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UNITED STATES DISTRICT COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
ALEXANDRIA DIVISION

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IN RE THE MILLS CORPORATION )  
SECURITIES LITIGATION )

CIVIL ACTION NO. )  
1:06-cv-00077 (LO-TRJ)

This Document relates to: )  
1:06-cv-00077 (LO-TRJ) )  
1:06-cv-00247 (LO-TRJ) )  
1:06-cv-00265 (LO-TRJ) )  
1:06-cv-00304 (LO-TRJ) )  
1:06-cv-01446 (LO/TRJ) )  
1:07-cv-00296 (LO/TRJ) )

**LEAD PLAINTIFFS' MOTION FOR PRELIMINARY APPROVAL OF  
SETTLEMENT WITH THE MILLS DEFENDANTS, PRELIMINARY  
CERTIFICATION OF THE SETTLEMENT CLASS AND APPROVAL  
OF NOTICE TO THE SETTLEMENT CLASS**

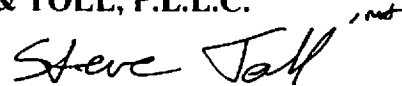
Lead Plaintiffs, Public Employees' Retirement System of Mississippi and Iowa Public Employees' Retirement System, upon the Stipulation and Agreement of Settlement dated January 14, 2009 (the "Stipulation"), attached hereto as Exhibit 1, and the Memorandum of Law in Support of Lead Plaintiffs' Motion for Preliminary Approval of Settlement with the Mills Defendants, Preliminary Certification of the Settlement Class and Approval of Notice to the Settlement Class, through their undersigned counsel, hereby move this Court for entry of an order: (i) preliminarily approving the proposed settlement with defendants The Mills Corporation and The Mills Limited Partnership, on behalf of themselves and for the benefit of the other Settling Defendants and Released Parties; (ii) approving the proposed form of mail and publication notice; (iii) certifying the Settlement Class, for settlement purposes only, pursuant to Rules 23(a) and (b)(3) of the Federal Rules of Civil Procedure; and (iv) scheduling a final settlement hearing.

373, 374, 375

For the reasons set forth in Lead Plaintiffs' Memorandum and in the Stipulation, Lead Plaintiffs respectfully request that the Court find that the proposed settlement merits preliminary approval. A proposed order granting the relief requested herein is attached hereto as Exhibit 2.

Dated: January 14, 2009

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