

L. Matt Wilson
GA Bar No: 768801
THE WILSON LAW FIRM, PC
950 East Paces Ferry Road
Suite 3250 - Atlanta Plaza
Atlanta, Georgia 30326
Telephone: (404)364-2240
Facsimile: (404)266-7459

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

IN RE:)	
)	
LEHMAN BROTHERS HOLDINGS, INC.)	Case No. 08-13555-jmp
)	
Debtor.)	Chapter 11
)	
)	
)	

AMENDED MOTION FOR APPOINTMENT OF EQUITY COMMITTEE

COMES NOW, Greg Georgas, an equity-security holder of the above-named debtor, by and through his undersigned attorney, who hereby moves this Honorable Court for the appointment of an Official Committee of Equity-Security Holders, to be comprised of individuals and institutions which own common or preferred stock (but who do not also own any debt of the debtor or claims against the debtor), which the undersigned represents is reasonable and necessary in order to assure adequate representation of equity-security holders and the orderly and proper administration of the estate, for the following reasons:

1.

The Debtor's September 10, 2008 Press Release announced "Preliminary Third Quarter, 2008, Financial Results" which reported that "Total Shareholder's Equity of \$28.4 Billion, Up from \$26.3 Billion." The existence of \$28.4 Billion of Shareholder's Equity justifies the appointment of an Official Committee of Equity Holders.

2.

The Debtor's September 10, 2008 Press Release further reported that, absent Gross Mark-to-Market Adjustments of \$5.3 Billion on Residential Mortgage-Related Positions, the Debtor would have reported \$1.4 Billion in Net Income. The Federal Reserve and U.S. Treasury, with the support of the current administration and Congress, have announced an intention to create a \$700 Billion bailout fund designed to prevent further losses in the Residential Mortgage-Related Markets. The Debtor should be able to participate in this new bailout, thereby providing further indications that the Debtor should be able to return to future profitable operations, thereby servicing all of its debt, thereby clearly leaving value for an equity recovery.

3.

The Debtor's September 10, 2008 Press Release announced Preliminary Third Quarter, 2008, financial results, further indicated that the Debtor had an "Estimated Liquidity Pool of \$42 Billion." At the September 19 hearing, the Debtor indicated that it had little remaining cash. This is a matter which warrants the type of investigation best conducted by an Official Committee of Equity Security Holders.

4.

At the September 19 hearing, the Debtor indicated that there is no indication of any fraud, accounting irregularities, or book-keeping problems with the Debtor or any of its business entities. Therefore, because the Debtor is a financial services company, with reported Shareholder's Equity of \$28.4 Billion, the appointment of an Official Committee of Equity Security Holders is warranted. An Official Creditors Committee can not be expected to protect shareholder's equity.

For all of these reasons, and more to be developed at a hearing of this Motion should the Court find that necessary, the undersigned respectfully requests that the Court order the appointment of an additional Official Committee of Equity-Security Holders by the United States Trustee pursuant to 11 U.S.C. § 1102 (a).

This 22ND day of September, 2008.

Respectfully submitted,

THE WILSON LAW FIRM, P.C.

/s/ L. Matt Wilson

Georgia Bar No. 768801

Admission Pro Hac Vice Pending

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CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true and correct copy of the foregoing document has been served upon the persons listed below via electronic mail on this 22nd day of September, 2008.

/s/ L. Matt Wilson

Sent by electronic mail:

Marc Abrams

Willkie Farr & Gallagher LLP
787 Seventh Avenue
New York, NY 10019-6099
(212) 728-8000
(212) 728-8111 (fax)
maosbny@willkie.com

George Angelich

Arent Fox LLP
1675 Broadway
New York, NY 10019
(212) 457-5423
(212) 484-3990 (fax)
angelich.george@arentfox.com

Walter Benzija

Halperin Battaglia Raicht, LLP
555 Madison Avenue
9th Floor
New York, NY 10022
(212) 765-9100
(212) 765-0964 (fax)
wbenzija@halperinlaw.net

Bradford M. Berry

Office of General Counsel Commodity
Futures Trading Commission
1155 21st Street, NW
Washington, DC 20581

(202) 418-5127
bberry@cftc.gov

Martin J. Bienenstock
Dewey & LeBoeuf LLP
1301 Avenue of the Americas
New York, NY 10019
212-259-8530
212-259-6333 (fax)
martin.bienenstock@dl.com

Matthew Allen Cantor
Normandy Hill Capital L.P.
150 East 52nd Street
10th Floor
New York, NY 10022
(212) 616 2113
212-616-2101 (fax)
mcantor@normandyhill.com

James S. Carr
Kelley Drye & Warren LLP
101 Park Avenue
New York, NY 10178
(212) 808-7955
(212) 808-7897 (fax)
jcarr@kelleydrye.com

Maureen A. Cronin
Debevoise & Plimpton, LLP
919 Third Avenue
New York, NY 10022
(212) 909-6292
(212) 909-6836 (fax)
macronin@debevoise.com

Israel Dahan
Cadwalader Wickersham & Taft, LLP
One World Trade Financial Center
New York, NY 10281
(212) 504-6000
(212) 504-6666 (fax)
israel.dahan@cwt.com

George A. Davis

Cadwalader, Wickersham & Taft LLP
One World Financial Center
New York, NY 10281
(212)504-6000
(212)504-6666 (fax)
george.davis@cwt.com

Paul H. Deutch

Troutman Sanders LLP
The Chrysler Building
405 Lexington Avenue
New York, NY 10174
(212) 704-6000
(212) 704-6137 (fax)
paul.deutch@troutmansanders.com

Michael James Edelman

Vedder, Price, Kaufman & Kammholz, P.C.
1633 Broadway
47th Floor
New York, NY 10019
(212) 407-7700
(212) 407-7799 (fax)
mjedelman@vedderprice.com

Charles R. Ekberg

Lane Powell PC
1420 Fifth Avenue
Suite 4100
Seattle, WA 98101-2338
(206) 223-7012
(206) 613-4255 (fax)
ekbergc@lanepowell.com

David Elrod

Elrod, PLLC
500 North Akard
Suite 3000
Dallas, TX 75201
(214) 855-5188
(214) 855-5183 (fax)
delrod@elrodtrial.com

Daniel J. Flanigan

Polsinelli Shalton Flanigan Suelthaus PC
700 West 47th Street
Suite 1000
Kansas City, MO 64112
(816) 753-1000
(816) 753-1536 (fax)
dflanigan@polsinelli.com

Eduardo J. Glas

McCarter & English, LLP
100 Mulberry Street
Newark, NJ 07102
(973) 622-4444
(973) 624-7070 (fax)
eglas@mccarter.com

Matthew J. Gold

Kleinberg, Kaplan, Wolff & Cohen, P.C.
551 Fifth Avenue
18th Floor
New York, NY 10176
(212) 880-9827
(212) 986-8866 (fax)
mgold@kkwc.com

Antonia Golianopoulos

Mayer Brown Rowe & Maw, LLP
1674 Broadway
New York, NY 10019-5820
(212) 506-2500
(212) 262-1910 (fax)
agolianopoulos@mayerbrownrowe.com

Howard R. Hawkins, Jr.
Cadwalader, Wickersham & Taft LLP
One World Financial Center
New York, NY 10281
(212) 504-6000
(212) 504-6666 (fax)
howard.hawkins@cwt.com

Dion W. Hayes
McGuireWoods LLP
901 East Cary Street
Richmond, VA 23219-4030
(804) 775-1144
(804) 698-2078 (fax)
dhayes@mcguirewoods.com

Ira L. Herman
Thompson & Knight, LLP
919 Third Avenue, 39th Floor
New York, NY 10022
(212) 751-3045
(214) 999-9139 (fax)
ira.herman@tklaw.com

John E. Jureller, Jr.
Klestadt & Winters, LLP
292 Madison Avenue
17th Floor
New York, NY 10017
(212) 972-3000
(212) 972-2245 (fax)
jjureller@klestadt.com

Gregory O. Kaden
Goulston & Storrs, P.C.
400 Atlantic Avenue
Boston, MA 02110-3333
617-482-1776
617-574-4112 (fax)
gkaden@goulstonstorrs.com

Deborah Kovsky-Apap
Pepper Hamilton LLP
100 Renaissance Center
Suite 3600
Detroit, MI 48243-1157
(313) 393-7331
(313) 731-1572 (fax)
kovskyd@pepperlaw.com

Darryl S. Laddin
Arnall Golden Gregory LLP
171 17th Street NW
Suite 2100
Atlanta, GA 30363-1031
(404) 873-8120
(404) 873-8121 (fax)
bkrfilings@agg.com

David M. LeMay
Chadbourne & Parke, LLP
30 Rockefeller Plaza
New York, NY 10112
(212) 408-5112
(212) 541-5369 (fax)
dlemay@chadbourne.com

Shari D. Leventhal
Federal Reserve Bank of New York
33 Liberty Street
Main Building, 7th Floor
New York, NY 10045
(212) 720-5018
(212) 720-8709 (fax)
shari.leventhal@ny.frb.org

Richard B. Levin
Cravath, Swaine & Moore LLP
825 Eighth Avenue
New York, NY 10019
(212) 474-1000
(212) 474-3700 (fax)
rlevin@cravath.com

Judy G.Z. Liu

Dewey & LeBoeuf LLP
1301 Avenue of the Americas
New York, NY 10019
(212) 259-8512
(212) 259-6333 (fax)
judy.liu@dl.com

Edward Joseph LoBello

Blank Rome LLP
405 Lexington Avenue
New York, NY 10174
(212) 885-5364
(212) 885-5002 (fax)
elobello@blankrome.com

Jacqueline Marcus

Weil Gotshal & Manges, LLP
767 5th Avenue
New York, NY 10153
(212) 310-8000
(212) 310-8007 (fax)
jacqueline.marcus@weil.com

Frank McGinn

Bartlett Hackett Feinberg P.C.
155 Federal Street
9th Floor
Boston, MA 02110
(617) 422-0200
(617) 422-0383 (fax)
ffm@bostonbusinesslaw.com

Frank F. McGinn, Esq.
Bartlett Hackett Feinberg P.C.
155 Federal Street, 9th Floor
Boston, MA 02110
617-422-0200
617-422-0383 (fax)
ffm@bostonbusinesslaw.com

David C. McGrail

Law Offices of David C. McGrail
676A Ninth Avenue #211
New York, NY 10036
(646) 290-6496
(646) 224-8377 (fax)
dmcgrail@davidmcgrailaw.com

Frank F. McGinn, Esq.

Bartlett Hackett Feinberg P.C.
155 Federal Street, 9th Floor
Boston, MA 02110
617-422-0200
617-422-0383 (fax)
ffm@bostonbusinesslaw.com

Harvey R. Miller

Weil, Gotshal & Manges, LLP
767 Fifth Avenue
New York, NY 10153
(212) 310-8000
(212) 310-8007 (fax)
harvey.miller@weil.com

Harold S. Novikoff

Wachtell, Lipton, Rosen & Katz
51 West 52nd Street
New York, NY 10019
(212) 403-1000
(212) 403-2000 (fax)
hsnovikoff@wlrk.com

R. Stephen Painter, Jr.

Commodity Futures Trading Commission
140 Broadway
New York, NY 10005
(646) 746-9815
(646) 746-9940 (fax)
spainter@cftc.gov

Sydney G. Platzer

Platzer, Swergold, Karlin, Levine,
Goldberg & Jaslow, LLP
1065 Avenue of the Americas
18th Floor
New York, NY 10018
(212) 593-3000
(212) 593-0353 (fax)
splatzer@platzerlaw.com

Amanda Raboy

Covington & Burling LLP
620 Eighth Avenue
New York, NY 10018
(212) 841-1000
(212) 841-1010 (fax)
araboy@cov.com

John J. Rapisardi

Cadwalader, Wickersham & Taft LLP
One World Financial Center
New York, NY 10281
(212)504-6000
(212)504-6666 (fax)
john.rapisardi@cwt.com

George Rosenberg

Arapahoe County Attorney's Office
5334 S. Prince Street
Littleton, CO 80166
(303) 738-7846
grosenberg@co.arapahoe.co.us

Douglas B. Rosner

Goulston & Storrs, P.C.
400 Atlantic Avenue
Boston, MA 02110
(617) 482-1776
(617) 574-6595 (fax)
drosner@goulstonstorrs.com

Chester B. Salomon

Stevens & Lee, P.C.
485 Madison Avenue
20th Floor
New York, NY 10022
(212) 319-8500
(212) 319-8505 (fax)
cs@stevenslee.com

Howard Seife

Chadbourne & Parke LLP
30 Rockefeller Plaza
New York, NY 10112
(212)408-5361
(212) 541-5369 (fax)
hseife@chadbourne.com

Andrea Sheehan

Law Offices of Robert E. Luna, P.C.
4411 North Central Expressway
Dallas, TX 75205
(214) 521-8000
(214) 521-1738 (fax)
sheehan@txschoollaw.com

Andrea Sheehan

Law Offices of Robert E. Luna, PC
4411 North Central Expressway
Dallas, TX 75205
214-521-8000
214-521-1738 (fax)
sheehan@txschoollaw.com

James H. Shenwick

Shenwick & Associates
655 Third Avenue
20th Floor
New York, NY 10017
212-541-6224
646-218-4600 (fax)
jhs7@att.net

Joseph E. Shickich, Jr.
Riddell Williams P.S.
1001 4th Ave Ste 4500
Seattle, WA 98154-1065
(206) 624-3600
(206) 389-1708 (fax)
jshickich@riddellwilliams.com

Ronald J. Silverman
Bingham McCutchen, LLP
399 Park Avenue
New York, NY 10022-4689
(212) 705-7868
(212) 752-5378 (fax)
ronald.silverman@bingham.com

Keith A. Simon
Latham & Watkins, LLP
885 Third Avenue
New York, NY 60606
(212) 906-1200
(212) 751-4864 (fax)
keith.simon@lw.com

Thomas R. Slome
Meyer, Suozzi, English & Klein, P.C.
990 Stewart Avenue, Suite 300
PO Box 9194
Garden City, NY 11530
516-741-6565
516-741-6706 (fax)
lgomez@msek.com

Elizabeth Page Smith
LeBoeuf, Lamb, Greene & MacRae, LLP
125 West 55th Street
New York, NY 10019
(212) 424-8580
(212) 649-0918 (fax)
esmith@llgm.com

Mark A. Speiser

Stroock & Stroock & Lavan LLP
180 Maiden Lane
New York, NY 10038
(212) 806-5400
212-806-6006 (fax)
mspeiser@stroock.com

Malani Sternstein

Sheppard Mullin Richter & Hampton, LLP
30 Rockefeller Plaza
24th Floor
New York, NY 10112
(212) 332-3800
(212) 332-3888 (fax)
msternstein@sheppardmullin.com

Harvey A. Strickon

Paul, Hastings, Janofsky & Walker LLP
75 East 55th Street
New York, NY 10022-3205
(212) 318-6000
(212) 230-7689 (fax)
harveystrickon@paulhastings.com

Scott Talmadge

Kaye Scholer, LLP
425 Park Avenue
New York, NY 10022
(212) 836-7039
(212) 837-7157 (fax)
stalmadge@kayescholer.com

My Chi To

Debevoise & Plimpton, LLP
919 Third Avenue
New York, NY 10022
(212) 909-7425
(212) 909-6836 (fax)
mcto@debevoise.com

Amit K. Trehan

Mayer Brown LLP
1675 Broadway
New York, NY 10019
(212) 506-2198
(212) 262-1910 (fax)
atrehan@mayerbrown.com

Michael J. Venditto

Reed Smith LLP
599 Lexington Avenue
New York, NY 10022
(212) 205-6081
212-521-5450 (fax)
mwenditto@reedsmith.com

Shai Waisman

Weil, Gotshal & Manges, LLP
767 5th Avenue
New York, NY 10153
(212) 310-8274
(212) 310-8007 (fax)
shai.waisman@weil.com

Elizabeth Weller

Linebarger Goggan Blair & Sampson, LLP
2323 Bryan Street
Suite 1600
Dallas, TX 75201-2691
(214) 880-0089
(469) 221-5003 (fax)
dallas.bankruptcy@publicans.com

Erin Zavalkoff

Vedder Price
1633 Broadway
47th Floor
New York, NY 10019
(212) 407-6921
(212) 407-7799 (fax)
ezavalkoff-babej@vedderprice.com

Peter Alan Zisser

Holland & Knight, LLP
195 Broadway
New York, NY 10007
(212) 513-3200
(212) 385-9010 (fax)
peter.zisser@hklaw.com

Sent by facsimile:

Brian S. Masumoto, Esq.

Office of the U.S. Trustee
33 Whitehall Street, 21st Floor
New York, NY 10004
(212) 668-2255