

PAUL, WEISS, RIFKIND, WHARTON & GARRISON LLP

1285 AVENUE OF THE AMERICAS
NEW YORK, NEW YORK 10019-6064

TELEPHONE (212) 373 3000

LLOYD K GARRISON (1946-1991)
RANDOLPH E PAUL (1946-1956)
SIMON H RIFKIND (1950-1995)
LOUIS S WEISS (1927-1950)
JOHN F WHARTON (1927-1977)

UNIT 3601 FORTUNE PLAZA OFFICE TOWER A
NO 7 DONG SANHUAN ZHONGLU
CHAO YANG DISTRICT
BEIJING 100020
PEOPLE'S REPUBLIC OF CHINA
TELEPHONE (86 10) 5828 6300

12TH FLOOR HONG KONG CLUB BUILDING
3A CHATER ROAD CENTRAL
HONG KONG
TELEPHONE (852) 2846-0300

ALDER CASTLE
10 NOBLE STREET
LONDON EC2V 7JU U K
TELEPHONE (44 20) 7367 1600

FUKOKU SEIMEI BUILDING
2 2 UCHISAIWAICHO 2 CHOME
CHIYODA KU TOKYO 100 0011 JAPAN
TELEPHONE (81 3) 3597 8101

2001 K STREET NW
WASHINGTON DC 20006 1047
TELEPHONE (202) 223 7300

500 DELAWARE AVENUE SUITE 200
POST OFFICE BOX 32
WILMINGTON DE 19899-0032
TELEPHONE (302) 655 4410

WRITER'S DIRECT DIAL NUMBER

212 373-3204

WRITER'S DIRECT FACSIMILE

212 492-0204

WRITER'S DIRECT E-MAIL ADDRESS

egoldstein@paulweiss.com

MATTHEW W ABBOTT
ALLAN J ARFFA
ROBERT A ATKINS
JOHN F BAUGHMAN
LYNN B BAYARD
DAVID J BELNER
CRAIG A BENSON*
MITCHELL L BERG
MARK S BERGMAN
BRUCE BIRENBOIM
H CHRISTOPHER BOEHNIG
ANGELO BONVINO
HENK BRANDS
JAMES L BROCHIN
RICHARD W BRONSTEIN
DAVID W BROWN
SUSANNA M BUERGEL
PATRICK S CAMPBELL*
JEANETTE K CHAN
YVONNE Y F CHAN
LEWIS R CLAYTON
JAY COHEN
KELLEY A CORNISH
CHARLES E DAVIDOW
DOUGLAS R DAVIS
THOMAS V DE LA BASTIDE III
ARIEL J DECKELBAUM
JAMES M DUBIN
ALICE BELISLE EATON
ANDREW J EHRlich
LESLIE GORDON FAGEN
MARC FALCONE
ANDREW C FINCH
ROBERTO FINZI
PETER E FISCH
ROBERT C FLEDER
MARTIN FLUMENBAUM
ANDREW J FOLEY
HARRIS B FREIDUS
MANUELA S FREY
KENNETH A GALLO
MICHAEL E GERTZMAN
PAUL D GINSBERG
ROBERT D GOLDBAUM
ERIC S GOLDSTEIN
ERIC GOODISON
CHARLES H GOOGE JR
ANDREW G GORDON
BRUCE A GUTENPLAN
GAINES GWATNEY III
ALAN S HALPERIN
CLAUDIA HAMMERMAN
GERARDE HARPER
BRIAN S HERMANN
ROBERT M HIRSH
MICHELLE HIRSHMAN
JOYCE S HUANG
DAVID S HUNTINGTON
MEREDITH J KANE
ROBERTA A KAPLAN
BRAD S KARP
JOHN C KENNEDY
ALAN W KORNBERG

DANIEL J KRAMER
DAVID R LAKHDHIR
STEPHEN P LAMB*
JOHN E LANGE
DANIEL J LEFFELL
XIAOYU GREG LIU
JEFFREY D MARELL
MARCO V MASOTTI
EDWIN S MATYNARD
DAVID W MAYO
ELIZABETH R MCCOLM
MARK F MENDELSON
TOBY S MYERSON
JOHN E NATHAN
CATHERINE NYARADY
ALEX YOUNG K OH
JOHN J O NEIL
KELLEY D PARKER
ROBERT P PARKER*
MARC E PERLMUTTER
MARK F POMERANTZ
VALERIE E RADWANER
CAREY R RAMOS
CARL L REISNER
WALTER G RICCIARDI
WALTER RIEMAN
RICHARD A ROSEN
ANDREW N ROSENBERG
PETER J ROTHENBERG
JACQUELINE P RUBIN
RAPHAEL M RUSSO
JEFFREY D SAFERSTEIN
JEFFREY B SAMUELS
DALE M SARRO
TERRY E SCHIMEK
KENNETH M SCHNEIDER
ROBERT B SCHUMER
JAMES H SCHWAB
STEPHEN J SHIMSHAK
DAVID R SUGAR
MOSES SILVERMAN
STEVEN SIMKIN
JOSEPH J SIMONS
MARILYN SOBEL
TARUN M STEWART
ERIC ALAN STONE
AIDAN SYNNOTT
ROBYN F TARNOWSKY
JUDITH R THOYER
DANIEL J TOAL
MARK A UNDERBERG
LIZA M VELAZQUEZ
LAWRENCE G WEE
THEODORE V WELLS JR
BETH A WILKINSON
STEVEN J WILLIAMS
LAWRENCE I WITDORCHIC
JULIA TM WOOD
JORDAN E YARETT
KAYE N YOSHINO
TONG YU
TRACEY A ZACCONE
T ROBERT ZOCHOWSKI JR

*NOT ADMITTED TO THE NEW YORK BAR

December 8, 2010

By Email

Gary J. Cohen, Esq.
General Counsel
Financial Crisis Inquiry Commission
1717 Pennsylvania Avenue, NW
Suite 800
Washington, DC 20006-4614

Re: Commission Letter to James Cayne re: Potential Use of Quote

Dear Gary:

On behalf of JPMorgan Chase & Co. and counsel for James Cayne, Kramer Levin Naftalis & Frankel LLP, in response to the Commission's December 3, 2010 letter to James Cayne, I write to object to the Commission's use of three purported quotes from Mr. Cayne's interview with Commission staff (the "Interview").

As the Commission is aware, there was no tape-recording made of the Interview, and we therefore cannot confirm with certainty the accuracy of any statements made by the witness. Indeed, no statement resembling the first purported quote is reflected in the Commission's own Memorandum of the Interview. As such, we have no reason to believe the quote is accurate, and we therefore object to its use in the Commission's Report.

Confidential Treatment Requested by JPMorgan

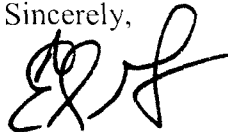
The second purported quote contains typographical errors in the first sentence and does not make sense as written. Moreover, the context provided for the purported quote is misleading. Based on the Commission's Memorandum, Mr. Cayne was referring to the downgrade of the *outlook* on Bear Stearns by Standard & Poor's on August 3, 2007, not a downgrade of Bear Stearns itself.

The context provided for the third purported quote—specifically, the Commission's characterization of Mr. Cayne's statements as "accept[ing] blame for the deterioration of Bear Stearns"—is also misleading. As reflected in the Commission's own Memorandum, Mr. Cayne was not asked if he accepted "blame" for the "deterioration" of Bear Stearns. Rather, he was asked whether, looking back, he had made any mistakes from 2007 to 2008.

Accordingly, we object to any quotation or paraphrase of the alleged statements by Mr. Cayne in the Commission's Report that is inconsistent with the context in which the quotes were made.

Thank you for your attention to this matter.

Sincerely,



Eric S. Goldstein
Attorneys for JPMorgan

David S. Frankel
Michael J. Sternhell
Kramer Levin Naftalis & Frankel LLP
1177 Avenue of the Americas
New York, New York 10036
Attorneys for James Cayne