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and
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UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK
CASE NO. 04cv 02322 GEL

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U.S. SECURITIES AND EXCHANGE COMMISSION :
 :
 Plaintiff, :
 :
 v. :
 :
 UNIVERSAL EXPRESS, INC., RICHARD A. :
 ALTOMARE, CHRIS G. GUNDERSON, MARK :
 S. HEUHAUS, GEORGE J. SANDHU, SPIGA, :
 LTD., AND TARUN MENDIRATTA, :
 :
 Defendants, :
-----X

DECLARATION OF ATTORNEY ARTHUR W. TIFFORD
IN SUPPORT OF MESSRS. ALTOMARE AND GUNDERSON'S
MOTION TO STAY PROCEEDINGS OR ADJOURN
OCTOBER 12, 2007 HEARING ON SEC'S
MOTION FOR CIVIL CONTEMPT AND
MOTION FOR LEAVE TO WITHDRAW
(Electronically Filed)

Arthur W. Tifford hereby declares under the penalty of perjury of the laws of the United States of America that the following is true and correct.

1. My name is Arthur W. Tifford and I am attorney authorized practice law in the States of New York and Florida and numerous federal venues.

2. I make this declaration upon personal knowledge except where otherwise indicated.

3. On June 30, 2004 the USAO requested a stay of these civil proceedings which the Court allowed until November 1, 2004. The USAO requested and received a second stay of proceedings by order dated 19 November 2004 and filed 22 November 2004. The second stay continued until 04 March 2005. Following the expiration of the Court's second order granting the USAO's motion for stay, very substantial civil discovery commenced and proceeded with great diligence pursuant to Rules 33, 34 and 35, *Federal Rules of Civil Procedure* and the *Local Rules of this Court*.

Unbeknownst to all the defendants, except Mendiratta during that civil action discovery the SEC and USAO were in continuous liaison with one another and, based upon information adduced in the Sandhu letter, Mendiratta was cooperating with both the SEC and the USAO. Equally important, the liaison between the SEC and USAO predated

the latter's first motion for a stay (prompting this Court's 30 June 2004 order) to such an extent that SEC counsel was present at, participated in and actually took notes during the Mendiratta joint proffer session between the SEC and the USAO. (Sandhu letter at n. 4 and Exhibit C).

4. Throughout the course of this civil action discovery I repeatedly requested all *Giglio* information and documents from the SEC. No such documents or information was produced.

5. On 18 September 2007 Assistant United States Attorney Rhonda Jung and Special Agent Thomas Zukauskas, Federal Bureau of Investigation telephoned me as counsel for Mr. Altomare. In that conversation AUSA Jung informed me that there is an active criminal investigation of Messrs. Altomare and Gunderson and asked if I wanted to arrange an appointment with the government to discuss a disposition of the case as to Mr. Altomare.

6. The USAO previously informed me that that their office considers my joint representation of both Messrs. Altomare and Gunderson to involve a non-waivable conflict relative to criminal prosecution and related proceedings.

7. On information and belief and even more recently the USAO contacted Lawrence Garvey, Esq., defense counsel

for Mr. Gunderson relating to the pending federal grand jury investigation informing him of the pending investigation.

8. The USAO has determined that I should not represent Mr. Gunderson due to a non-waivable conflict. The result is the very recent need for me to withdraw as counsel for Mr. Gunderson and for new counsel to appear in his behalf.

Respectfully submitted,

TIFFORD AND TIFFORD, P.A.
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BY /s/
ARTHUR W. TIFFORD
(NY ID-011481)

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that a true and correct copy of the above and foregoing was electronically filed this 11TH day of October 2007 to:

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