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August 6, 2008

BY LEXISNEXIS FILE & SERVE

The Honorable William B. Chandler III
 Court of Chancery of the State of Delaware
 34 The Circle
 Georgetown, DE 19947

Re: ***Steel Partners II, L.P. v. Point Blank Solutions, Inc.,***
Civil Action No. 3695-CC

Dear Chancellor Chandler:

I write on behalf of plaintiff Steel Partners II, L.P. in response to Ms. Zeldin's letter of this morning on behalf of Dolphin Limited Partnership III, L.P. Dolphin has no standing to seek relief in this litigation, its true motives are unclear, and the assertions in its letter are untested – just like the assertions in Point Blank's motion.

More importantly, Dolphin's letter adds absolutely nothing of substance to counter any of the points made in the papers Steel Partners filed last night in opposition to Point Blank's motion. Instead, Dolphin merely apes the current board's talking points, none of which are a sufficient basis for continuing to violate Section 211 and deprive Point Blank's stockholders of their fundamental right to determine who governs the corporation.

If Dolphin truly believes that the current board should continue to lead Point Blank, it is free to vote in favor of management's slate at the August 19 meeting. That is what corporate democracy and the Delaware General Corporation Law envision. What they do not envision, or permit, is having Point Blank's current board or Dolphin act as "Platonic masters" who believe they know better than the stockholders what is good for them.¹

¹ See, e.g., *Blasius Indus., Inc. v. Atlas Corp.*, 564 A.2d 651, 663 (Del. Ch. 1988).

YOUNG CONAWAY STARGATT & TAYLOR, LLP

The Honorable William B. Chandler III

August 6, 2008

Page 2 of 2

We are available at the Court's convenience if Your Honor has any questions.

Respectfully submitted,

A handwritten signature in black ink that reads "Christian Douglas Wright". The signature is written in a cursive style with a large, prominent "C" at the beginning.

Christian Douglas Wright (#3554)

CDW:mmi

cc: Register in Chancery
William M. Lafferty, Esquire
Jessica Zeldin, Esquire
(all by LexisNexis File & Serve)