

**Stipulated Award
NASD Dispute Resolution**

In the Matter of the Arbitration Between:

Sebastian Rollo and Michaelle A. Rollo (Claimants) v. Morgan Stanley DW, Inc., Jeffrey Camp, and Richard Breining (Respondents)

Case Number: 03-02856

Hearing Site: New York, New York

Nature of the Dispute: Customer vs. Member and Associate Persons

REPRESENTATION OF PARTIES

Claimants Sebastian and Michaelle A. Rollo ("Rollo"), hereinafter collectively referred to as "Claimants": Kim Steven Juhase, Esq., Novak & Juhase, Roseland, NJ.

For Respondents Morgan Stanley DW Inc. ("MSDW"), Jeffrey Camp ("Camp") and Richard Breining ("Breining") hereinafter collectively referred to as "Respondents": Joseph Serino, Jr. Esq., and Andrew Horne, Esq., Kirkland & Ellis, LLP, New York, New York and Gary E. Jackson, Esq., In-House Counsel, Morgan Stanley DW, Inc., New York, NY.

CASE INFORMATION

Statement of Claim filed on or about: April 16, 2003

Claimants signed the Uniform Submission Agreement: April 2, 2003.

Joint Statement of Answer filed by Respondents on or about: July 11, 2003.

Respondent MSDW signed the Uniform Submission Agreement: July 23, 2003.

Respondent Camp signed the Uniform Submission Agreement: July 10, 2003.

Respondent Breining signed the Uniform Submission Agreement: June 7, 2003.

CASE SUMMARY

Claimants asserted the following causes of action: (1) common law fraud, (2) breach of contract, (3) negligence, (4) violations of Section 10(b), 15(c)(1) and 19(b) of the Exchange Act and Rule 10b-5 and 15c1-2, (5) violations of NASD Conduct Rules 2110, 2120, 2220, 2310 and 3010, (6) unsuitability, (7) respondent superior. The causes of action relate to the purchase of shares of stock and purchases made on margin, including but not limited to Exodus Communications, Inc.

Unless specifically admitted in their Answer, Respondents denied the allegations made in the Statement of Claim and asserted various affirmative defenses.

RELIEF REQUESTED

Claimants requested compensatory damages in excess of \$1,069,829.90, interest, attorneys' fees, and punitive damages.

Respondents requested that all claims against them be dismissed, that Respondents be awarded their costs, that Respondents be permitted to seek their fees in a court of law, and that all references to this matter be expunged from the NASD Central Registration Depository ("CRD") records of Respondents Breining and Camp.

OTHER ISSUES CONSIDERED AND DECIDED

Prior to the parties agreeing to the Award reflected below, Claimant: 1) dismissed with prejudice all claims asserted against Respondent Camp; and 2) dismissed with prejudice all claims against all remaining Respondents that pertain to fraud, exaggeration or negligence in connection with the preparation of Morgan Stanley research products. On June 9, 2004, the parties finally resolved and settled the remaining claims by and between them.

The parties filed with NASD Dispute Resolution a proposed Stipulated Award wherein the parties requested that all references to this matter be expunged from the NASD CRD records of Respondents Breining and Camp.

The parties have agreed that the Stipulated Award in this matter may be executed in counterpart copies.

AWARD

The parties entered into an agreement to present to the Panel a Stipulated Award. Now, in lieu of a hearing and upon motion of both parties for an entry of an award, the written stipulation thereto, the Panel grants the motion and enters this award granting the following relief:

1. All claims for relief asserted by Claimants, or that could have been asserted by Claimants, in this matter are dismissed with prejudice.
2. Any and all claims for relief not specifically addressed herein, including Claimants' requests for punitive damages and attorneys' fees, are denied.
3. The Panel recommends the expungement of all references to the above-captioned arbitration from Respondent Jeffrey Camp's registration records maintained by the NASD Central Registration Depository ("CRD"), with the understanding that pursuant to NASD Notices to Members 99-09 and 99-54, Respondent Camp must obtain confirmation from a court of competent jurisdiction before the CRD will execute the expungement directive.
4. The Panel recommends the expungement of all references to the above-captioned arbitration from Respondent Richard Breining's registration records maintained by the NASD Central Registration Depository ("CRD"), with the understanding that pursuant to NASD Notices to Members 99-09 and 99-54, Respondent Breining must

obtain confirmation from a court of competent jurisdiction before the CRD will execute the expungement directive.

FEES

Pursuant to the Code, the following fees are assessed:

Filing Fees

NASD Dispute Resolution will retain or collect the non-refundable filing fees for each claim:

Initial claim filing fee = \$500.00

Member Fees

Member fees are assessed to each member firm that is a party in these proceedings or to the member firms that employed the associated persons at the time of the events giving rise to the dispute. Accordingly, Morgan Stanley DW, Inc. is a member firm and a party.

Member surcharge	= \$2,800.00
Pre-hearing process fee	= \$ 750.00
Hearing process fee	= \$5,000.00

Forum Fees and Assessments

The Panel assesses forum fees for each hearing session conducted. A hearing session is any meeting between the parties and the arbitrators, including a pre-hearing conference with the arbitrators, that lasts four (4) hours or less. Forum fees associated with these proceedings are:

One (1) Pre-hearing conference session with a single arbitrator @ \$450.00/session = \$ 450.00
Pre-hearing conference: March 31, 2004 1 session

One (1) Pre-hearing conference session with the Panel @ \$1,200.00/session = \$1,200.00
Pre-hearing conference: November 10, 2003 1 session

Total Forum Fees = \$1,650.00

1. The Panel has assessed \$600.00 of the forum fees for the November 10, 2003 pre-hearing conference and \$150.00 of the forum fees for the March 31, 2004 pre-hearing conference against Claimants.
2. The Panel has assessed \$600.00 of the forum fees for the November 10, 2003 pre-hearing conference jointly and severally against Respondents MSDW and Breining.
3. The Panel has assessed \$150.00 of the forum fees for the March 31, 2004 pre-hearing conference against Respondent MSDW.
4. The Panel has assessed \$150.00 of the forum fees for the March 31, 2004 pre-hearing conference against Respondent Breining.

Fee Summary

1. Claimants are jointly and severally liable for:	
Initial Filing Fee	= \$ 500.00
<u>Forum Fees</u>	= \$ 750.00
Total Fees	= \$1,250.00
<u>Less payments</u>	= \$1,700.00
Refund Due Claimants	= \$ 450.00
2. Respondent MSDW is solely liable for:	
Member Fees	= \$8,550.00
<u>Forum Fees</u>	= \$ 150.00
Total Fees	= \$8,700.00
<u>Less payments</u>	= \$9,150.00
Refund Due MSDW	= \$ 450.00
3. Respondent Breining is solely liable for:	
<u>Forum Fees</u>	= \$ 150.00
Total Fees	= \$ 150.00
<u>Less payments</u>	= \$ 150.00
Balance Due NASD Dispute Resolution	= \$ 0.00
4. Respondents MSDW and Breining are jointly and severally liable for:	
<u>Forum Fees</u>	= \$ 600.00
Total Fees	= \$ 600.00
<u>Less payments</u>	= \$ 600.00
Balance Due NASD Dispute Resolution	= \$ 0.00

All balances are due and payable to NASD Dispute Resolution

Parties' Signatures



Kim Steven Tuhare for

Sebastian Rollo

Claimant

Signature Date



for Kim Steven Tuhare

for Michaelle A. Rollo

Claimant

Signature Date

Morgan Stanley DW, Inc.
Respondent

Signature Date

Jeffrey Camp
Respondent

Signature Date

Richard Breining
Respondent

Signature Date

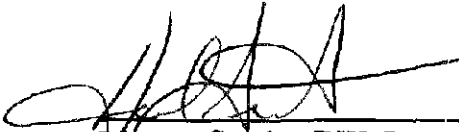
Parties' Signatures

Sebastian Rollo
Claimant

Signature Date

Michaëlle A. Rollo
Claimant

Signature Date



Morgan Stanley DW, Inc.
Respondent
Howard Sendorovitz
Vice President

8/31/04

Signature Date

Jeffrey Camp
Respondent

Signature Date

Richard Breining
Respondent

Signature Date

Parties' Signatures

Sebastian Rollo
Claimant

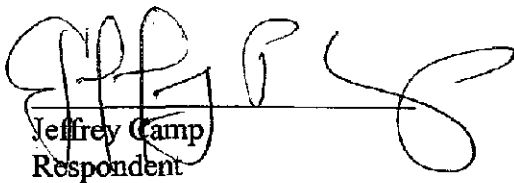
Signature Date

Michaelle A. Rollo
Claimant

Signature Date

Morgan Stanley DW, Inc.
Respondent

Signature Date


Jeffrey Camp
Respondent

9/9/04
Signature Date

Richard Breining
Respondent

Signature Date

Parties' Signatures

Sebastian Rollo
Claimant

Signature Date

Michaelle A. Rollo
Claimant


Signature Date

Morgan Stanley DW, Inc.
Respondent

Signature Date

Jeffrey Camp
Respondent

Signature Date



Richard Breining
Respondent

9-1-04

Signature Date

ARBITRATION PANEL

Douglas John Baumann, Esq.	-	Public Arbitrator, Presiding Chair
William H. Morley, Jr.	-	Public Arbitrator
Christal J. Henner	-	Non-Public Arbitrator

Concurring Arbitrators' Signatures

I, the undersigned arbitrator, do hereby affirm, pursuant to Article 7507 of the Civil Practice Law and Rules, that I am the individual described herein and who executed this instrument is which is my award.



Douglas John Baumann, Esq.
Public Arbitrator, Presiding Chair

8-12-04

Signature Date

William H. Morley, Jr.
Public Arbitrator

Signature Date

Christal J. Henner
Industry Arbitrator

Signature Date

March 4, 2005
Date of Service (For NASD office use only)

ARBITRATION PANEL

Douglas John Baumann, Esq.	-	Public Arbitrator, Presiding Chair
William H. Morley, Jr.	-	Public Arbitrator
Christal J. Henner	-	Non-Public Arbitrator

Concurring Arbitrators' Signatures

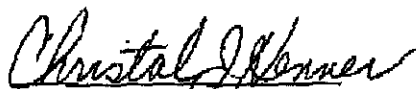
I, the undersigned arbitrator, do hereby affirm, pursuant to Article 7507 of the Civil Practice Law and Rules, that I am the individual described herein and who executed this instrument in which is my award.

Douglas John Baumann, Esq.
Public Arbitrator, Presiding Chair

Signature Date

William H. Morley, Jr.
Public Arbitrator

Signature Date


Christal J. Henner
Industry Arbitrator

9/17/2004
Signature Date

March 4, 2005
Date of Service (For NASD office use only)