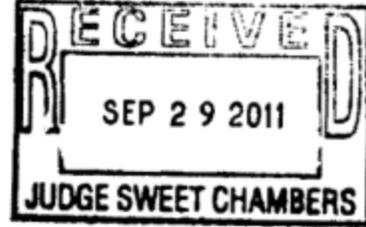


Sweet, J

Exhibit B



UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

----- X  
IN RE THE BEAR STEARNS COMPANIES, :  
INC. SECURITIES, DERIVATIVE, AND ERISA :  
LITIGATION :

Master File No.:  
08 M.D.L. No. 1963 (RWS)

This Document Relates To: :

ECF Case

*Financial Trust Co., Inc. v. The Bear* :  
*Stearns Cos. Inc.*, No. 10 Civ. 01226 (RWS) :

STIPULATION OF DISMISSAL  
WITH PREJUDICE

----- X

PLEASE TAKE NOTICE that the undersigned counsel for all parties hereby stipulate and agree that this action, *Financial Trust Co., Inc. v. The Bear Stearns Cos. Inc.*, No. 10 Civ. 01226 (RWS), is hereby dismissed WITH PREJUDICE pursuant to Rule 41(a)(1)(A)(ii) of the Federal Rules of Civil Procedure.

Dated: New York, New York  
August 31, 2011

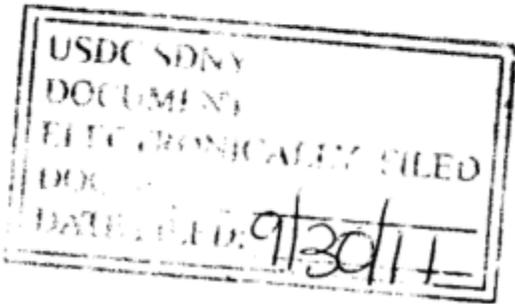
PAUL, WEISS, RIFKIND, WHARTON  
& GARRISON LLP

By:

Brad S. Karp ( )  
Eric S. Goldstein ( )  
Jonathan Hurwitz ( )  
Jessica S. Carey ( )

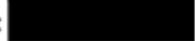
1285 Avenue of the Americas  
New York, New York 10019-6064  
Tel:   
Fax:

*Attorneys for Defendant The Bear Stearns Companies Inc.*

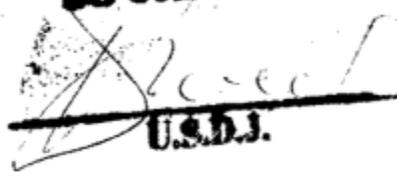


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*Attorneys for Plaintiff Financial Trust Company, Inc.*

~~NO ORIGINAL~~  
  
U.S.D.J.  
9.29.11 2~