

AFFIDAVIT OF JACK A. GOLDBERGER, ESQUIRE

STATE OF FLORIDA) SS
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned authority, personally appeared
having personal knowledge and being duly sworn, deposes and says:

1. I, **Jack A. Goldberger**, have personal knowledge of the matters set forth herein. I am an attorney licensed to practice in the State of Florida since 1978. I am a partner with the law firm of Atterbury Goldberger & Weiss, P.A., located at One Clearlake Centre, Suite 1400, 250 Australian Avenue South, West Palm Beach, FL 33401.

2. My practice includes and specializes in the defense of criminal matters. I am board certified in criminal law. I have been and currently am the criminal defense attorney for JEFFREY EPSTEIN.

3. I represented Mr. EPSTEIN in the negotiation of and entering into a Non-Prosecution Agreement with the United States Attorney's Office (USAO) for the Federal Southern District of Florida. The terms and conditions of the Non-Prosecution Agreement also entailed the entering of a Plea Agreement with the State Attorney's Office, Palm Beach County, State of Florida. (The Non-Prosecution Agreement shall hereinafter be referred to as the "NPA").

4. By its terms, the NPA took effect on June 30, 2008. Also, pursuant to the terms of the NPA, any criminal prosecution against EPSTEIN is deferred as long as the terms and conditions of the NPA are fulfilled by EPSTEIN.

EXHIBIT D

5. The criminal matters against EPSTEIN remain ongoing until the NPA expires by its terms in late 2010, and as long as the USAO determines EPSTEIN has complied with those terms and conditions. The threat of criminal prosecution against EPSTEIN by USAO in the Southern District of Florida continues presently and through late 2010.

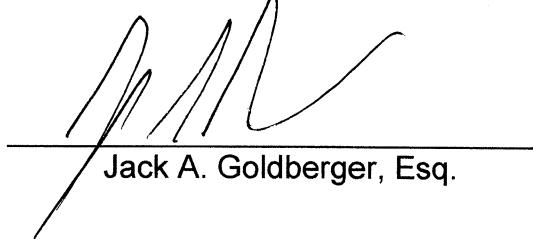
6. Pursuant to the terms of the NPA, the USAO possesses the right to declare that the agreement has been breached, give EPSTEIN's counsel notice, and attempt to move forward with a prosecution. As of the date of this Affidavit, the USAO has taken the position on a number of occasions that it might consider the following actions by EPSTEIN to be a breach of the NPA.

- Investigation by EPSTEIN (by and through his attorneys) of this Plaintiff and the other Plaintiffs in other pending civil cases for purposes of defending the civil actions;
- EPSTEIN's contesting damages in this action and other civil actions.
- EPSTEIN or his legal representatives making statements to the press about this Plaintiff or the other Plaintiffs.
- Using the word "jail" instead of "imprisonment" in the plea agreement with the Palm Beach County State Attorney's Office.

7. EPSTEIN, through counsel, submitted a Freedom of Information Act request to the Federal Bureau of Investigation (FBI) for documents relating to this and the other cases; the FBI denied the request stating the materials are at this time exempt from disclosure because they are in an investigative file, i.e. the matter is still an ongoing criminal investigation.

8. The NPA expires in late 2010.

FURTHER THE AFFIANT SAYETH NAUGHT

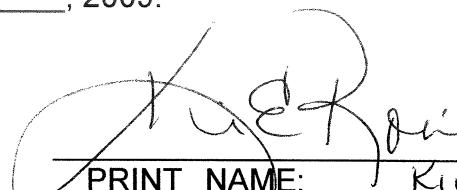
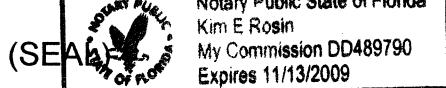


Jack A. Goldberger, Esq.

STATE OF FLORIDA
COUNTY OF PALM BEACH

I hereby Certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Jack A. Goldberger, Esquire, known to me to be the person described in and who executed the foregoing Affidavit, who acknowledged before me that he/she executed the same, that I relied upon the following form of identification of the above named person: Known Personally, and that an oath was/was not taken.

WITNESS my hand and official seal in the County and State last aforesaid this 19th day of February, 2009.



PRINT NAME: Kim E. Rosin
NOTARY PUBLIC/STATE OF FLORIDA
COMMISSION NO.: DD 489790
MY COMMISSION EXPIRES: 11/13/2009