

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

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IN RE	:	MASTER FILE NO.
	:	CV-96-5238
VISA CHECK/MASTERMONEY ANTITRUST	:	(Gleeson, J.) (Orenstein, M.J.)
LITIGATION	:	
	:	
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This Document Relates To:	:	ORDER
All Actions	:	
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**ORDER APPROVING AGREEMENT TO PREPAY FUTURE PAYMENTS
AT A DISCOUNT BETWEEN LEAD COUNSEL AND VISA**

Good cause having been shown, and there being no objection, it is hereby

ORDERED that:

(1) The Agreement To Prepay Future Payments At A Discount between Lead Counsel and Visa U.S.A. Inc., dated August 31, 2009 (“the Visa Prepayment Agreement”), is approved;

(2) Lead Counsel on behalf of the Plaintiff Class may proceed with the Prepayment pursuant to the Visa Prepayment Agreement;

(3) Lead Counsel is authorized and has all requisite power and authority to act as binding representative and agent of the Plaintiff Class for all matters related to the Prepayment and to execute (through the signatures of either Robert L. Begleiter or Jeffrey I. Shinder on behalf of Constantine Canon LLP and George W. Sampson on behalf of Hagens Berman Sobol Shapiro LLP), deliver and perform on behalf of the Plaintiff Class all documents necessary or advisable to complete the Prepayment, and upon such execution and delivery by Lead Counsel, all documents relating to the Prepayment to which Lead Counsel is party shall constitute legal,

valid, and binding obligations of and be enforceable against the Plaintiff Class in accordance with their terms; and

(4) notice provided to the Plaintiff Class on the case website and to the parties appearing in this action by mail is sufficient and adequate such that no additional consent, approval, order, or authorization by this Court, filing with this Court, or notice to this Court, the Plaintiff Class, or the parties appearing in this action is required in connection with the execution, delivery or performance by Lead Counsel of the documents necessary to complete the Prepayment.

So ordered.

John Gleeson, U.S.D.J.

Dated: October 2, 2009
Brooklyn, NY