
(If security interest in property of the debtor is claimed) The undersigned claims the security interest under the writing referred to in paragraph 4 hereof. Evidence of perfection of such security interest is also attached hereto.

10. This claim is an unsecured claim, except to the extent that the security interest, if any, described in paragraph 9 is sufficient to satisfy the claim. **It is not entitled to priority unless the reason for priority and the amount claimed as priority is set forth below.**

\$10,950 is an allowed unsecured claim entitled to priority under 11 U.S.C. § 507(a)(4)(A).

11. If claimant has obtained this claim by assignment, a copy or explanation of said assignment is attached hereto.

Name of Creditor (PRINT OR TYPE) Andrew Madoff

Signature: 

Title (Corporate Officer, Partner, or Agent): Employee/director

IT IS A VIOLATION OF FEDERAL LAW TO FILE A FRAUDULENT CLAIM. CONVICTION CAN RESULT IN A FINE OF NOT MORE THAN \$50,000 OR IMPRISONMENT FOR NOT MORE THAN 5 YEARS OR BOTH.

**ATTACHMENT TO PROOF OF CLAIM OF
ANDREW MADOFF**

1. On December 15, 2008 (the "Filing Date"), the Honorable Louis L. Stanton, United States District Court Judge for the Southern District of New York, entered the Order Commencing Liquidation (the "Liquidation Order") with respect to Bernard L. Madoff Investment Securities, LLC ("BLMIS" or the "Debtor") pursuant to the provisions of the Securities Investor Protection Act of 1970, 15 U.S.C. § 78aaa *et seq.*, as amended ("SIPA"). Pursuant to the Liquidation Order, the BLMIS proceeding (the "SIPA Proceeding") was removed to the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") in the case captioned *Securities Investment Protection Corporation v. Bernard L. Madoff Investment Securities, LLC*, Adv. Proc. No. 08-01789 (SIPA) (Bankr. S.D.N.Y. 2008).

2. On December 23, 2008, the Bankruptcy Court entered the *Order Approving Form and Manner of Publication and Mailing of Notices; Specifying Procedures for Filing, Determination, and Adjudication of Claims; and Providing Other Relief* (the "SIPA Bar Date Order") which, inter alia, established July 2, 2009, as the deadline (the "SIPA Bar Date") by which all creditors of BLMIS must file proofs of claim in the Debtor's SIPA Proceeding.

3. On June 9, 2009, the Honorable Burton R. Lifland, United States Bankruptcy Court Judge for the Southern District of New York, entered the *Consent Order Substantively Consolidating the Estate of Bernard L. Madoff into the SIPA Proceeding of Bernard L. Madoff Investment Securities LLC and Expressly Preserving All Rights, Claims and Powers of Both Estates* (the "Consolidation Consent Order"). Pursuant to the

Consolidation Consent Order, Bernard L. Madoff's Chapter 7 Case, No. 09-11893 (BRL) (the "Madoff Chapter 7 Case"), was substantively consolidated with the SIPA Proceeding.

4. This Proof of Claim is accordingly filed by and on behalf of Andrew Madoff (the "Claimant") for monies owing to him by BLMIS for services performed by the Claimant as a director in the proprietary trading and market making businesses of BLMIS and for Claimant's claims for fraudulent inducement against the Debtor concerning Claimant's investment in Madoff Securities International Ltd.

5. This amount constitutes (1) the balance of Claimant's Deferred Compensation Account which was maintained at BLMIS (Account No. 1-M0006-3) ("Deferred Compensation Account") (\$40,624,525; most recent available statement attached as Exhibit A); (2) Claimant's salary payment for December 1, 2008 through December 11, 2008 (\$66,251.95; 2008 W-2 tax statement attached as Exhibit B); and (3) Claimant's investment in Madoff Securities International Ltd (\$5,000,000).

6. Reference is made to the *Madoff General Claim Form* to which this attachment is made (the "Madoff General Claim Form"). As set forth therein, as of the filing of this Proof of Claim, BLMIS was, and still is, indebted and/or liable to the Claimant for cash in an amount of no less than \$45,690,776.95 arising from BLMIS's obligation to pay the Claimant the amounts accrued in Claimant's Deferred Compensation Account, as well as Claimant's December 2008 salary, and Claimant's investment in Madoff Securities International Ltd.

7. Concurrently with filing this Proof of Claim, Claimant is filing two SIPC customer claims for BLMIS Account Nos. 1-M0107-3 and 1-M0108-3 (together, the "Customer Claims"). To the extent that Claimant's Customer Claims are not honored or paid

in full in the SIPA Proceeding, Claimant reserves all rights to assert such claims in this proceeding. Nothing herein is or shall be intended to re-characterize any of Claimant's claims asserted in the Customer Claims, which shall remain submitted as Customer Claims in their entirety.

8. In addition, Claimant hereby asserts a contingent claim in respect of the possible assertion of any avoidance cause of action (or any similar cause of action seeking recovery of any transfers to Claimant) against Claimant and a claim, in an amount to be determined, based upon the avoidance of transfers to Claimant; provided, however, that Claimant's assertion of such claims shall not constitute an admission of any kind whatsoever by Claimant of the avoidability of any transfers made to Claimant or any wrongdoing on Claimant's part.

* * * * *

9. Claimant has filed this Proof of Claim under compulsion of the SIPA Bar Date Order and to protect Claimant from forfeiture of its claim against the Debtor by reason of the SIPA Bar Date. Claimant hereby expressly reserves the right to amend and/or supplement this Proof of Claim at any time and in any manner, including, without limitation to assert claims for interest, fees, penalties, charges, attorneys fees and expenses accrued before or after the Filing Date. Claimant further reserves the right to file additional proofs of claim or applications for allowance of administrative expenses or other priority status in this or any other proceeding arising from or related to the claims described herein, including for treatment as provided in section 503(b) of the Bankruptcy Code.

10. In executing and filing this Proof of Claim, Claimant does not waive any obligation owed to Claimant by BLMIS or any past, present or future breaches of agreements by BLMIS. Claimant further does not waive, and this Proof of Claim shall not be deemed or construed to waive, any claims or right to assert any claims, or preserve any remedies, Claimant has against BLMIS or its affiliates, whether arising from or related to transactions described herein or otherwise. Claimant believes such claims are substantial and reserves all of its rights and remedies in connection therewith. In particular, and without limitation, Claimant reserves all of his rights with respect to all claims for fraudulent inducement against the Debtor concerning the Claimant's investment of \$5,000,000 in Madoff Securities International Ltd.

11. The filing of this Proof of Claim is not and shall not be deemed or construed as: (a) a waiver or release of Claimant's rights against any person, entity, or property; (b) a consent by Claimant to the jurisdiction of this Court or any other court with respect to proceedings, if any, commenced in any case against or otherwise involving Claimant; (c) a waiver or release of Claimant's right to trial by jury in this Court or any other court in any proceeding as to any and all matters so triable herein, whether or not the same be designated legal or private rights or in any case, controversy, or proceeding related hereto, notwithstanding the designation or not of such matters as "core proceedings" pursuant to 28 U.S.C. § 157(b)(2), and whether such jury trial right is pursuant to statute or the United States Constitution; (d) a consent by Claimant to a jury trial in this Court or any other court in any proceeding as to any and all matters so triable herein or in any case, controversy, or proceeding related hereto, pursuant to 28 U.S.C. § 157(e) or otherwise; (e) a waiver or release of Claimant's right to have any and all final orders in any and all non-core matters or

proceedings entered only after *de novo* review by a United States District Court Judge; (f) a waiver of the right to move to withdraw the reference with respect to the subject matter of this Proof of Claim, any objection thereto or other proceeding which may be commenced in this case against or otherwise involving Claimant; or (g) an election of remedies.

12. All notices regarding this Proof of Claim should be sent to: Andrew Madoff, [REDACTED] with copies to Paul, Weiss, Rifkind, Wharton & Garrison LLP, 1285 Avenue of the Americas, New York, New York 10019-6064, Telephone: (212) 373-3000, Attention: Martin Flumenbaum.

THE FOREGOING CLAIM IS TRUE AND ACCURATE TO THE BEST OF MY INFORMATION AND BELIEF.

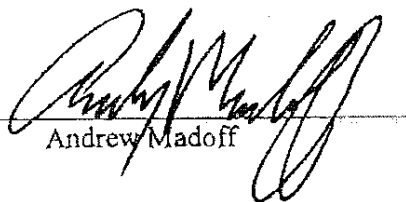

Andrew Madoff

Exhibit A

PORTFOLIO DISPLAY

ACCOUNT#-> 1M0006 3 ANDREW MADOFF From: 1/01/04 to 1/31/05

Initial Investment----->	14,005,877.82CR
Prof. Under Benchmark Return Prv Yr ---->	13,978,199.51
Adjustments----->	
Capital Additions----->	
Capital Withdrawals----->	
Net Working Capital----->	14,005,877.82CR
Benchmark Return of 24 % for 366 Days-->	3,370,620.02CR
Capital Gains/Losses----->	
Dividends/Interest----->	
Realized P/L----->	
Unrealized P/L----->	
Profits Withdrawn----->	
Over/Under Benchmark Return(This Year)-->	3,370,620.02-
Current Cash Balance----->	.31CR
Market Value of Open Positions----->	27,678.00
Total Equity----->	27,678.31CR
PRIOR YEAR END EQUITY----->	27,678.31CR
ANNUALIZED RETURN FOR CURRENT YEAR-->	.00 %
Buying Power	28 Over/Under 17,349-

End 7 = EXIT

BERNARD L. MADOFF
INVESTMENT SECURITIES LLC
New York NY 10022

885 Third Avenue
New York, NY 10022
(212) 230-3424
800 334-1343
Fax (212) 838-4061

ANDREW MADOFF

885 THIRD AVENUE 18TH FL
NEW YORK NY 10022

AMSTERDAM
Madelin Securities International Limited
11 Berkeley Street
Mayfair, London W1J 8DT
Tel 020 7493 6323

1/31/05
1
H
1-M0006-3-0

DATE	BOUGHT REMARKS	SELL REMARKS	TRK	DESCRIPTION	PRICE OR PERCENT	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				BALANCE FORWARD			.31
	27,678			NEW BALANCE			.31
				SECURITY POSITIONS			
				FIDELITY SPARTAN	MY PRICE		
				0.5 TREASURY MONEY MARKET	1		
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				27,678.00			

PLEASE RETAIN THIS STATEMENT FOR INCOME TAX PURPOSES

Exhibit B

a. Employer's social security number (SSN) [REDACTED] b. Employer identification number (EIN) [REDACTED] OMB No. [REDACTED]		To Be Filed With Employee's FEDERAL Tax Return. Use for IRS if married, jointly.		1 Wages, tips, other compensation 1996150.00	2 Federal income tax withheld 586521.32
c. Employer's name, address, and ZIP code Bernard L. Madoff Investment Securities LLC 885 Third Avenue New York, NY 10022		3 Social security wages 102000.00	4 Social security tax withheld 6324.00	5 Medicare wages and tips 2011650.00	6 Medicare tax withheld 29168.93
e. Employee's name, address and ZIP code Andrew Madoff [REDACTED]		7 Social security tips [REDACTED]	8 Allocated tips [REDACTED]	9 Advance EIC payment [REDACTED]	
		10 Dependent care benefits [REDACTED]	12a See instructions for box 12 D 15500.00	14 Other Health/Den 9350.00	Med Spend 4000.00
		11 Nonqualified plans [REDACTED]	12b [REDACTED]		
		12a <input type="checkbox"/> Statutory employee <input type="checkbox"/> Retirement plan <input checked="" type="checkbox"/> Third-party sick pay <input type="checkbox"/> [REDACTED]	12c [REDACTED]		
		This information is being furnished to the Internal Revenue Service.			
13 State NY [REDACTED]	14 State wages, tips, etc. 1996150.00	17 State income tax 145784.01	18 Local wages, tips, etc. 1996150.00	19 Local income tax 79368.17	20 Locality name NYC

Form W-2 Wage and Tax Statement 2008

Department of the Treasury—Internal Revenue Service

Safe, accurate, FAST! Use



a. Employer's social security number (SSN) [REDACTED] b. Employer identification number (EIN) [REDACTED] OMB No. [REDACTED]		To Be Filed With Employee's State, City or Local Income Tax Return.		1 Wages, tips, other compensation 1996150.00	2 Federal income tax withheld 586521.32
c. Employer's name, address, and ZIP code Bernard L. Madoff Investment Securities LLC 885 Third Avenue New York, NY 10022		3 Social security wages 102000.00	4 Social security tax withheld 6324.00	5 Medicare wages and tips 2011650.00	6 Medicare tax withheld 29168.93
e. Employee's name, address and ZIP code Andrew Madoff [REDACTED]		7 Social security tips [REDACTED]	8 Allocated tips [REDACTED]	9 Advance EIC payment [REDACTED]	
		10 Dependent care benefits [REDACTED]	12a See instructions for box 12 D 15500.00	14 Other Health/Den 9350.00	Med Spend 4000.00
		11 Nonqualified plans [REDACTED]	12b [REDACTED]		
		12a <input type="checkbox"/> Statutory employee <input type="checkbox"/> Retirement plan <input checked="" type="checkbox"/> Third-party sick pay <input type="checkbox"/> [REDACTED]	12c [REDACTED]		
		This information is being furnished to the Internal Revenue Service.			
13 State NY [REDACTED]	14 State wages, tips, etc. 1996150.00	17 State income tax 145784.01	18 Local wages, tips, etc. 1996150.00	19 Local income tax 79368.17	20 Locality name NYC

Form W-2 Wage and Tax Statement 2008

Department of the Treasury—Internal Revenue Service

Safe, accurate, FAST! Use



a. Employer's social security number (SSN) [REDACTED] b. Employer identification number (EIN) [REDACTED] OMB No. [REDACTED]		To Be Filed With Employee's State, City or Local Income Tax Return.		1 Wages, tips, other compensation 1996150.00	2 Federal income tax withheld 586521.32
c. Employer's name, address, and ZIP code Bernard L. Madoff Investment Securities LLC 885 Third Avenue New York, NY 10022		3 Social security wages 102000.00	4 Social security tax withheld 6324.00	5 Medicare wages and tips 2011650.00	6 Medicare tax withheld 29168.93
e. Employee's name, address and ZIP code Andrew Madoff [REDACTED]		7 Social security tips [REDACTED]	8 Allocated tips [REDACTED]	9 Advance EIC payment [REDACTED]	
		10 Dependent care benefits [REDACTED]	12a See instructions for box 12 D 15500.00	14 Other Health/Den 9350.00	Med Spend 4000.00
		11 Nonqualified plans [REDACTED]	12b [REDACTED]		
		12a <input type="checkbox"/> Statutory employee <input type="checkbox"/> Retirement plan <input checked="" type="checkbox"/> Third-party sick pay <input type="checkbox"/> [REDACTED]	12c [REDACTED]		
		This information is being furnished to the Internal Revenue Service.			
13 State NY [REDACTED]	14 State wages, tips, etc. 1996150.00	17 State income tax 145784.01	18 Local wages, tips, etc. 1996150.00	19 Local income tax 79368.17	20 Locality name NYC

Form W-2 Wage and Tax Statement 2008

Department of the Treasury—Internal Revenue Service

Safe, accurate, FAST! Use



PROOF OF CLAIM

Bernard L. Madoff Investment Securities LLC
 Case No 08-01789-BRL
 U.S. Bankruptcy Court for the Southern District of New York
 Claim Number 100428

UNITED STATES BANKRUPTCY COURT
 SOUTHERN DISTRICT OF NEW YORK

IN RE

 BERNARD L. MADOFF
 INVESTMENT SECURITIES LLC,

Debtor.

) Adv. Proc. No. 08-01789-BRL

) Amount of Claim \$53,848,721.06

) Claimed As: ☒ General Unsecured
) ☒ Priority (see Paragraph 10)
) ☐ Secured (see Paragraph 9)
RECEIVED**JUL 06 2009**

1. Name of Creditor
 (Print or Type):

Mark Madoff

Mailing Address:

[REDACTED]

City [REDACTED] State [REDACTED] Zip Code: [REDACTED]

2. The debtor was, at the time of the filing of the petition initiating this case, and still is indebted (or liable) to this claimant in the sum of \$53,848,721.06.

3. The consideration for this debt (or ground of liability) is as follows:

Services Rendered – See Attachment

4. (If the claim is founded on writing.) The writing on which this claim is founded (or a duplicate thereof) is attached hereto (or cannot be attached for the reason set forth in the following statement).

5. (If appropriate,) This claim is founded on an open account, which became (or will become) due on _____, as shown by the itemized statement attached hereto. Unless it is attached hereto or its absence is explained in an attached statement, no note or other negotiable instrument has been received for the account or any part of it.

PROOF OF CLAIM) CLAIM NUMBER
)

-
6. No judgment has been rendered on the claim except:
-

7. The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.
-

8. This claim is not subject to any set-off or counterclaim except:
-

9. No security interest is held for this claim except:

(If security interest in property of the debtor is claimed) The undersigned claims the security interest under the writing referred to in paragraph 4 hereof. Evidence of perfection of such security interest is also attached hereto.

10. This claim is an unsecured claim, except to the extent that the security interest, if any, described in paragraph 9 is sufficient to satisfy the claim. **It is not entitled to priority unless the reason for priority and the amount claimed as priority is set forth below.**

\$10,950 is an allowed unsecured claim entitled to priority under 11 U.S.C. § 507(a)(4)(A).

11. If claimant has obtained this claim by assignment, a copy or explanation of said assignment is attached hereto.

Name of Creditor (PRINT OR TYPE) Mark Madoff

Signature: 

Title (Corporate Officer, Partner, or Agent): Employee/director

IT IS A VIOLATION OF FEDERAL LAW TO FILE A FRAUDULENT CLAIM. CONVICTION CAN RESULT IN A FINE OF NOT MORE THAN \$50,000 OR IMPRISONMENT FOR NOT MORE THAN 5 YEARS OR BOTH.

**ATTACHMENT TO PROOF OF CLAIM OF
MARK MADOFF**

1. On December 15, 2008 (the "Filing Date"), the Honorable Louis L. Stanton, United States District Court Judge for the Southern District of New York, entered the Order Commencing Liquidation (the "Liquidation Order") with respect to Bernard L. Madoff Investment Securities, LLC ("BLMIS" or the "Debtor") pursuant to the provisions of the Securities Investor Protection Act of 1970, 15 U.S.C. § 78aaa *et seq.*, as amended ("SIPA"). Pursuant to the Liquidation Order, the BLMIS proceeding (the "SIPA Proceeding") was removed to the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") in the case captioned *Securities Investment Protection Corporation v. Bernard L. Madoff Investment Securities, LLC*, Adv. Proc. No. 08-01789 (SIPA) (Bankr. S.D.N.Y. 2008).

2. On December 23, 2008, the Bankruptcy Court entered the *Order Approving Form and Manner of Publication and Mailing of Notices; Specifying Procedures for Filing, Determination, and Adjudication of Claims; and Providing Other Relief* (the "SIPA Bar Date Order") which, *inter alia*, established July 2, 2009, as the deadline (the "SIPA Bar Date") by which all creditors of BLMIS must file proofs of claim in the Debtor's SIPA Proceeding.

3. On June 9, 2009, the Honorable Burton R. Lifland, United States Bankruptcy Court Judge for the Southern District of New York, entered the *Consent Order Substantively Consolidating the Estate of Bernard L. Madoff into the SIPA Proceeding of Bernard L. Madoff Investment Securities LLC and Expressly Preserving All Rights, Claims and Powers of Both Estates* (the "Consolidation Consent Order"). Pursuant to the

Consolidation Consent Order, Bernard L. Madoff's Chapter 7 Case, No. 09-11893 (BRL) (the "Madoff Chapter 7 Case"), was substantively consolidated with the SIPA Proceeding.

4. This Proof of Claim is accordingly filed by and on behalf of Mark Madoff (the "Claimant") for monies owing to him by BLMIS for services performed by the Claimant as a director in the proprietary trading and market making businesses of BLMIS and for Claimant's claims for fraudulent inducement against the Debtor concerning Claimant's investment in Madoff Securities International Ltd.

5. This amount constitutes (1) the balance of Claimant's Deferred Compensation Account which was maintained at BLMIS (Account No. 1-M0009-3) ("Deferred Compensation Account") (\$44,815,520; most recent available statement attached as Exhibit A); (2) Claimant's salary payment for December 1, 2008 through December 11, 2008 (\$33,201.06; 2008 W-2 tax statement attached as Exhibit B); (3) Claimant's 2007 bonus (\$2,000,000); (4) Claimant's 2008 bonus (\$2,000,000); and (4) Claimant's investment in Madoff Securities International Ltd. (\$5,000,000).

6. Reference is made to the *Madoff General Claim Form* to which this attachment is made (the "Madoff General Claim Form"). As set forth therein, as of the filing of this Proof of Claim, BLMIS was, and still is, indebted and/or liable to the Claimant for cash in an amount of no less than \$53,848,721.06 arising from BLMIS's obligation to pay the Claimant the amounts accrued in Claimant's Deferred Compensation Account, as well as Claimant's December 2008 salary, 2007 and 2008 bonuses, and Claimant's investment in Madoff Securities International Ltd.

7. In addition, Claimant hereby asserts a contingent claim in respect of the possible assertion of any avoidance cause of action (or any similar cause of action seeking

recovery of any transfers to Claimant) against Claimant and a claim, in an amount to be determined, based upon the avoidance of transfers to Claimant; provided, however, that Claimant's assertion of such claims shall not constitute an admission of any kind whatsoever by Claimant of the avoidability of any transfers made to Claimant or any wrongdoing on Claimant's part.

* * * * *

8. Claimant has filed this Proof of Claim under compulsion of the SIPA Bar Date Order and to protect Claimant from forfeiture of its claim against the Debtor by reason of the SIPA Bar Date. Claimant hereby expressly reserves the right to amend and/or supplement this Proof of Claim at any time and in any manner, including, without limitation to assert claims for interest, fees, penalties, charges, attorneys fees and expenses accrued before or after the Filing Date. Claimant further reserves the right to file additional proofs of claim or applications for allowance of administrative expenses or other priority status in this or any other proceeding arising from or related to the claims described herein, including for treatment as provided in section 503(b) of the Bankruptcy Code.

9. In executing and filing this Proof of Claim, Claimant does not waive any obligation owed to Claimant by BLMIS or any past, present or future breaches of agreements by BLMIS. Claimant further does not waive, and this Proof of Claim shall not be deemed or construed to waive, any claims or right to assert any claims, or preserve any remedies, Claimant has against BLMIS or its affiliates, whether arising from or related to transactions described herein or otherwise. Claimant believes such claims are substantial and reserves all of its rights and remedies in connection therewith. In particular, and without

limitation, Claimant reserves all of his rights with respect to all claims for fraudulent inducement against the Debtor concerning the Claimant's investment of \$5,000,000 in Madoff Securities International Ltd.

10. The filing of this Proof of Claim is not and shall not be deemed or construed as: (a) a waiver or release of Claimant's rights against any person, entity, or property; (b) a consent by Claimant to the jurisdiction of this Court or any other court with respect to proceedings, if any, commenced in any case against or otherwise involving Claimant; (c) a waiver or release of Claimant's right to trial by jury in this Court or any other court in any proceeding as to any and all matters so triable herein, whether or not the same be designated legal or private rights or in any case, controversy, or proceeding related hereto, notwithstanding the designation or not of such matters as "core proceedings" pursuant to 28 U.S.C. § 157(b)(2), and whether such jury trial right is pursuant to statute or the United States Constitution; (d) a consent by Claimant to a jury trial in this Court or any other court in any proceeding as to any and all matters so triable herein or in any case, controversy, or proceeding related hereto, pursuant to 28 U.S.C. § 157(e) or otherwise; (e) a waiver or release of Claimant's right to have any and all final orders in any and all non-core matters or proceedings entered only after *de novo* review by a United States District Court Judge; (f) a waiver of the right to move to withdraw the reference with respect to the subject matter of this Proof of Claim, any objection thereto or other proceeding which may be commenced in this case against or otherwise involving Claimant; or (g) an election of remedies.

11. All notices regarding this Proof of Claim should be sent to: Mark Madoff, [REDACTED], with copies to Paul, Weiss,

Rifkind, Wharton & Garrison LLP, 1285 Avenue of the Americas, New York, New York
10019-6064, Telephone: (212) 373-3000, Attention: Martin Flumenbaum.

THE FOREGOING CLAIM IS TRUE AND ACCURATE TO THE BEST OF MY
INFORMATION AND BELIEF.



Mark Madoff

Exhibit A

[illegible]

Exhibit B

a Employee's social security number		b Employer identification number (EIN)		OMB No.		1 Wages, tips, other compensation 992650.00		2 Federal income tax withheld 323783.43	
c Employer's name, address, and ZIP code Bernard L. Madoff Investment Securities LLC 885 Third Avenue New York, NY 10022						COPY 2 To Be Filed with Employee's FEDERAL Tax Return. Visit the IRS at www.irs.gov/etec.			
d Control number						3 Social security wages 102000.00		4 Social security tax withheld 6324.00	
e Employee's name, address, and ZIP code Mark Madoff						5 Medicare wages and tips 1008150.00		6 Medicare tax withheld 14618.18	
7 Social security type						8 Allocated tips		9 Advance EIC payment	
10 Dependent care benefits						12a See instructions for box 12 D 15500.00		14 Other Health/Den 8350.0	
11 Nonqualified plans						12b		Med Spend 7500.0	
13 Statutory <input type="checkbox"/> Retirement <input type="checkbox"/> Third-party sick pay <input checked="" type="checkbox"/> This information is being furnished to the Internal Revenue Service.						12c			
15 State NY		16 State wages, tips, etc. 992650.00		17 State income tax 72062.21		18 Local wages, tips, etc. 992650.00		19 Local income tax 39228.00	
								20 Locality name NYC	

Form W-2 Wage and Tax Statement 2008

Department of the Treasury—Internal Revenue Service

Safe, accurate, FAST! Use



a Employee's social security number		b Employer identification number (EIN)		OMB No.		1 Wages, tips, other compensation 992650.00		2 Federal income tax withheld 323783.43	
c Employer's name, address, and ZIP code Bernard L. Madoff Investment Securities LLC 885 Third Avenue New York, NY 10022						COPY 2 To Be Filed with Employee's State, City or Local Income Tax Return.			
d Control number						3 Social security wages 102000.00		4 Social security tax withheld 6324.00	
e Employee's name, address, and ZIP code Mark Madoff						5 Medicare wages and tips 1008150.00		6 Medicare tax withheld 14618.18	
7 Social security type						8 Allocated tips		9 Advance EIC payment	
10 Dependent care benefits						12a See instructions for box 12 D 15500.00		14 Other Health/Den 8350.0	
11 Nonqualified plans						12b		Med Spend 7500.0	
13 Statutory <input type="checkbox"/> Retirement <input type="checkbox"/> Third-party sick pay <input checked="" type="checkbox"/> This information is being furnished to the Internal Revenue Service.						12c			
15 State NY		16 State wages, tips, etc. 992650.00		17 State income tax 72062.21		18 Local wages, tips, etc. 992650.00		19 Local income tax 39228.00	
								20 Locality name NYC	

Form W-2 Wage and Tax Statement 2008

Department of the Treasury—Internal Revenue Service

Safe, accurate, FAST! Use



a Employee's social security number 075-80-6204		b Employer identification number (EIN)		OMB No.		1 Wages, tips, other compensation 992650.00		2 Federal income tax withheld 323783.43	
c Employer's name, address, and ZIP code Bernard L. Madoff Investment Securities LLC 885 Third Avenue New York, NY 10022						COPY 2 To Be Filed with Employee's State, City or Local Income Tax Return.			
d Control number						3 Social security wages 102000.00		4 Social security tax withheld 6324.00	
e Employee's name, address, and ZIP code Mark Madoff						5 Medicare wages and tips 1008150.00		6 Medicare tax withheld 14618.18	
7 Social security type						8 Allocated tips		9 Advance EIC payment	
10 Dependent care benefits						12a See instructions for box 12 D 15500.00		14 Other Health/Den 8350.0	
11 Nonqualified plans						12b		Med Spend 7500.0	
13 Statutory <input type="checkbox"/> Retirement <input type="checkbox"/> Third-party sick pay <input checked="" type="checkbox"/> This information is being furnished to the Internal Revenue Service.						12c			
15 State NY		16 State wages, tips, etc. 992650.00		17 State income tax 72062.21		18 Local wages, tips, etc. 992650.00		19 Local income tax 39228.00	
								20 Locality name NYC	

Form W-2 Wage and Tax Statement 2008

Department of the Treasury—Internal Revenue Service

Safe, accurate, FAST! Use



MADOFF FAMILY DEFENDANTS' BLMIS CUSTOMER CLAIMS

<u>BLMIS Account Number</u>	<u>BLMIS Account Name</u>	<u>Claim Filed By</u>	<u>Date Claim Filed</u>	<u>Claim Number (s)</u>	<u>Status of Claim</u>	<u>Date Objection Filed</u>
1F0218	JOAN L FISHER PARTNERS C/O BERNARD L MADOFF & PETER B MADOFF	Trust U/A VI and VII of Will of Gladys C. Luria f/b/o Joan L. Fisher, Peter Madoff, Trustee, as partner of Joan L. Fisher Partners	3/5/2009	006387, 006388	Denied	12/3/2010
1L0121	ESTATE OF GLADYS C LURIA BERNARD L MADOFF & PETER B MADOFF CO-EXECUTORS	Estate of Gladys C. Luria, Peter B. Madoff, Executor	3/5/2009	006389	Denied	4/26/1010
1S0426	THE R.D.S. TRUST SHANA DIANE SKOLLER AND ROGER MADOFF TRUSTEES	For Account of the R.D.S. c/o Shana Madoff Swanson & c/o Paul Konigsberg	6/30/2009	013420	Deemed Determined	N/A
1M0107	ANDREW MADOFF	Andrew Madoff	7/2/2009	015306, 015383	Deemed Determined	N/A
1M0107	ANDREW MADOFF	Andrew Madoff	7/6/2009	070065	Deemed Determined	N/A
1M0108	ANDREW MADOFF & DEBORAH MADOFF J/T WROS	Andrew Madoff (and Deborah Madoff)	7/2/2009	015382	Deemed Determined	N/A
1M0108	ANDREW MADOFF & DEBORAH MADOFF J/T WROS	Andrew Madoff (and Deborah Madoff)	7/6/2009	070066	Deemed Determined	N/A
1M0110	SHANA MADOFF FBO TST PAUL KONIGSBERG TSTEE	Shana Madoff Swanson f/b/o TST Paul Konigsberg TSTEE	6/30/2009	015430	Deemed Determined	N/A
1-01603-1-5	SHANA MADOFF	Shana Madoff Swanson	6/30/2009	015431	Undetermined	N/A

SUMMARY OF TRANSFERS TO OR FOR THE BENEFIT OF THE FAMILY DEFENDANTS

	<u>Total</u> <u>Transfer Amount</u>	<u>1-Year</u> <u>Preferential</u> <u>Transfers</u>	<u>2-Year</u> <u>Transfers</u>	<u>6-Year</u> <u>Transfers</u>	<u>Prior to</u> <u>6-Year</u> <u>Transfers</u>
<u>Initial Transfers</u>					
Peter Madoff	77,021,603	3,817,914	16,785,958	43,528,549	33,493,053
Mark Madoff	68,992,397	1,590,916	15,127,377	42,205,875	26,786,523
Andrew Madoff	64,724,643	2,228,522	17,121,309	43,716,702	21,007,940
Shana Madoff	10,716,979	843,261	6,880,320	9,657,187	1,059,792
	\$ 221,455,622	\$ 8,480,613	\$ 55,914,964	\$ 139,108,313	\$ 82,347,308

Subsequent Transfers

Peter Madoff	-	-	-	-	-
Mark Madoff	2,899,000	-	2,899,000	2,899,000	-
Andrew Madoff	-	-	-	-	-
Shana Madoff	2,020,000	-	-	-	2,020,000
	\$ 4,919,000	\$ -	\$ 2,899,000	\$ 2,899,000	\$ 2,020,000

Total Transfers

Peter Madoff	77,021,603	3,817,914	16,785,958	43,528,549	33,493,053
Mark Madoff	71,891,397	1,590,916	18,026,377	45,104,875	26,786,523
Andrew Madoff	64,724,643	2,228,522	17,121,309	43,716,702	21,007,940
Shana Madoff	12,736,979	843,261	6,880,320	9,657,187	3,079,792
	\$ 226,374,622	\$ 8,480,613	\$ 58,813,964	\$ 142,007,313	\$ 84,367,308

NOTE: For detail of the transfers to or for the benefit of the Family Defendants, see Exhibits A - H.