

JAMES CLARKSON ACTING REGIONAL DIRECTOR Attorney for Plaintiff SECURITIES AND EXCHANGE COMMISSION **New York Regional Office** 3 World Financial Center - RM 400 New York, NY 10281 (212) 336-1020



UNITED STATES DISTRICT COURT SOUTHERN DISTRICT OF NEW YORK

SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

- against -

08 Civ. 10791 (LLS) ECF CASE

BERNARD L. MADOFF and BERNARD L. MADOFF INVESTMENT SECURITIES LLC,

Defendants.

CONSENT OF DEFENDANT BERNARLD L. MADDOFF TO PRELIMINARY INJUNCTION ORDER

Defendant Bernard L. Madoff ("Madoff"), on his individual behalf, and to the 1. extent, if any, he owns or controls Defendant Bernard L. Madoff Investment Securities LLC ("BMIS;" collectively, "Defendants") and Madoff Securities International Ltd. ("Madoff International"), Madoff Ltd., and any other broker-dealer, market making, or investment advisory businesses (the "Foreign Entities") acknowledge having been served with the summons and complaint in this action, enter a general appearance, and admit the Court's jurisdiction over Defendants and over the subject matter of this action.

- 2. Defendants hereby consent to the entry of the proposed Order Imposing a Preliminary Injunction, Freezing Assets and Granting Other Relief Against Defendants in the form attached hereto (the "P.I. Order") and incorporated by reference herein.
- 3. Defendants waive the entry of findings of fact and conclusions of law pursuant to Rule 65 of the Federal Rules of Civil Procedure.
- 4. Defendants waive the right, if any, to appeal from the entry of the proposed P.I. Order.
- 5. Defendants enter into this Consent voluntarily and represent that no threats, offers, promises, or inducements of any kind have been made by the Commission or any member, officer, employee, agent, or representative of the Commission to induce Defendants to enter into this Consent.
- 6. Defendants agree that this Consent shall be incorporated into the P.I. Order with the same force and effect as if fully set forth therein.
- 7. Defendants will not oppose the enforcement of the P.I. Order on the ground, if any exists, that it fails to comply with Rule 65(d) of the Federal Rules of Civil Procedure, and hereby waive any objection based thereon.
- 8. Defendants waive service of the P.I. Order and agree that entry of the P.I. Order by the Court and filing with the Clerk of the Court will constitute notice to Defendants of its terms and conditions.
- 9. Defendants acknowledge that no promise or representation has been made by the Commission or any member, officer, employee, agent, or representative of the Commission with regard to any criminal liability that may have arisen or may arise from the facts underlying this action or immunity from any such criminal liability. Defendants further acknowledge that the

Court's entry of a PI Order may have collateral consequences under federal or state law and the rules and regulations of self-regulatory organizations, licensing boards, and other regulatory organizations. Such collateral consequences include, but are not limited to, a statutory disqualification with respect to membership or participation in, or association with a member of. a self-regulatory organization. This statutory disqualification has consequences that are separate from any sanction imposed in an administrative proceeding.

10. Defendants agree that the Commission may present the proposed P.I. Order to the Court for signature and entry without further notice.

By: Bernard L. Madoff

In his individual capacity and in his capacity, if any, as the owner or controlling person of Bernard L. Madoff Investment Securities LLC, Madoff Securities International Ltd. and Madoff Ltd.

personally appeared before me and acknowledged executing the foregoing Consent.

Notary Public

Commission expires: JESSICA SHANNON
NOTARY PUBLIC, STATE OF NEW YORK
NO. 01SH6136253
QUALIFIED IN BRONX COUNTY COMMISSION EXPIRES 11/07/2009

Approved as to form:

1177 Avenue of the Americas

New York, NY

10036-2714 T: (212) 277-6576 Attorney for Defendants Bernard L. Madoff and Bernard L. Madoff Investment Securities LLC