

Exhibit A

UNITED STATES DISTRICT COURT
MIDDLE DISTRICT OF FLORIDA
ORLANDO DIVISION

ROY THOMAS MOULD

Plaintiff,

v.

PAINCARE HOLDINGS, INC., RANDY
LUBINSKY, and MARK SZPORKA

Defendants.

CASE NO. 6:06-cv-00362-JA-DAB

**MOVANTS' JOINT DECLARATION
IN SUPPORT OF MOTION FOR APPOINTMENT
OF LEAD PLAINTIFF AND LEAD COUNSEL**

Pursuant to 28 U.S.C. § 1746, the undersigned declare as follows:

1. We respectfully submit this Joint Declaration in support of our motion for appointment as Lead Plaintiffs and for approval of our selection of Co-Lead Counsel in the above matter. We are familiar with the facts and circumstances set forth herein.

2. Between August 27, 2002 and March 15, 2006, inclusive (the "Class Period"), we collectively purchased over 82,975 shares of PainCare Holdings, Inc. ("PainCare") and suffered collective losses of \$118,385.75.


3. We have organized ourselves as a group to act as proposed Lead Plaintiffs in this matter and to prosecute the action on behalf of other persons who, like us, sustained losses in their PainCare investments as a result of Defendants' alleged wrongful conduct. We understand that, as proposed Lead Plaintiffs, we have responsibilities to absent Class members, including overseeing class counsel, monitoring the progress of the litigation, and participating in any settlement discussions.

4. In this regard, we will undertake to do the following:
 - a. Review the pleadings and key motion papers in connection with the litigation;
 - b. Review the Court's decisions in connection with any dispositive or other key motions;
 - c. Have counsel prepare and circulate reports regarding the status of the litigation;
 - d. Participate in joint conference calls with counsel to discuss the progress of the lawsuit and important decisions that will be made by joint consensus;
 - e. Provide counsel with documents reflecting our transactions in PainCare shares; and
 - f. Appear to testify at deposition and trial if called upon to do so.

5. We are also willing to assume any additional responsibilities the Court may believe are appropriate to protect and serve the interests of the Class.

6. We also respectfully request that the law firms of Shalov Stone & Bonner LLP and Sarraf Gentile LLP be appointed as Co-Lead Counsel in the action, and that the law firm of Vianale & Vianale LLP be appointed as Liaison Counsel. We have reviewed the resumes and qualifications of these firms and believe that they are well-qualified to represent the interests of the Class. As Lead Plaintiffs, we will monitor the work of counsel and minimize duplication of effort and costs, where appropriate.

We declare under penalty of perjury that the foregoing is true and correct.



Roy Thomas Mould Dated: May 12, 2006

Tina Rosen Dated: May ____, 2006

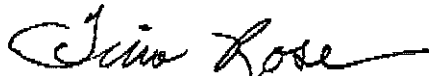
Richard Goldberg Dated: May ____, 2006

Neal Merkley Dated: May ____, 2006

Michael Greco Dated: May ____, 2006

We declare under penalty of perjury that the foregoing is true and correct.

_____ Dated: May ____, 2006
Roy Thomas Mould

 _____ Dated: May 5, 2006
Tina Rosen

_____ Dated: May ____, 2006
Richard Goldberg

_____ Dated: May ____, 2006
Neal Merkley

_____ Dated: May ____, 2006
Michael Greco

We declare under penalty of perjury that the foregoing is true and correct.

Roy Thomas Mould Dated: May __, 2006

Tina Rosen Dated: May __, 2006


Richard Goldberg Dated: May 17, 2006

Neal Merkley Dated: May __, 2006

Michael Greco Dated: May __, 2006

We declare under penalty of perjury that the foregoing is true and correct.

Roy Thomas Mould Dated: May ____, 2006

Tina Rosen Dated: May ____, 2006

Richard Goldberg Dated: May ____, 2006



Neal Merkley Dated: May 17, 2006

Michael Greco Dated: May ____, 2006

We declare under penalty of perjury that the foregoing is true and correct.

_____ Dated: May ___, 2006
Roy Thomas Mould

_____ Dated: May ___, 2006
Tina Rosen

_____ Dated: May ___, 2006
Richard Goldberg

_____ Dated: May ___, 2006
Neal Merkley

Michael Greco
_____ Dated: May 8th, 2006
Michael Greco