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March 11, 2010

VIA FAX

Honorable William H. Pauley, III
United States District Judge
United States District Court
Southern District of New York
500 Pearl Street, Room 1640
New York, New York 10007

Re: **Ross v. Bank of America, N.A. (USA) et al.**
05-CV-7116 (WHP)

Dear Judge Pauley:

This firm represents Defendants DFS Services LLC, Discover Bank, and Discover Financial Services (collectively "Discover") in the above-referenced matter.

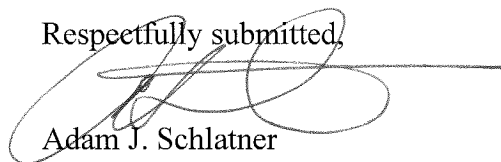
On Friday, March 5, 2010, Discover submitted its "Response in Opposition to Class Plaintiffs' Motion for Preliminary Approval of Class Action Settlements with Bank of America, Capital One, Chase and HSBC", setting forth Discover's objections to the settling parties' proposed Notice of Proposed Settlement (the "Proposed Notice"). Subsequently, Discover and Class Plaintiffs reached an agreement resolving Discover's concerns regarding the Proposed Notice. That agreement is referenced in correspondence, also dated today, from Class Plaintiffs' counsel, Berger & Montague, P.C., to the Court, and reflected in the revised Proposed Notice submitted therewith. Accordingly, Discover hereby withdraws its objections to the Proposed Notice.

Discover does, however, maintain an objection to the settling parties' Proposed Order Preliminarily Approving the Settlement (the "Proposed Order"). Specifically, Discover objects to the language contained in footnote 3 of the Proposed Order to the extent it deviates from language contained in the Court's October 6, 2009 Order concerning class certification (at footnote 5). Simply stated, in the October 6 Order, the Court ruled on the definitions of the class and subclass (which definitions had previously been negotiated and agreed to by and among the parties) and there is no reason to alter those definitions in any respect. Moreover, the Settlement

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Agreements submitted to the Court for approval define the "Settlement Class" as the "Class and Subclass" certified in the October 6 Order -- thus, Discover respectfully submits, the Preliminary Order should track precisely the language of that Order. This objection has been raised with Class Plaintiffs' counsel, but has not been resolved as of the time of this writing.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Adam J. Schlatner", is written over a horizontal line. The signature is stylized and cursive.

Adam J. Schlatner

cc: All Counsel of Record (via e-mail)