

**UNITED STATES DISTRICT COURT
DISTRICT OF CONNECTICUT**

NED SIMERLEIN, JAMES ECKHOFF,
MARICEL LOPEZ, CRAIG KAISER, JOHN
F. PRENDERGAST, RAYMOND and
ROSARIO ALVAREZ, KAREN EASON,
JENNIFER SOWERS, JENNIFER
FRANKLIN, JORDAN AMRANI, CRYSTAL
GILLESPIE, MELISSA STALKER, DILLEN
STEEBY, PAULA McMILLIN, JOSEPH C.
HARP Jr., and JAMES and MELISSA JUGO
TINNEY, individually and on behalf of all
others similarly situated,

Plaintiffs,

v.

TOYOTA MOTOR CORPORATION,
TOYOTA MOTOR NORTH AMERICA,
INC., TOYOTA MOTOR SALES, USA, INC.,
TOYOTA MOTOR ENGINEERING &
MANUFACTURING NORTH AMERICA,
INC., and TOYOTA MOTOR
MANUFACTURING, INDIANA, INC.,

Defendants.

Case No. 3:17-cv-01091-VAB

**PLAINTIFFS' MOTION FOR
ATTORNEYS' FEES, EXPENSES, AND
SERVICE AWARDS TO THE CLASS
REPRESENTATIVES**

Plaintiffs Ned Simerlein, James Eckhoff, Maricel Lopez, Craig Kaiser, John F. Prendergast, Raymond and Rosario Alvarez, Karen Eason, Jennifer Sowers, Jennifer Franklin, Jordan Amrani, Crystal Gillespie, Melissa Stalker, Dillen Steeby, Paula McMillin, Joseph C. Harp Jr., and James and Melissa Jugo Tinney ("Plaintiffs"), individually and on behalf of all others similarly situated, respectfully submit this unopposed motion pursuant to Federal Rule of Civil Procedure 23(h), for an award of attorneys' fees in the amount of \$6,500,000; for reimbursement of \$370,972.29 in unreimbursed litigation expenses that were reasonably and necessarily incurred in prosecuting and resolving the Action; and for \$2,500 to be awarded to the

Class Representatives in this action in recognition of their contributions to the successful prosecution of this case.

This motion is based on the contemporaneously-filed memorandum of law in support; the attached Declarations of Demet Basar, W. Daniel “Dee” Miles, III, Adam J. Levitt, David A. Slossberg, David J. Cutshaw, Elbert F. Nasis, R. Scott Long, Eric L. Dirks, Jeffrey S. Hurst, and Angela Owens, together with all exhibits thereto; and all pleadings, records, and papers on file with the Court in this action.

Dated: May 10, 2019

Respectfully submitted,

By: /s/ David A. Slossberg

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CERTIFICATE OF SERVICE

I hereby certify that on May 10, 2019, a copy of the foregoing was filed electronically and served by mail on anyone unable to accept electronic filing. Notice of this filing will be sent by e-mail to all parties by operation of the court's electronic filing system or by mail to anyone unable to accept electronic filing as indicated on the Notice of Electronic Filing. Parties may access this filing through the Court's CM/ECF system.

/s/ David A. Slossberg

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**PLAINTIFFS' MEMORANDUM OF LAW IN SUPPORT OF
MOTION FOR ATTORNEYS' FEES, EXPENSES, AND
SERVICE AWARDS TO THE CLASS REPRESENTATIVES**

TABLE OF CONTENTS

TABLE OF AUTHORITIES	ii
I. INTRODUCTION	1
II. BACKGROUND	2
A. Procedural History	2
B. Informal and Confirmatory Discovery.....	5
C. Settlement	5
III. ARGUMENT.....	7
A. The Proposed Fee Request Is Fair and Reasonable.	7
1. The Time and Labor Expended by Counsel	9
2. The Magnitude and Complexities of the Litigation.....	10
3. The Risks of the Litigation	11
4. The Quality of Representation	13
5. The Requested Fee in Relation to the Settlement	14
6. Reaction of the Class	15
7. Public Policy Considerations	16
B. The Fee Request Is Reasonable when “Cross Checked” against Class Counsel’s Lodestar.....	17
C. The Court Should Grant Class Counsel’s Request for Reimbursement of Expenses.	19
D. The Court Should Approve the Requested Service Awards to the Class Representatives.	20
IV. CONCLUSION.....	21

TABLE OF AUTHORITIES

Cases	Page(s)
<i>Asare v. Change Grp. N.Y., Inc.</i> , 2013 WL 6144764 (S.D.N.Y. Nov. 15, 2013).....	11
<i>Becher v. Long Island Lighting Co.</i> , 64 F. Supp. 2d 174 (E.D.N.Y. 1999)	15
<i>Strougo ex rel. Brazilian Equity Fund, Inc. v. Bassini</i> , 258 F. Supp. 2d 254 (S.D.N.Y. 2003).....	15
<i>Cassese v. Williams</i> , 503 Fed. App'x 55 (2d Cir. 2012).....	16
<i>Cholakyan v. Mercedes-Benz USA, LLC</i> , 281 F.R.D. 534 (C.D. Cal. 2012)	12
<i>Comcast Corp. v. Behrend</i> , 569 U.S. 27 (2013).....	12
<i>CourAcevedo v. Workfit Med. LLC</i> , 187 F. Supp. 3d 370 (W.D.N.Y. May 20, 2016).....	15
<i>Daigle v. Ford Motor Co.</i> , 2012 WL 3113854 (D. Minn. July 31, 2012)	12
<i>deMunecas v. Bold Food, LLC</i> , 2010 WL 3322580 (S.D.N.Y. Aug. 23, 2010).....	15, 17
<i>Dornberger v. Metropolitan Life Insurance Co.</i> , 203 F.R.D. 118 (S.D.N.Y. 2001)	21
<i>Edwards v. N. Am. Power & Gas, LLC</i> , 2018 WL 3715273 (D. Conn. Aug. 3, 2018)	8, 12, 17, 21
<i>Ellman v. Grandma Lee's Inc.</i> , 1986 WL 53400 (E.D.N.Y. May 28, 1986)	17
<i>Farbotko v. Clinton Cty.</i> , 433 F.3d 204 (2d Cir. 2005).....	19
<i>In re Fine Paper Antitrust Litig.</i> , 751 F.2d 562 (3d Cir. 1984).....	18
<i>Fleisher v. Phoenix Life Ins. Co.</i> , 2015 WL 10847814 (S.D.N.Y. Sept. 9, 2015).....	19

<i>In re Ford Motor Co. E-350 Van Prods. Liab. Litig.</i> , 2012 WL 379944 (D.N.J. Feb. 6, 2012)	12
<i>Fox v. Vice</i> , 563 U.S. 826 (2011).....	7
<i>Frank v. Eastman Kodak Co.</i> , 228 F.R.D. 174 (W.D.N.Y. 2005).....	15
<i>Gisbrecht v. Barnhart</i> , 535 U.S. 789 (2002).....	8
<i>In re Glob. Crossing Sec. & ERISA Litig.</i> , 225 F.R.D. 436 (S.D.N.Y. 2004)	14
<i>Goldberger v. Integrated Resources, Inc.</i> , 209 F.3d 43 (2d Cir. 2000).....	<i>passim</i>
<i>Hensley v. Eckherhard</i> , 461 U.S. 424 (1983).....	8
<i>Hughes v. The Ester C Co., NBTY, Inc.</i> , 320 F.R.D. 337 (E.D.N.Y. 2017)	12
<i>Jermyn v. Best Buy Stores, L.P.</i> , 2012 WL 2505644 (S.D.N.Y. June 27, 2012)	8, 18, 20
<i>Kemp-Delisser v. Saint Francis Hosp. & Med. Ctr.</i> , 2016 WL 6542707 (D. Conn. Nov. 3, 2016)	<i>passim</i>
<i>Kiefer v. Moran Foods, LLC</i> , 2014 WL 3882504 (D. Conn. July 31, 2014)	15, 20
<i>LeBlanc-Sternberg v. Fletcher</i> , 143 F.3d 748 (2d Cir. 1998).....	20
<i>Luppino v. Mercedes Benz USA</i> , 718 F. App'x 143 (3d Cir. 2017)	12
<i>Malchman v. Davis</i> , 761 F.2d 893 (2d Cir. 1985).....	8
<i>Maley v. Del Global Techs. Corp.</i> , 186 F. Supp. 2d 358 (S.D.N.Y. 2002).....	15, 17
<i>McBean v. City of New York</i> , 233 F.R.D. 377 (S.D.N.Y. 2006)	8

<i>In re Mego Fin. Corp. Sec. Litig.</i> , 213 F. 3d 454 (9th Cir. 2000)	22
<i>Missouri v. Jenkins</i> , 491 U.S. 274 (1989).....	19
<i>Nat. Res. Def. Council, Inc. v. Fox</i> , 2001 WL 815531 (S.D.N.Y. July 19, 2001)	8
<i>Nguyen v. Nissan N. Am., Inc.</i> , 2018 WL 1831857 (N.D. Cal. Apr. 9, 2018)	12
<i>In re Nissan Radiator/Transmission Cooler Litig.</i> , 2013 WL 4080946 (S.D.N.Y. May 30, 2013)	10
<i>Oscar v. BMW of N. Am., LLC</i> , 2012 WL 2359964 (S.D.N.Y. June 19, 2012)	12
<i>In re Prudential Sec. Inc. Ltd. P'ships Litig.</i> , 985 F. Supp. 410 (S.D.N.Y. 1997)	16
<i>Rodriguez v. City of New York</i> , 721 F. Supp. 2d 148 (E.D.N.Y. 2010)	7
<i>Singleton v. Fifth Generation, Inc.</i> , 2017 WL 5001444 (N.D.N.Y. Sept. 27, 2017)	12
<i>Spann v. AOL Time Warner</i> , 2005 WL 1330937 (S.D.N.Y. June 7, 2005)	17
<i>Spence v. Ellis</i> , 2012 WL 7660124 (E.D.N.Y. Dec. 19, 2012)	18
<i>In re Sturm, Ruger, & Co., Inc. Sec. Litig.</i> , 2012 WL 3589610 (D. Conn. Aug. 20, 2012)	18
<i>Tomassini v. FCA US LLC</i> , 326 F.R.D. 375 (N.D.N.Y. 2018)	12
<i>In re Warner Communications Sec. Litig.</i> , 618 F. Supp. 735 (S.D.N.Y. 1985), <i>aff'd</i> , 798 F.2d 35 (2d Cir. 1986)	15
<i>Warren v. Xerox Corp.</i> , 2008 WL 4371367 (E.D.N.Y. Sept. 19, 2008)	15
Other Authorities	
Federal Rule of Civil Procedure 23(h).....	1, 7, 20

Rule 9(b)4

Rule 26(f)4

Plaintiffs¹ respectfully submit this memorandum of law in support of their motion, pursuant to Federal Rule of Civil Procedure 23(h), for an award of attorneys' fees in the amount of \$6,500,000; for reimbursement of \$370,972.29 in unreimbursed litigation expenses that were reasonably and necessarily incurred in prosecuting and resolving the Action; and for \$2,500 to be awarded to the Class Representatives² in this action in recognition of their contributions to the successful prosecution of this case. Defendants Toyota Motor Corporation ("TMC"), Toyota Motor North America, Inc. ("TMNA"), Toyota Motor Sales, USA, Inc. ("TMS"), Toyota Motor Engineering & Manufacturing North America, Inc. ("TEMA") and Toyota Motor Manufacturing, Indiana, Inc. ("TMMI") ("Toyota" or "Defendants") do not oppose the Motion.

I. INTRODUCTION

The proposed Settlement represents a very favorable result for the Class. The Settlement establishes a "Customer Confidence Program" under which Class Members are entitled to a free inspection of their Subject Vehicles' sliding doors by an authorized Toyota dealer within one year of the final approval of the Settlement. If the inspection uncovers a problem with the vehicles' sliding doors' cable sub-assembly, center hinge assembly, fuel door pin and fuel door hinge, or front or rear lock assemblies (the "Covered Components"), Toyota will provide a repair free of charge. Class Members are also entitled to prospective coverage for such repairs for a period of ten years from the first use of the vehicle. Class Members may also submit claims to recover out-of-pocket expenses for repairs done on the Covered Components prior to the Initial Notice Date.

¹ Plaintiffs are: Ned Simerlein, James Eckhoff, Maricel Lopez, Craig Kaiser, John Prendergast, Raymond and Rosario Alvarez, Karen Eason, Jennifer Sowers, Jennifer Franklin, Jordan Amrani, Crystal Gillespie, Melissa Stalker, Dillen Steeby, Paula McMillin, Joseph C. Harp Jr., and James and Melissa Jugo Tinney. Second Amended Class Action Complaint ("Second Amended Complaint" or "SAC"), ¶¶18-68. Citations in the form of "¶__" are to the Second Amended Complaint.

² A copy of the Settlement Agreement (cited as "SA") was filed with the Court on December 11, 2018 together with Plaintiffs' Motion for Preliminary Approval. ECF 85. Unless otherwise indicated, capitalized terms have the meanings given to them in the Settlement Agreement. *See* SA, § II.

This significant recovery was obtained without the years of protracted litigation typical for a complex class action case, through the skill and effective advocacy of Plaintiffs' Counsel. The Settlement has been preliminarily approved, and a final fairness hearing has been scheduled by the Court for June 4, 2019. ECF 107.

In light of the recovery obtained, the time and effort devoted to this case by Plaintiffs' Counsel, the skill and expertise required, and the risks that counsel undertook, Plaintiffs' fee request is eminently appropriate. As discussed below, the \$6.5 million fee was negotiated after the other material terms of the settlement had already been agreed upon by the Parties and will not reduce what Defendants must provide to Class Members. It is well within the range of fees that courts in this Circuit and others have awarded in similar class actions. The requested fee represents a reasonable multiplier of 1.68 compared to Plaintiffs' Counsel's lodestar. This request is fundamentally supported by the case law in this Circuit and analogous class actions.

In addition, Plaintiffs request reimbursement of Plaintiffs' Counsel's out-of-pocket expenses, which were reasonable and necessary to protect the interests of the Class in this litigation. Finally, Plaintiffs request a service award for the Class Representatives for their time and effort devoted to this action on behalf of the Class. As with Plaintiffs' other requests, this request is also supported by applicable case law.

II. BACKGROUND

A. Procedural History

On June 30, 2017, Plaintiff Simerlein filed this Action asserting class claims under Connecticut Unfair Trade Practices Act ("CUTPA") and the consumer protection statutes of various other states, express and implied warranty claims, a claim under the Magnuson-Moss Warranty Act on behalf of a proposed nationwide class, and unjust enrichment arising from the manufacture and sale of 2011-2016 Toyota Sienna minivans with allegedly defective doors. ECF

1. On June 23, 2017, the *Combs/Franklin* Plaintiffs filed the Related Action in the United States District Court for the Central District of California. The *Combs/Franklin* Plaintiffs asserted class claims under various states' consumer protection statutes, express and implied warranty claims, a claim under the Magnuson-Moss Warranty Act on behalf of a proposed nationwide class, fraudulent omission, and an unjust enrichment claim arising from the manufacture and sale of 2011-2017 Toyota Sienna minivans with allegedly defective doors.

In both actions, Plaintiffs alleged that the power sliding doors of the Siennas are defective and that Toyota knew of serious problems with their rear power sliding doors, yet misleadingly marketed Siennas as safe vehicles. Both actions were filed following independent factual investigations of the case and evaluations of all pertinent legal issues conducted by the *Simerlein* and *Combs/Franklin* Plaintiffs' respective counsel.

On October 6, 2017, amended complaints were filed in both the *Simerlein* and *Combs/Franklin* actions. The *Simerlein* amended complaint added named plaintiffs James Eckhoff, Maricel Lopez, Craig Kaiser, and John F. Prendergast, added allegations about the nature and extent of the problems with the sliding power doors and the state law claims of the additional plaintiffs, and extended the proposed class to include owners of model year 2017 Siennas (ECF 36). The *Combs/Franklin* amended complaint added Jennifer Franklin, Jordan Amrani, Dillen Steeby, and Paula McMillin as plaintiffs.

On December 4, 2017, the *Simerlein* Defendants filed their motion to dismiss the amended complaint, contending this Court lacked jurisdiction over any claims brought on behalf of non-Connecticut Plaintiffs Eckhoff, Lopez, Kaiser and Prendergast. The *Simerlein* Defendants also argued that Plaintiff Simerlein's CUTPA claim did not meet the requisite pleading standards and that his other state law claims were not well-pled. Plaintiffs filed their opposition to the motion to

dismiss on January 22, 2018, and, on February 21, 2018, the *Simerlein* Defendants filed their reply in further support of their motion. Plaintiffs subsequently moved to strike portions of the *Simerlein* Defendants' reply or, in the alternative, leave to file a sur-reply. The *Simerlein* Defendants opposed the motion. The Court granted the *Simerlein* Plaintiffs' motion to file a sur-reply on August 1, 2018, and the *Simerlein* Plaintiffs filed their sur-reply the same day. The *Simerlein* Defendants' motion to dismiss is fully briefed.

On December 20, 2017, the *Simerlein* parties submitted a joint Rule 26(f) Report. ECF 46. On January 12, 2018, the Court entered a Scheduling Order governing this Action. ECF 51.

On January 16, 2018, the *Combs/Franklin* Plaintiffs filed their second amended complaint naming Raymond and Rosario Alvarez, Karen Eason, and Jennifer Sowers as additional plaintiffs and removing Tonya Combs as a plaintiff. Each of the amended complaints asserted state law claims on behalf of the new plaintiffs and included additional detailed factual allegations. On February 20, 2018, the *Combs/Franklin* Defendants filed a motion to dismiss the second amended complaint, arguing that: the *Combs/Franklin* Plaintiffs had not met the pleading requirements of Rule 9(b) for claims, including their statutory consumer claims, that sounded in fraud; that the warranty claims failed to allege a breach and were time-barred; and that all other claims alleged in the action lacked necessary factual and/or legal foundation. The *Combs/Franklin* Plaintiffs filed their opposition to that motion to dismiss on April 20, 2018, and on May 25, 2018, Toyota filed its reply in further support of the motion. The motion is fully briefed.

Plaintiffs, with the goal of obtaining immediate benefits for the Class, and Defendants began to explore the possibility of a potential settlement during motion practice. As settlement negotiations advanced, the Parties in both this Action and the Related Action sought and were granted adjournments of the scheduled hearings on the pending motions to dismiss in their actions.

On December 11, 2018, the Plaintiffs filed the Second Amended Complaint adding the *Combs/Franklin* Plaintiffs as additional plaintiffs and asserting all Plaintiffs' claims for relief.³

B. Informal and Confirmatory Discovery

Shortly after the filing of the two actions, the Parties began to engage in what turned out to be extensive informal and confirmatory discovery. Toyota produced over 100,000 pages of internal Toyota documents on a rolling basis, which Class Counsel reviewed and analyzed. Class Counsel consulted with their own engineering experts about the technical information in these documents. As part of their informal and confirmatory discovery, Class Counsel also interviewed a Toyota engineer who is knowledgeable about the Sienna vehicles and the Covered Components. In order to evaluate and supplement the discovery received from Toyota, Class Counsel conducted their own contemporaneous investigation of the potential defects of the sliding doors, consulted with their experts, and purchased two exemplar Siennas whose doors were thoroughly inspected by independent automotive engineers. The information Class Counsel obtained during this rigorous investigation allowed them to meaningfully assess Toyota's proposals for addressing the problems with the operations of the Subject Vehicles' sliding doors.

C. Settlement

Armed with the informal discovery that was being conducted, the Parties conferred and agreed to attempt to reach early resolution of Plaintiffs' claims even while Toyota's motions to dismiss were being vigorously litigated. These discussions were prompted by the Parties' desire to avoid the burden, expense, and uncertainty of continued litigation and to settle any and all claims that have been or could have been asserted against Defendants arising out of the allegedly defective power sliding doors. In the initial stages of the discussions, the Parties retained Patrick A. Juneau

³ On December 18, 2018, the court in the Related Action pending in the United States District Court for the Central District of California, stayed the action pending final approval of the proposed Settlement.

to serve as a neutral third-party mediator. Subsequently, during the course of the negotiations among Counsel, Class Counsel, in consultation with their independent automotive engineering experts, were able to meaningfully assess the reasons for the reported malfunctioning of the doors. Class Counsel and Toyota's counsel had multiple in-person meetings, which often required long distance travel by counsel for the *Combs/Franklin* Plaintiffs, and, as negotiations intensified, frequent lengthy conference calls for the Parties to exchange their views concerning the settlement terms then under discussion. Numerous drafts of the Settlement Agreement were exchanged, with alterations being painstakingly negotiated and refined before a final agreement could be reached. Notably, the Parties did not negotiate fees, expenses, or Class Representative service awards until agreement on the substantive terms of the Settlement had already been reached.

The Parties finalized all of the terms and conditions of the Settlement, which was executed on December 10, 2018 and submitted to this Court the day after on December 11, 2018 along with a Motion for Preliminary Approval. ECF 84. The Court granted Preliminary Approval on January 12, 2019. ECF 107. This Order gave preliminary approval to the ~~s~~Settlement, preliminarily certified the Class, appointed Plaintiffs as Class Representatives and Class Counsel as counsel for the Settlement Class, approved the form and method of providing notice to the Class, and set a date for the final approval hearing.

In accordance with the Preliminary Approval Order, notice of the ~~s~~Settlement was distributed in several different ways pursuant to the court-approved Notice Program. The approved Direct Mail Notice was sent by first-class mail on a rolling basis beginning on March 1, 2019 to each person within the Settlement Class who could be identified based on data provided by IHS Automotive, Driven by Polk. Declaration of Jeanne C. Finegan, ¶¶ 13-19 (submitted contemporaneously herewith in connection with Plaintiffs' motion for final approval of settlement).

Notice of the ~~s~~Settlement was also distributed via a number of publication, social media, and Internet channels. *Id.* at ¶¶ 21-37. In addition, the Long Form Notice of the Settlement and other key documents from this litigation, including the Motion for Preliminary Approval and supporting materials, were published on the official settlement website at www.toyotasiennadoorsettlement.com. *Id.* at ¶¶ 38-39. The Long Form Notice specifically described the provisions of the Settlement related to this motion:

The law firms that worked on this Action and the Related Action will ask the Court for an award of attorneys' fees in the amount of \$6,500,000.00 and for reimbursement of their out-of-pocket costs and expenses in an amount not to exceed \$500,000.00.

Class Counsel will also ask the Court to award each of the Class Representatives incentive awards in the amount of \$2,500.00 for the time and effort each spent representing Class Members. This amount will be included in the attorneys' out-of-pocket costs and expenses.

Long Form Notice, ECF 110-1, at 15-16. The May 3, 2019 deadline for filing objections has passed; two objections were filed, only one of which objected to the proposed award of attorneys' fees. ECF 120 at 5-7.

III. ARGUMENT

A. The Proposed Fee Request Is Fair and Reasonable.

Federal Rule of Civil Procedure 23(h) specifically provides that a court may award reasonable attorney's fees and nontaxable costs in a class action that are authorized by law or by the parties' agreement. *Rodriguez v. City of New York*, 721 F. Supp. 2d 148, 151 (E.D.N.Y. 2010). As the Supreme Court has repeatedly emphasized, the determination of fees "should not result in a second major litigation." *Fox v. Vice*, 563 U.S. 826, 838 (2011) (quoting *Hensley v. Eckherhard*, 461 U.S. 424, 437 (1983)). To avoid this result, the parties themselves are encouraged to reach agreement on the amount of a fee. *See, e.g., Hensley*, 461 U.S. at 437 ("Ideally, . . . litigants will settle the amount of a fee."); *Gisbrecht v. Barnhart*, 535 U.S. 789, 801-02 (2002) (same); *see also*

Nat. Res. Def. Council, Inc. v. Fox, 2001 WL 815531, at *4 (S.D.N.Y. July 19, 2001) (citing *Hensley* and stating, “[n]eedless to say, such an approach has been encouraged by and met with the approval of the courts.”). As the Second Circuit has noted, “with the increasingly heavy burden upon the courts, settlements of disputes must be encouraged. Absent special circumstances . . . the negotiation of attorneys' fees cannot be excluded from this principle.” *Malchman v. Davis*, 761 F.2d 893, 905 (2d Cir. 1985).

Where, as here, the agreed fee is to be paid by the defendants rather than from a common settlement fund, and will not reduce the benefit of the Settlement to Class Members, “the Court's fiduciary role in overseeing the award is greatly reduced” because “the danger of conflicts of interest between attorneys and class members is diminished.” *Kemp-Delisser v. Saint Francis Hosp. & Med. Ctr.*, 2016 WL 6542707, at *14 (D. Conn. Nov. 3, 2016) (Bolden, J.) (quoting *Jermyn v. Best Buy Stores, L.P.*, 2012 WL 2505644, at *9 (S.D.N.Y. June 27, 2012) (internal quotations omitted)); *see also McBean v. City of New York*, 233 F.R.D. 377, 392 (S.D.N.Y. 2006)). This is especially true where attorneys' fees were not negotiated until after the material terms of the settlement were already agreed, as also happened here. *See Kemp-Delisser*, 2016 WL 6542707, at *14 (citing *Blessing v. Sirius XM Radio Inc.*, 507 F. App'x 1, 4 (2d Cir. 2012)).

In assessing the reasonableness of agreed fees, courts in this Circuit have looked to the factors laid out in *Goldberger v. Integrated Resources, Inc.*, 209 F.3d 43 (2d Cir. 2000). *See, Edwards v. N. Am. Power & Gas, LLC*, 2018 WL 3715273, at *14 (D. Conn. Aug. 3, 2018) (Bolden, J.); *Kemp-Delisser*, 2016 WL 6542707, at *14; *Jermyn*, 2012 WL 2505644, at *9; *Sony SXR*D, 2008 WL 1956267, at *16; *Thompson*, 216 F.R.D. at 71. These factors are: (1) The time and labor expended by counsel; (2) the magnitude and complexities of the litigation; (3) the risk of litigation; (4) the quality of representation; (5) the requested fee in relation to the settlement;

and (6) public policy considerations. *Goldberger*, 209 F.3d at 50. A review of those factors clearly demonstrates that the requested award of \$6,500,000 in attorneys’ fees is fair and reasonable.

1. The Time and Labor Expended by Counsel

The first *Goldberger* factor requires consideration of the time and labor expended by Plaintiffs’ Counsel in this case. *Goldberger*, 209 F.3d at 50. Given the significant time and resources expended by Plaintiffs’ Counsel in litigating this matter, this factor strongly supports approval of the fee request.

As described above and in the Joint Declaration of Demet Basar, W. Daniel “Dee” Miles III, and Adam J. Levitt, ECF 86 ¶¶ 9-31, Class Counsel dedicated considerable time and effort into investigating the claims at issue in the case, crafting the complaints, analyzing the arguments presented in Defendants’ motions to dismiss, reviewing numerous relevant documents, retaining and working with engineering experts, and negotiating the Settlement Agreement. While Class Counsel worked efficiently and resolved the case at an early stage, this extremely favorable resolution would not have been possible without the careful work that went into the case at the outset. In total, Plaintiffs’ Counsel have devoted over 6,000 hours to this case through April 30, 2019.

Indeed, it is important to note that even if the Court grants final approval of the Settlement, Class Counsel will continue to expend time and resources overseeing the Settlement administration, assisting Class Members, and tending to any other issues that may arise related to the Settlement. *See Kemp-Delisser*, 2016 WL 6542707, at *15 (““Class Counsel’s fee award will not only compensate them for time and effort already expended, but for time that they will be required to spend administering the settlement going forward””) (quoting *deMunecas v. Bold Food, LLC*, 2010 WL 3322580, at *10 (S.D.N.Y. Aug. 23, 2010)).

In view of the time and labor expended on this case by Class Counsel to date, and the additional time that will be spent shepherding the administration of the Settlement in the future, the requested fee is fair and reasonable.

2. The Magnitude and Complexities of the Litigation

The second *Goldberger* factor requires consideration of the magnitude and complexities Class Counsel faced in litigating this case. *Goldberger*, 209 F.3d at 50. This factor also supports the approval of Plaintiff's fee request.

By its very nature, automotive defect litigation presents complex factual and legal issues which must be navigated by the parties. Counsel for all Parties engaged in extensive briefing consisting of 160 pages for Toyota's motions to dismiss covering 61 causes of action on behalf of 18 Plaintiffs from 13 states seeking to represent both nationwide and statewide classes. The *Simerlein* Defendants' motion to dismiss most of the claims in this Action on jurisdictional grounds required extensive research and briefing by the *Simerlein* Plaintiffs involving complex legal analysis against a backdrop of a rapidly evolving body of law. *See, e.g.*, ECF 45, 53, 58, 59, 60, 64. *See Kemp-Delisser*, 2016 WL 6542707, at *16 (case was "complex and risky to litigate, given that it concerns an unsettled question of law..."). The Parties also engaged in highly technical discovery and expert work concerning the alleged defects in the Sienna power doors. Thus, this case presented a myriad of challenges rarely confronted in a typical consumer case. *See In re Nissan Radiator/Transmission Cooler Litig.*, 2013 WL 4080946 (S.D.N.Y. May 30, 2013) (finding in a "nationwide class action involving an alleged [automotive] defect" that "[t]he complexity and magnitude of the litigation weigh in favor of the reasonableness of the award sought").

All Parties spent significant time and resources presenting such complex issues to the Court in advocating their clients' interests. The quality of the proposed Settlement reflects Class

Counsel's ability to effectively frame and present difficult and complex issues, as well as Class Counsel's vigorous prosecution of the case.

3. The Risks of the Litigation

Goldberger factor number three analyzes the risk of litigation, and is "perhaps the foremost factor to be considered in determining the award of appropriate attorneys' fees." *Asare v. Change Grp. N.Y., Inc.*, 2013 WL 6144764, at *20 (S.D.N.Y. Nov. 15, 2013) (internal quotation omitted). "After all, 'despite the most vigorous and competent of efforts, success is never guaranteed.'" *Kemp-Delisser*, 2016 WL 6542707, at *16 (quoting *Grinnell*, 495 F.2d at 471). In considering this factor, "litigation risk must be measured as of when the case is filed." *Goldberger*, 209 F.3d at 55. A review of the significant risk taken on by Class Counsel in this matter clearly satisfies this factor.

The hurdles that Plaintiffs faced at the time of filing were significant, as demonstrated by the hard-fought litigation on the still-pending motions to dismiss in this and the Related Action. While Plaintiffs are confident in their positions, the motions have yet to be decided, and Toyota may succeed in securing the dismissal of some or all of Plaintiffs' claims. Moreover, allegations of product defects like those asserted here would have required expert showings on whether the doors or some of their parts are defective, whether the alleged defects are present in all of the Subject Vehicles, whether the defects pose an unreasonable risk of harm, and the existence and quantum of damages. As this Court has recognized, reliance on expert testimony "often increases the risk that a jury may not find liability or would limit damages." *Edwards*, 2018 WL 3715273, at *14 (granting final approval).

Plaintiffs also faced significant risk in securing certification of a nationwide class or state-wide classes. There would surely have been a battle of the experts with respect to Plaintiffs' damages theories and methodologies under *Comcast Corp. v. Behrend*, 569 U.S. 27 (2013). While

Plaintiffs are confident that they will be able to provide a viable damages model, this has proved an impossible hurdle for many proposed consumer classes. *See, e.g., Singleton v. Fifth Generation, Inc.*, 2017 WL 5001444, at *20-22 (N.D.N.Y. Sept. 27, 2017); *Hughes v. The Ester C Co., NBTY, Inc.*, 320 F.R.D. 337, 344 (E.D.N.Y. 2017). For claims where reliance is at issue, Toyota can be expected to present vigorous arguments as to differences in Class Members' exposure to and reliance on alleged misrepresentations and omissions. Moreover, bringing an array of state law claims may present serious manageability issues due to what Toyota can be expected to argue are insurmountable conflicts between the laws of different states.

The risks of securing and maintaining class status are also evidenced by the many decisions denying class certification in automobile defect cases. *See, e.g., Luppino v. Mercedes Benz USA*, 718 F. App'x 143, 148 (3d Cir. 2017); *Tomassini v. FCA US LLC*, 326 F.R.D. 375, 391 (N.D.N.Y. 2018); *Oscar v. BMW of N. Am., LLC*, 2012 WL 2359964 (S.D.N.Y. June 19, 2012); *Nguyen v. Nissan N. Am., Inc.*, 2018 WL 1831857 (N.D. Cal. Apr. 9, 2018); *Daigle v. Ford Motor Co.*, 2012 WL 3113854 (D. Minn. July 31, 2012); *Cholakyan v. Mercedes-Benz USA, LLC*, 281 F.R.D. 534 (C.D. Cal. 2012); *In re Ford Motor Co. E-350 Van Prods. Liab. Litig.*, 2012 WL 379944 (D.N.J. Feb. 6, 2012). Furthermore, even if a nationwide or any state-wide classes were to be certified, they are subject to decertification, and, even after class certification, Toyota would have continued to zealously contest Plaintiffs' claims through summary judgment, trial, and appeal.

It was with full knowledge of these inherent risks that Plaintiffs' Counsel accepted this case on a contingent basis and chose to file and litigate this matter. Additionally, Plaintiffs' Counsel also accepted the risks of litigating against formidable, and well-funded, defense counsel. Because Plaintiffs' Counsel accepted all of the significant risks inherent in this case, this factor is satisfied and supports approval of Plaintiffs' Counsel's fee request.

4. The Quality of Representation

Goldberger factor number four requires an analysis of the quality of the representation provided by Class Counsel in this litigation. *Goldberger*, 209 F.3d at 50. “[T]he quality of the representation is best measured by the results.” *Id.* at 55. In this case, the result is very favorable for the Class, and, therefore, the quality of representation by Class Counsel more than satisfies this factor.

As an initial matter, Class Counsel in this case is comprised of attorneys and law firms that are national leaders in class action litigation generally, and automotive defect matters in particular. Each of the three firms appointed Class Counsel – Wolf Haldenstein Adler Freeman & Herz LLP, Beasley, Allen, Crow, Methvin, Portis & Miles, P.C., and DiCello Levitt Gutzler LLC – has been recognized by both federal and state courts across the country as being highly skilled and experienced in complex litigation, including successfully leading a multitude of consumer class actions concerning fraud, misrepresentation and unfair practices. These firms’ performance in representative litigation has repeatedly garnered outstanding results. *See* firm resumes attached to Exs. 1-3; *see also Kemp-DeLisser*, 2016 WL 6542707, at *16 (“Class Counsel in this case is comprised of attorneys and law firms that are national leaders in class action litigation”). The quality of Class Counsel’s representation is also evident when considering the equally high-quality defense attorneys against whom they successfully litigated this case. *In re Glob. Crossing Sec. & ERISA Litig.*, 225 F.R.D. 436, 467 (S.D.N.Y. 2004) (noting that “the quality of opposing counsel is also important in evaluating the quality of plaintiff’s counsels’ work”) (citation omitted). From the outset, Defendants have been represented by highly capable attorneys from several leading international law firms, including King & Spalding LLP (over 1,000 attorneys) and Sidley Austin LLP (about 2,000 attorneys), both recognized leaders in class defense litigation.

Class Counsel both possesses and utilized the necessary skill to ably provide the legal services which led to a favorable settlement. Class Counsel's ability to obtain a favorable settlement for the Class Members despite all the risks and complexity discussed above, and in the face of formidable legal opposition speaks to the quality of Class Counsel. This *Goldberger* factor is clearly satisfied.

5. The Requested Fee in Relation to the Settlement

This factor requires the Court to compare the requested fee to the benefits of the settlement. *Goldberger*, 209 F.3d at 50. In the context of a "common fund" settlement, this factor is used to assess the percentage of the fund that the class should be paid to class counsel, as a matter of equity, to compensate for the benefit class counsel obtained for the class as a whole. In this case, however, the proposed fee, if approved, will not be paid by the Class, but rather by Defendants, and will not reduce the benefits to the Class. Nonetheless, it is important to consider this factor to assess whether the requested fee is disproportionate to the totality of benefits the Settlement provides to the Class. By any measure, the fees requested by Class Counsel here are extremely modest relative to the value the Settlement provides to the Class.

"Traditionally, courts in this Circuit and elsewhere have awarded fees in the 20%-50% range in class actions." *In re Warner Communications Sec. Litig.*, 618 F. Supp. 735, 749 (S.D.N.Y. 1985), *aff'd*, 798 F.2d 35 (2d Cir. 1986). Indeed, common fund recoveries of one-third or higher have been routinely approved in class action cases within the Second Circuit. *See Kiefer v. Moran Foods, LLC*, 2014 WL 3882504, at *8 (D. Conn. July 31, 2014) ("Class Counsel's request for one-third of the Fund is reasonable and consistent with the norms of class litigation in this circuit.") (internal quotation omitted); *CourAcevedo v. Workfit Med. LLC*, 187 F. Supp. 3d 370, 382-83 (W.D.N.Y. May 20, 2016) (approving fee request of one-third of total settlement fund); *deMunecas*, 2010 WL 3322580, at *19 ("Class Counsel's request for 33 percent of the Fund is

reasonable under the circumstances of this case and is consistent with the norms of class litigation in this circuit.”); *Warren v. Xerox Corp.*, 2008 WL 4371367, at *7 (E.D.N.Y. Sept. 19, 2008) (awarding class counsel attorneys’ fees and expenses of \$4 million, which “constitutes approximately 33.33% of the total settlement, and is comparable to sums allowed in similar cases”); *Frank v. Eastman Kodak Co.*, 228 F.R.D. 174, 189 (W.D.N.Y. 2005) (awarding 38.26%); *Strougo ex rel. Brazilian Equity Fund, Inc. v. Bassini*, 258 F. Supp. 2d 254, 262 (S.D.N.Y. 2003) (awarding 33-1/3% of common fund); *Maley v. Del Global Techs. Corp.*, 186 F. Supp. 2d 358, 370 (S.D.N.Y. 2002) (awarding 33-1/3%); *Becher v. Long Island Lighting Co.*, 64 F. Supp. 2d 174, 182 (E.D.N.Y. 1999) (awarding 33-1/3% of common fund).

The proposed Settlement here provides substantial benefits whose valuation represents at least several times the requested fee award. The Settlement will provide free inspection and repair services, reimbursement of costs for previous covered repairs, and prospective coverage for repairs for 10 years from the first use of the vehicle. This can cost as much as several hundred to over two thousand dollars, per vehicle,⁴ for an estimated 1.2 million vehicles in the class. For the requested fee award to represent just 20 percent of the value of the Settlement (the low end of the range discussed above), the Settlement need only be valued at less than \$22 per vehicle – an extremely conservative valuation in light of the costs that it covers. Thus, this *Goldberger* factor strongly supports approval of Class Counsel’s request.

6. Reaction of the Class

The May 3, 2019 deadline for filing objections has passed, and of the two objections that were filed, only one objected to the proposed award of attorneys’ fees. ECF 120 at 5-7. This

⁴ For example, Objector Jennifer Lyons tallies the total costs of sliding door repairs to her vehicle to be approximately \$2,150. ECF 120-1 ¶ 7.

extremely low rate of objections (one out of over one million vehicles in the Settlement) also supports Class Counsel's request. *See, e.g., In re Prudential Sec. Inc. Ltd. P'ships Litig.*, 985 F. Supp. 410, 416 (S.D.N.Y. 1997) ("In determining the reasonableness of a requested fee, numerous courts have recognized that 'the lack of objection from members of the class is one of the most important reasons'" (citation omitted)).

Moreover, the one objection that has been filed does not necessarily oppose the substance of Class Counsel's request, but rather argues that there was "insufficient information" to justify the request at the time the objection was filed. ECF 120 at 5.⁵ Class Counsel respectfully submit, however, that this Motion provides whatever information had been lacking to support their request. Plaintiffs will address this aspect of the objection, to the extent necessary, in their reply brief to be filed with the Court on May 24, 2019.

7. Public Policy Considerations

The final *Goldberger* factor requires an analysis of all public policy considerations when determining the fees to be awarded to Class Counsel. *Goldberger*, 209 F.3d at 50. Here, public policy strongly supports approval of Class Counsel's fee request. Courts in the Second Circuit have routinely stressed the importance of reasonable fee awards in encouraging private attorneys to bring contingency fee class actions representing the public interest. "Class Counsel's fees 'should reflect the important public policy goal of providing lawyers with sufficient incentive to bring common fund cases that serve the public interest.'" *Edwards*, 2018 WL 3715273, at *15 (quoting *In re Colgate-Palmolive Co. ERISA Litig.*, 36 F. Supp. 3d 344, 352) (S.D.N.Y. 2014)). *See also deMunecas*, 2010 WL 3322580, at *8 ("Where relatively small claims can only be

⁵ As the objection acknowledges, this Court's scheduling of the filing of the present Motion after objections were due accords with due process, *see Cassese v. Williams*, 503 Fed. App'x 55, 57 (2d Cir. 2012) (cited at ECF 120 at 5), and provides the Court with better information insofar as it can evaluate Class Counsel's request with the knowledge of how many objections were made to it.

prosecuted through aggregate litigation, and the law relies on prosecution by ‘private attorneys general,’ attorneys who fill the private attorney general role must be adequately compensated for their efforts”) (internal citations omitted); *Maley*, 186 F. Supp. 2d at 373 (S.D.N.Y. 2002) (“Courts have recognized the importance that fair and reasonable fee awards have in encouraging private attorneys to prosecute class actions on a contingent basis . . . on behalf of those who otherwise could not afford to prosecute.”); *Spann v. AOL Time Warner*, 2005 WL 1330937, at *8 (S.D.N.Y. June 7, 2005) (awarding 33-1/3% fee and noting that lawyers are unlikely to pursue this type of litigation “without resort to the class action device”); *Ellman v. Grandma Lee’s Inc.*, 1986 WL 53400, at *9 (E.D.N.Y. May 28, 1986) (“To make certain that the public [interest] is represented by talented and experienced trial counsel, the remuneration should be both fair and rewarding”).

Thus, public policy concerns support the fee award requested in this case.

B. The Fee Request Is Reasonable ~~W~~hen “Cross Checked” ~~A~~against Class Counsel’s Lodestar.

Where, as here, the Parties have negotiated the fee that Defendants shall pay and the amount to be paid to the Class will not be in any way diminished, “trial courts need not, and indeed should not, become green-eyeshade accountants.” *Spence v. Ellis*, 2012 WL 7660124, at *2 (E.D.N.Y. Dec. 19, 2012), *report and recommendation adopted*, 2013 WL 867533 (E.D.N.Y. Mar. 7, 2013). “In cases where settlements of fee requests are made with the defendants after prior approval of damage claim settlements, the court can, in most instances, assume that the defendants closely scrutinized the fee requests, and agreed to pay no more than was reasonable.” *In re Fine Paper Antitrust Litig.*, 751 F.2d 562, 582 (3d Cir. 1984). Rather, as in common fund case, it is appropriate to look to counsel’s lodestar as a cross-check to ensure that the negotiated fee does not result in a windfall to class counsel. *See, e.g., Sony SXRD*, 2008 WL 1956267, at *16 (“the reasonableness of the requested fee award can be tested by using the lodestar method of calculating

reasonable attorneys' fees in common fund cases"); *Jermyn*, 2012 WL 2505644, at *9 (employing lodestar cross-check). "Where [the lodestar method is] used as a mere cross-check, the hours documented by counsel need not be exhaustively scrutinized by the district court." *In re Sturm, Ruger, & Co., Inc. Sec. Litig.*, 2012 WL 3589610, at *13 (D. Conn. Aug. 20, 2012) (internal quotation omitted).

When courts employ the lodestar analysis to cross-check the reasonableness of the percentage of recovery award, counsel may be entitled to a multiplier:

"Courts regularly award lodestar multipliers from 2 to 6 times lodestar" in this Circuit, *Morris v. Affinity Health Plan, Inc.*, 859 F. Supp. 2d 611, 623-24 (S.D.N.Y. 2012), and have been known to award lodestar multipliers significantly greater than the 4.87 multiplier sought here. *See, e.g., Maley*, 186 F. Supp. 2d at 369 (awarding percentage method with cross-check lodestar multiplier of 4.65, which was "well within the range awarded by courts in this Circuit and courts throughout the country," and citing cases with a 7.7 multiplier and 5.5 multiplier); *see also In re Telik, Inc. Sec. Litig.*, 576 F. Supp. 2d 570, 590 (S.D.N.Y. 2008) ("In contingent litigation, lodestar multiples of over 4 are routinely awarded by courts, including this Court" (citing *Maley*)); *In re EVCI Career Colleges Holding Corp. Sec. Litig.*, No. 05 Civ. 10240 (CM), 2007 WL 2230177, at *17 n.7 (S.D.N.Y. July 27, 2007) ("Lodestar multipliers of nearly 5 have been deemed 'common' by courts in this District."). The multiplier is on the higher end, but that is entirely appropriate, given the fact that counsel were ready to go to trial when they settled. Class Counsel's hourly rates are reasonable. The rates for Class Counsel who billed meaningful time to this case (ranging from \$225 to \$675 per hour) are comparable to peer plaintiffs and defense-side law firms litigating matters of similar magnitude.

Fleisher v. Phoenix Life Ins. Co., 2015 WL 10847814, at *18 (S.D.N.Y. Sept. 9, 2015); *see also Kemp-Delisser*, 2016 WL 6542707, at *17 (approving 2.77 multiplier as "well within the range of lodestar multipliers that are regularly approved by district courts in the Second Circuit.").

The lodestar analysis is simply a function of multiplying the number of hours Plaintiffs' Counsel spent litigating this matter times the applicable hourly billable rate. *Goldberger*, 209 F.3d at 47. In this case, Plaintiffs' Counsel's lodestar amount of \$3,863,845.25 results from 6,008.35

hours⁶ devoted to prosecuting this matter.⁷ A fee award of \$6,500,000, therefore, yields a lodestar multiple of 1.68. Thus, the lodestar cross-check confirms that Class Counsel's fee request is fair and reasonable.

C. The Court Should Grant Class Counsel's Request for Reimbursement of Expenses.

It is axiomatic that counsel should be reimbursed for all expenses that are reasonable and necessarily incurred. Fed. R. Civ. P. 23(h); *see also Kemp--Delisser*, 2016 WL 6542707, at *18; *Kiefer*, 2014 WL 3882504, at *10; *Jermyn*, 2012 WL 2505644, at *9 ("Attorneys may be compensated for reasonable out-of-pocket expenses incurred and customarily charged to their clients, as long as they were incidental and necessary to the representation of those clients.") (quoting *Miltland Releigh--Durham v. Myers*, 840 F. Supp. 235, 239 (S.D.N.Y. 1993)).

⁶ The lodestar and hour figures break down by firm as follows:

<i>Firm</i>	<i>Hours</i>	<i>Lodestar</i>	<i>Reference</i>
Wolf Haldenstein Adler Freeman & Herz LLP	2,766.95	\$1,758,591.25	Ex. 1, Basar Decl. ¶ 16
Beasley, Allen, Crow, Methvin, Portis & Miles, P.C.	1,637	\$1,177,260.00	Ex. 2, Miles Decl. ¶ 6
DiCello Levitt Gutzler LLC	718.9	\$597,254.00	Ex. 3, Levitt Decl. ¶ 7
Hurwitz Sagarin Slossberg & Knuff, LLC	188.2	\$97,460.00	Ex. 4, Slossberg Decl. ¶ 7
Cohen and Malad, LLP	36.5	\$18,644.50	Ex. 5, Cutshaw Decl. ¶ 7
Forchelli Deegan Terrana LLP	70.9	\$33,323.00	Ex. 6, Nasis Decl. ¶ 7
Hendrickson & Long, PLLC	356.4	\$99,797.50	Ex. 7, Long Decl. Ex. 1
Williams Dirks Dameron LLC	130	\$58,975.00	Ex. 8, Dirks Decl. ¶¶ 4,8
Monteleone & McCrory, LLP	39.5	\$12,590.00	Ex. 9, Hurst Decl. ¶ 11
Gary C. Johnson, PSC	64	\$9,950.00	Ex. 10, Owens Decl. ¶ 7
Totals	6,008.35	\$3,863,845.25	

⁷ Plaintiffs' Counsel's use of current rates in calculating their lodestar has been approved by the Supreme Court and courts in the Second Circuit as a means of compensating for the delay in receiving payment and the loss of interest. *See Missouri v. Jenkins*, 491 U.S. 274, 284 (1989); *Farbotko v. Clinton Cty.*, 433 F.3d 204, 210 n.11 (2d Cir. 2005) (applying "current rather than historic hourly rates." (quoting *Gierlinger v. Gleason*, 160 F.3d 858, 882 (2d Cir. 1998)); *LeBlanc-Sternberg v. Fletcher*, 143 F.3d 748, 764 (2d Cir. 1998) ("[C]urrent rates, rather than historical rates, should be applied in order to compensate for the delay in payment.")).

In prosecuting this action, Plaintiffs' Counsel incurred \$370,972.29 for which it respectfully requests reimbursement.⁸ All of the expenses were reasonable and necessary to the prosecution of this matter, and represent standard litigation costs and expenses such as expert, mediation and travel expenses, as well as court costs. Among other expenses, the Plaintiffs in each of the Actions purchased exemplar vehicles whose doors were thoroughly inspected by their independent automotive engineering consultants. The expenses are itemized in further detail in the Declarations submitted herewith. All expenses for which Plaintiffs' Counsel now seeks reimbursement were necessary to the successful outcome of this case. Moreover, the total amount of expenses for which Plaintiffs' Counsel seeks reimbursement are approximately 74 percent of the \$500,000 limit agreed to in Section VIII.B. of the Settlement Agreement and included in the notice to the Class.

D. The Court Should Approve the Requested Service Awards to the Class Representatives.

Plaintiff requests that the Court approve the Class Representative service awards of \$2,500.00 for the Class Representatives. Awards like the ones requested here promote the important public policy of encouraging individuals to undertake the responsibility of representative

⁸ These expenses break down by firm as follows:

<i>Firm</i>	<i>Expenses</i>	<i>Reference</i>
Wolf Haldenstein Adler Freeman & Herz LLP	\$135,447.06	Ex. 1, Basar Decl. ¶ 19
Beasley, Allen, Crow, Methvin, Portis & Miles, P.C.	\$120,128.43	Ex. 2, Miles Decl. ¶ 9
DiCello Levitt Gutzler LLC	\$105,696.97	Ex. 3, Levitt Decl. ¶ 10
Hurwitz Sagarin Slossberg & Knuff, LLC	\$3,281.06	Ex. 4, Slossberg Decl. ¶ 10
Hendrickson & Long, PLLC	\$2,094.10	Ex. 7, Long Decl. ¶ 10
Williams Dirks Dameron LLC	\$1,040.29	Ex. 8, Dirks Decl. ¶ 11
Monteleone & McCrory, LLP	\$3,284.38	Ex. 9, Hurst Decl. ¶ 11
Total	\$370,972.29	

lawsuits. The favorable result achieved by Class Counsel in this case would likely not have been possible without the assistance of the Class Representatives. Plaintiff remained fully informed of the details of the litigation, and provided invaluable input, information, and assistance at every stage.

In this Circuit and others, incentive awards may be awarded by the court as compensation to named plaintiffs for their efforts on behalf of a class which has benefitted from them. The \$2,500.00 amount sought in this case is at or below case contribution awards in other class actions. *See, e.g., Edwards*, 2018 WL 3715273, at *13 (approving service awards of \$5,000 to each representative plaintiff). *See also Dornberger v. Metropolitan Life Insurance Co.*, 203 F.R.D. 118, 124-25 (S.D.N.Y. 2001) (discusses cases supporting awards from \$2,500.00 to \$85,000.00). Moreover, the relief to the Settlement Class is significant in light of their claims and actual damages, and the award of service payments will not reduce the relief available to Settlement Class members. Modest and fair service payments promote public policy by encouraging individuals to participate as class representatives in class actions and by compensating them for their service to the class. *See, e.g., In re Mego Fin. Corp. Sec. Litig.*, 213 F. 3d 454, 463 (9th Cir. 2000); *see also* Manual for Complex Litig., § 21.62 n.971 (4th ed. 2004). Thus, each of the 20 Plaintiffs who served in this capacity should be awarded \$2,500.00 for their service to reach the proposed settlement.

IV. CONCLUSION

For all of these reasons, Plaintiffs respectfully request that the Court award the full \$6,500,000 million in requested attorneys' fees based upon the excellent value of the Settlement to Class Members. Plaintiffs' Counsel has effectively worked this case for their clients to reach this result and should be compensated accordingly. In addition, the Court should award \$370,972.29 to Plaintiffs' Counsel to compensate them for out-of-pocket, unreimbursed expenses

incurred in prosecuting the case, as well as a \$2,500 service payment to each of the Class Representatives.

Dated: May 10, 2019

Respectfully submitted,

PLAINTIFFS

By: /s/ David A. Slossberg

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CERTIFICATE OF SERVICE

I hereby certify that on May 10, 2019, a copy of the foregoing was filed electronically and served by mail on anyone unable to accept electronic filing. Notice of this filing will be sent by e-mail to all parties by operation of the court's electronic filing system or by mail to anyone unable to accept electronic filing as indicated on the Notice of Electronic Filing. Parties may access this filing through the Court's CM/ECF system.

/s/ David A. Slossberg

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF CONNECTICUT**

NED SIMERLEIN, JAMES ECKHOFF,
MARICEL LOPEZ, CRAIG KAISER, JOHN
F. PRENDERGAST, RAYMOND and
ROSARIO ALVAREZ, KAREN EASON,
JENNIFER SOWERS, JENNIFER
FRANKLIN, JORDAN AMRANI, CRYSTAL
GILLESPIE, MELISSA STALKER, DILLEN
STEEBY, PAULA McMILLIN, JOSEPH C.
HARP Jr., and JAMES and MELISSA JUGO
TINNEY, individually and on behalf of
all others similarly situated,

CASE NO. 3:17-CV-01091-VAB

v.

TOYOTA MOTOR CORPORATION,
TOYOTA MOTOR NORTH AMERICA, INC.,
TOYOTA MOTOR SALES, USA, INC.,
TOYOTA MOTOR ENGINEERING &
MANUFACTURING NORTH AMERICA,
INC. and TOYOTA MOTOR
MANUFACTURING, INDIANA, INC.

**DECLARATION OF DEMET BASAR IN SUPPORT OF
PLAINTIFFS' MOTION FOR ATTORNEYS' FEES, EXPENSES,
AND SERVICE AWARDS TO THE CLASS REPRESENTATIVES**

DEMET BASAR, admitted to practice *pro hac vice* in this action, hereby declares under penalty of perjury pursuant to 28 U.S.C. § 1746 as follows:

1. I am a partner in the law firm of Wolf Haldenstein Adler Freeman & Herz LLP ("Wolf Haldenstein"), where I am a member of the firm's complex class action group, specializing in consumer and securities litigation. Wolf Haldenstein represents Plaintiffs Ned Simerlein, James Eckhoff, Maricel Lopez, Craig Kaiser, and John F. Prendergast in this Action, all of whom were appointed Class Representatives by this Court in its Ruling and Order on

Motion for Preliminary Approval (“Preliminary Approval Order”) dated January 14, 2019. ECF 107 at 38. In the same Order, I was appointed as one of Class Counsel for the proposed Settlement Class. *Id.* at 25-26.

2. I respectfully submit this declaration in support of Plaintiffs’ Motion for Attorneys’ Fees, Expenses, and Service Awards to the Class Representatives. I have personal knowledge of the matters set forth herein and am competent to testify with respect thereto.

3. I am admitted to practice in the States of New York and New Jersey. I am also admitted to practice in the United States Court of Appeals for the Second, Sixth, Seventh, Eighth and Ninth Circuits, and the United States District Courts for the Southern District of New York, Western District of New York, District of New Jersey, Central District of Illinois, and the Eastern District of Wisconsin.

4. From February 10, 2017 through April 30, 2019, my firm expended 2,766.95 hours of work in connection with this litigation. Based upon our customary rates in this type of litigation, the lodestar value of that time is \$1,758,591.25, at current rates.

5. Prior to bringing this action, my firm conducted extensive factual investigation and exhaustive legal research regarding our client’s potential claims against Defendants arising from alleged defects in the power sliding doors of the Subject Vehicles. We began work on this matter in February 2017 when Mr. Simerlein, who received Toyota’s Notice of Safety Recall No. 16V-858 (the “Safety Recall Notice”) and was concerned about the safety of his Sienna’s sliding doors, contacted our firm. Thereafter, attorneys at my firm, assisted by legal staff in certain instances, (a) had extensive discussions with Mr. Simerlein concerning his experience with his Sienna, his reasons for purchasing the vehicle, the research he conducted before purchasing it, the Safety Recall, and the potential for litigation; (b) reviewed the Safety Recall Notice and

related documentation Toyota filed with the National Highway Transportation Safety Administration (“NHTSA”) concerning the nature of the door problems underlying the Safety Recall, Toyota’s knowledge of the problems, and other communications between Toyota and NHTSA; (c) reviewed a multitude of complaints filed with NHTSA and elsewhere concerning problems with the doors and developed an understanding of other potential defects that were not covered by the Safety Recall; (d) analyzed similar problems that were reported regarding Sienna model years that were not included in the Safety Recall; (e) examined every Technical Service Bulletin (“TSB”) issued by Toyota seeking to address problems with the Siennas’ door; (f) reviewed and analyzed the claims and allegations in a prior class action about the rear doors in earlier model year Siennas; (g) located and reviewed current and past Toyota advertising and marketing materials for statements about safety, convenience, doors, and other material issues; and (h) conducted extensive legal research and evaluated numerous legal theories and claims, including statutory consumer protection claims, express and implied warranty claims, a claim under the federal Magnuson-Moss Warranty Act, and various common law claims.

6. After this intensive factual and legal research, we conferred with and received approval from Mr. Simerlein to commence this action, and filed the class action complaint in this Court on June 30, 2017. ECF 1.

7. Subsequently, we retained an automotive engineering expert in order to get an independent professional opinion concerning the potential defects in the doors. We purchased an exemplar vehicle whose doors were thoroughly examined by the expert and conferred extensively with the expert to identify the specific potential causes of the door problems.

8. During this period, we also communicated with a number of other Sienna owners who were concerned about the Safety Recall. Four of these individuals – James Eckhoff, Maricel

Lopez, Craig Kaiser, and John F. Prendergast – elected to join the suit and were named as plaintiffs in the amended class action complaint filed on October 6, 2017. ECF 36. Prior to their joining the action, as was the case with Mr. Simerlein, we interviewed the new Plaintiffs about their purchases and experiences with their Siennas and researched numerous additional claims that could be brought under on the laws of the states in which they resided. The amended complaint also included additional allegations about the nature and extent of the problems with the sliding power doors that were informed by the findings of the independent automotive expert we retained, included additional claims, and extended the proposed class to include owners and lessees of model year 2017 Siennas.

9. As the case progressed, the *Simerlein* Parties participated in a Rule 26 discovery conference, prepared a joint Rule 26(f) case management report, and appeared before the Court in a Rule 16 telephonic status conference. My firm also drafted and served a detailed __ page discovery request seeking __ categories of documents.

10. On December 4, 2017, Defendants filed their motion to dismiss most of Plaintiffs' claims in this Action on jurisdictional grounds, which required extensive research and briefing by firm attorneys involving complex legal analysis against a backdrop of a rapidly evolving body of law. Defendants also sought dismissal of Mr. Simerlein's claims under Connecticut law, as well as his claim under the Magnuson-Moss Warranty Act, which also required substantial research and analysis by our litigation team. After Defendants' filed their reply, my firm, with this Court's approval, also filed a sur-reply.

11. As detailed in the Joint Declaration of Demet Basar, W. Daniel "Dee" Miles II, and Adam J. Levitt in Support of Plaintiffs' Motion for Preliminary Approval (ECF 86), my firm, together with attorneys from Beasley, Allen, Crow, Methvin, Portis & Miles, P.C. and

DiCello Levitt & Casey LLC, engaged in intensive, hard-fought, arms' length negotiations with Defendants that lasted over a year, during which we participated in multiple in-person meetings with Defendants' counsel, frequent lengthy conference calls, exchanged numerous drafts of the Settlement Agreement and painstakingly negotiated and refined alterations before a final agreement could be reached. During the negotiation process, Defendants produced informal and confirmatory electronic document discovery. My firm was involved in the review of that discovery, which assisted us in determining the propriety of the measures included in the proposed Settlement. My firm worked with our independent automotive expert to assess the merit of the technical measures included in the proposed settlement agreement. ECF 86, ¶¶ 25-31.

12. During the settlement negotiation process, as was the case throughout the litigation, we conferred with each of the Class Representatives, including through their individual counsel, to inform them of potential settlement terms and to address any questions or concerns they had. We explained and advised them about settlement considerations including, the terms of the Settlement, the potential for obtaining different recovery if the case were to continue, and the potential risks of continued litigation. We obtained informed approval from each of them on the terms of the Settlement Agreement ultimately reached.

13. Firm attorneys had responsibility for drafting the preliminary approval motion, together with supporting papers, which this Court granted; and have also performed work in connection with the implementation of the notice program as well as responding to Class member inquiries and other Settlement-related matters. We also worked extensively on the concurrently filed motion for final approval of the Settlement.

14. My firm's work on this case was performed on a wholly-contingent basis pursuant to contingency fee contracts with the named Plaintiffs. Wolf Haldenstein has not received any amounts in connection with this case, either as fee income or expense reimbursement.

15. Shown below is a true and correct summary identifying the attorneys and paralegals who have worked on this litigation, the number of hours those individuals have worked, their regular hourly billing rates, and their respective lodestar values. We anticipate that additional time and expenses will be incurred for the work that Wolf Haldenstein will be performing on this matter through the conclusion of the Settlement.

16. The hourly rates shown below are the usual and customary lodestar rates charged in New York, New York, and the national venues in which the firm typically handles cases for each individual doing the type of work performed in this litigation. These rates were not adjusted, notwithstanding the complexity of this litigation, the skill and tenacity of the opposition, the preclusion of other employment, or any other factors that could be used to justify a higher hourly compensation. Additionally, Wolf Haldenstein has been retained on hourly matters at these rates and I have personally been paid retainers based upon these rates.

Name	Status	Current Hourly Rate	Current Total Hours	Lodestar
Daniel W. Krasner	(P)	\$980.00	10.70	\$10,486.00
Jeffrey G. Smith	(P)	\$910.00	64.60	\$58,786.00
Demet Basar	(P)	\$760.00	1098.30	\$834,708.00
Janine L. Pollack	(P)	\$835.00	5.50	\$4,592.50
Rachele R. Byrd	(P)	\$670.00	17.50	\$11,725.00
Kate M. McGuire	(OC)	\$565.00	938.70	\$530,365.50
Lydia K. Reynolds	(OC)	\$545.00	487.95	\$265,932.75
Carl V. Malmstrom	(A)	\$530.00	2.80	\$1,484.00
Joseph Weiss	(PL)	\$320.00	23.00	\$7,360.00
James A. Cirigliano	(PL)	\$325.00	60.50	\$19,662.50
Victoria Lepesant	(PL)	\$235.00	46.50	\$10,927.50
Ryan C. Dill	(PL)	\$235.00	10.90	\$2,561.50
TOTAL			2,766.95	\$1,758,591.25
Status: (P) Partner (OC) Of Counsel (A) Associate (PL) Paralegal				

17. These amounts were derived from contemporaneous daily time records compiled on this matter, which are recorded in our computerized database. The firm requires regular and contemporaneous recording of time records, which occurred in this case.

18. The lodestar summary reflects Wolf Haldenstein's experience in the field, the complexity of the matters involved in this litigation, and the prevailing rate for providing such services.

19. Wolf Haldenstein has advanced a total of \$135,447 in expenses reasonably and necessarily incurred in connection with the prosecution of this matter. They are broken down as follows:

DESCRIPTION	TOTAL EXPENSES
Filing Fees and Service of Process	\$710.00
Experts and Consultants	\$53,473.00
Exemplar Vehicle and Related Expenses	\$34,590.90
Travel/Meals/Carfare	\$1,251.97
Internal Reproduction/Copies	\$4,210.30
Computer Research	\$40,433.68
Federal Express/Messenger/Postage	\$449.61
Secretarial Overtime	\$194.17
Telephone/Fax	\$133.43
TOTAL LITIGATION EXPENSES	\$135,447.06

20. These expenses are reflected in the books and records regularly kept and maintained by my firm.

21. In my opinion, the time expended and incurred in prosecuting this action were reasonably and necessary for the diligent litigation of this matter.

22. As reflected in the attached resume for my firm, I have significant experience in prosecuting a significant number of class action cases on behalf of consumers nationwide. Many of those cases resulted in settlements on behalf of those consumer classes, achieving billions of dollars in recoveries for consumers.

23. In connection with this litigation, my firm worked with local counsel Hurwitz Sagarin Slossberg & Knuff (“Hurwitz Sagarin”). Hurwitz Sagarin, has incurred \$97,460 in fees at current rates and \$3,281.06 in expenses in connection with this litigation. The declaration of David A. Slossberg reflecting the time and expenses of his firm is being filed contemporaneously herewith.

24. In connection with this litigation, my firm also worked with Forchelli Deegan Terrana LLP (“Forchelli Deegan”), individual counsel for Plaintiffs Maricel Lopez and James Eckhoff. Forchelli Deegan has incurred \$33,323.00 in fees at current rates in connection with this litigation. The declaration of Elbert S. Nasis reflecting the lodestar of his firm is being filed contemporaneously herewith.

25. In connection with this litigation, my firm worked with Cohen & Malad, LLP (“Cohen & Malad”), as individual counsel for Plaintiff Craig Kaiser. Cohen & Malad has incurred \$18,644.50 in fees at current rates in connection with this litigation. The declaration of David J. Cutshaw reflecting the lodestar of his firm is being filed contemporaneously herewith.

26. Based upon my experience, I believe that the proposed Settlement is fair, adequate, and reasonable considering —among other things as detailed in our briefs—the risks of continued litigation, strength of Plaintiffs’ claims, and relief achieved on behalf of the individual Class members. In addition to the significant injunctive relief obtained by the attorneys,

consumers are also able to claim the amount that they have paid in eligible out-of-pocket expenses related to repair of the power sliding rear doors at issue in this litigation.

27. This case was litigated over the course of approximately two years, involving a significant amount of dismissal motion practice, informal and confirmatory discovery, and expert work. The proposed Class Representatives fulfilled their duties to the Class by ensuring that the proposed Settlement was fair, adequate, and reasonable, stayed abreast of litigation, and provided documents and information as necessary. Accordingly, I believe that the proposed service awards to each of the proposed Class Representatives are also appropriate.

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

Dated: May 10, 2019

By: /s/ Demet Basar
Demet Basar



PROVIDING EXEMPLARY LEGAL SERVICES SINCE 1888

FIRM RESUME

Founded in 1888, Wolf Haldenstein Adler Freeman & Herz LLP is a full service law firm specializing in complex litigation in federal and state courts nationwide. The firm's practice includes litigation, both hourly and contingent, in securities, antitrust, wage & hour, consumer fraud, false marketing, ERISA, and general and commercial matters, general representation in REIT & partnership, whistleblower, false claim, trust & estate, corporate investigation, and white collar matters, and FINRA arbitration. The Firm has a particular specialty in complex class action and other representative litigation – including investor, shareholder, antitrust, ERISA, consumer, employee, and biotechnology matters – under both federal and state law.

Wolf Haldenstein's total practice approach distinguishes it from other firms. Our longstanding tradition of a close attorney/client relationship ensures that each one of our clients receives prompt, individual attention and does not become lost in an institutional bureaucracy. Our team approach is at the very heart of Wolf Haldenstein's practice. All of our lawyers are readily available to all of our clients and to each other. The result of this approach is that we provide our clients with an efficient legal team having the broad perspective, expertise and experience required for any matter at hand. We are thus able to provide our clients with cost effective and thorough counsel focused on our clients' overall goals.

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THE FIRM

Wolf Haldenstein has been recognized by state and federal courts throughout the country as being highly experienced in complex litigation, particularly with respect to securities, consumer, ERISA, FLSA and state overtime and expense deductions, and antitrust class actions and shareholder rights litigation.

Among its colleagues in the plaintiffs' bar, as well as among its adversaries in the defense bar, Wolf Haldenstein is known for the high ability of its attorneys, and the exceptionally high quality of its written and oral advocacy.

The nature of the Firm's activities in both individual and representative litigation is extremely broad. In addition to a large case load of securities fraud and other investor class actions, Wolf Haldenstein has represented classes of corn and rice farmers in connection with the devaluation of their crops; contact lens purchasers for contact lens manufacturers' violations of the antitrust laws; merchants compelled to accept certain types of debit cards; insurance policyholders for insurance companies' deceptive sales practices; victims of unlawful strip searches under the civil rights laws; and various cases involving violations of Internet users' on-line privacy rights.

The Firm's experience in class action securities litigation, in particular public shareholder rights under state law and securities fraud claims arising under the federal securities laws and regulations is particularly extensive. The Firm was one of the lead or other primary counsel in securities class action cases that have recouped billions of dollars on behalf of investor classes, in stockholder rights class actions that have resulted in billions of dollars in increased merger consideration to shareholder classes, and in derivative litigation that has recovered billions of dollars for corporations.

Its pioneering efforts in difficult or unusual areas of securities or investor protection laws include: groundbreaking claims that have been successfully brought under the Investment Company Act of 1940 regarding fiduciary responsibilities of investment companies and their advisors toward their shareholders; claims under ERISA involving fiduciary duties of ERISA trustees who are also insiders in possession of adverse information regarding their fund's primary stockholdings; the fiduciary duties of the directors of Delaware corporations in connection with change of control transactions; the early application of the fraud-on-the-market theory to claims against public accounting firms in connection with their audits of publicly traded corporations; and the application of federal securities class certification standards to state law claims often thought to be beyond the reach of class action treatment.



JUDICIAL COMMENDATIONS

Wolf Haldenstein has repeatedly received favorable judicial recognition. The following representative judicial comments over the past decade indicate the high regard in which the Firm is held:

- *In re Empire State Realty Trust, Inc. Investor Litig.*, No. 650607/2012 (Sup. Ct. N.Y. Co.) – On May 2, 2013, Justice O. Peter Sherwood praised the Firm in its role as chair of the committee of co-lead counsel as follows: "It is apparent to me, having presided over this case, that class counsel has performed in an excellent manner, and you have represented your clients quite well. You should be complimented for that." In awarding attorneys' fees, the Court stated that the fee was "intended to reward class counsel handsomely for the very good result achieved for the Class, assumption of the high risk of Plaintiffs prevailing and the efficiency of effort that resulted in the settlement of the case at an early stage without protracted motion practice." May 17, 2013 slip. op. at 5 (citations omitted).
- *Roberts v. Tishman Speyer*, 13 N.Y.3d 270 (N.Y. 2009) – On April 9, 2013, Justice Richard B. Lowe III praised the Firm's efforts as follows: "[W]hen you have challenging cases, the one thing you like to ask for is that the legal representation on both sides rise to that level. Because when you have lawyers who are professionals, who are confident, who are experienced, each of you know that each side has a job to do [. . .] I want to tell you that I am very satisfied with your performance and with your, quite frankly, tenacity on both sides. And it took six years, but look at the history of the litigation. There were two appeals all of the way to the Court of Appeals [. . .] And then look at the results. I mean, there are dissents in the Court of Appeals, so that shows you the complexity of the issues that were presented in this litigation [. . .] [I]t shows you effort that went into this and the professionalism that was exhibited [. . .] So let me just again express my appreciation to both sides."
- *K.J. Egleston L.P. v. Heartland Industrial Partners, et al.*, 2:06-13555 (E.D. Mich.) – where the Firm was Lead Counsel, Judge Rosen, at the June 7, 2010 final approval hearing, praised the Firm for doing "an outstanding job of representing [its] clients," and further commented that "the conduct of all counsel in this case and the result they have achieved for all of the parties confirms that they deserve the national recognition they enjoy."



- *Klein, et al. v. Ryan Beck Holdings, Inc., et al.*, 06-cv-3460 (DAB) (S.D.N.Y. 2010) – where the Firm was Lead Counsel, Judge Deborah A. Batts described the Firm’s successful establishment of a settlement fund as follows: “[a] miracle that there is a settlement fund at all.” Judge Batts continued: “As I said earlier, there is no question that the litigation is complex and of a large and, if you will, *pioneering magnitude* ...” (Emphasis added).
- *Parker Friedland v. Iridium World Communications, Ltd.*, 99-1002 (D.D.C.) – where the Firm was co-lead counsel, Judge Laughrey said (on October 16, 2008), “[a]ll of the attorneys in this case have done an outstanding job, and I really appreciate the quality of work that we had in our chambers as a result of this case.”
- *In re Dynamic Random Access Memory Antitrust Litigation*, MDL-02-1486 (N.D. Cal.) – where the Firm was co-lead counsel, Judge Hamilton said (on August 15, 2007), “I think I can conclude on the basis with my five years with you all, watching this litigation progress and seeing it wind to a conclusion, that the results are exceptional. The percentages, as you have outlined them, do put this [case] in one of the upper categories of results of this kind of [antitrust] class action. I am aware of the complexity . . . I thought that you all did an exceptionally good job of bringing to me only those matters that really required the Court’s attention. You did an exceptionally good job at organizing and managing the case, assisting me in management of the case. There was excellent coordination between all the various different plaintiffs’ counsel with your group and the other groups that are part of this litigation. . . . So my conclusion is the case was well litigated by both sides, well managed as well by both sides.”
- *In re Comdisco Sec. Litigation*, 01 C 2110 (N.D. Ill. July 14, 2005) – Judge Milton Shadur observed: “It has to be said . . . that the efforts that have been extended [by Wolf Haldenstein] on behalf of the plaintiff class in the face of these obstacles have been exemplary. And in my view [Wolf Haldenstein] reflected the kind of professionalism that the critics of class actions . . . are never willing to recognize. . . . I really cannot speak too highly of the services rendered by class counsel in an extraordinary difficult situation.”
- *Good Morning to You Productions Corp. v. Warner/Chappell Music, Inc.*, No. CV 13-04460-GHK (MRWx) (C.D. Cal., Aug. 16, 2016) – Judge George H. King



stated: "Not all, or perhaps even most, plaintiffs' class counsel could have litigated this case as successfully as did class counsel against such a fierce and exceptionally accomplished opponent."

RECENT NOTEWORTHY RESULTS

Wolf Haldenstein's performance in representative litigation has repeatedly resulted in favorable results for its clients. The Firm has helped recover billions of dollars on behalf of its clients in the cases listed below. Recent examples include the following:

- *In re Genetically Modified Rice Litigation*, MDL 1811 (E.D. Mo.) - Wolf Haldenstein represented U.S. rice farmers in this landmark action against Bayer A.G. and its global affiliates, achieving a global recovery of \$750 million. The case arose from the contamination of the nation's long grain rice crop by Bayer's experimental and unapproved genetically modified Liberty Link rice.
- *Roberts v. Tishman Speyer*, 13 N.Y.3d 270 (N.Y. 2009) - a class action brought on behalf of over 27,500 current and former tenants of New York City's iconic Stuyvesant Town and Peter Cooper Village housing complexes. On April 9, 2013, Justice Richard B. Lowe III of the New York Supreme Court finally approved settlement of the action, which totals over \$173 million, sets aside \$68.75 million in damages, re-regulates the apartments at issue, and sets preferential rents for the units that will save tenants significant monies in the future. The settlement also enables the tenants to retain an estimated \$105 million in rent savings they enjoyed between 2009 and 2012. **The settlement is by many magnitudes the largest tenant settlement in United States history.**
- *In re Empire State Realty Trust, Inc. Investor Litig.*, Index No. 650607/2012 – The firm served as Chair of the Executive Committee of Co-Lead Counsel for the Plaintiffs in a class action settlement finally approved on May 2, 2013 that provides for the establishment of a \$55 million settlement fund for investors, in addition to substantial tax deferral benefits estimated to be in excess of \$100 million.
- *American International Group Consolidated Derivative Litigation*, Civil Action No. 769-VCS (Del. Ch.) The Firm acted as co-lead counsel and the settlement addressed claims alleging that the D&O Defendants breached their fiduciary



duties to the Company and otherwise committed wrongdoing to the detriment of AIG in connection with various allegedly fraudulent schemes during the 1999-2005 time period.

- *In re Bank of America Corp. Securities, Derivative, and Employee Retirement Income Security Act (ERISA) Litigation*, Master File No. 09 MD 2058 (S.D.N.Y.) (firm was co-lead counsel in parallel derivative action pending in Delaware (*In Re Bank of America Stockholder Derivative Litigation*, C.A. No. 4307-CS (Del. Ch.)) (increase of settlement cash recovery from \$20 million to \$62.5 million).
- *The Investment Committee of the Manhattan and Bronx Service Transit Operating Authority Pension Plan v. JPMorgan Chase Bank, N.A.*, 1:09-cv-04408-SAS (S.D.N.Y.) (class recovered \$150 million).
- *In re Tremont Sec. Law, State Law and Insurance Litig.*, No. 08-civ-11117 (TPG) (SDNY) (class recovered \$100 million). The firm was court-appointed co-lead counsel in the Insurance Action, 08 Civ. 557, and represented a class of persons who purchased or otherwise acquired Variable Universal Life ("VUL") insurance policies or Deferred Variable Annuity ("DVA") policies issued by Tremont International Insurance Limited or Argus International Life Bermuda Limited from May 10, 1994 - December 11, 2008 to the extent the investment accounts of those policies were exposed to the massive Ponzi scheme orchestrated by Bernard L. Madoff through one or more Rye funds.
- *In re Initial Public Offering Securities Litigation*, 21 MC 92 (SAS) (S.D.N.Y.) (class recovered \$586 million). Wolf Haldenstein served as Co-Lead Counsel of one of the largest securities fraud cases in history. Despite the United States Court of Appeals for the Second Circuit's decision to vacate the district court's class certification decision, on remand, counsel for plaintiffs were able to press on to a settlement on April 1, 2009, ultimately recovering in excess of a half-billion dollars.



FIRM PRACTICE AREAS

CLASS ACTION LITIGATION

Wolf Haldenstein is a leader in class and derivative action litigation and is currently or has been the court-appointed lead counsel, co-lead counsel, or executive committee member in some of the largest and most significant class action and derivative action lawsuits in the United States. For example, the class action *Roberts v. Tishman Speyer*, 13 N.Y.3d 270 (N.Y. 2009) was recently described by a sitting member of the U.S. House of Representatives as the greatest legal victory for tenants in her lifetime. In *Roberts*, the Firm obtained a victory in the New York Court of Appeals requiring the reregulation of thousands of apartment units in the Stuyvesant Town complex in Manhattan, New York. Many of the firm's other successful results are summarized within.

PRIVATE ACTIONS FOR INSTITUTIONAL INVESTORS

In addition to its vast class action practice, the Firm also regularly represents institutional clients such as public funds, investment funds, limited partnerships, and qualified institutional buyers in private actions. The Firm has represented institutional clients in non-class federal and state actions concerning a variety of matters, including private placements, disputes with investment advisors, and disputes with corporate management.

The Firm has also acted as special counsel to investors' committees in efforts to assert and advance the investors' interests without resorting to litigation. For example, the Firm served as Counsel to the Courtyard by Marriott Limited Partners Committee for several years in its dealings with Host Marriott Corporation, and as Special Counsel to the Windsor Park Properties 7 and 8 limited partners to insure the fairness of their liquidation transactions.

ANTITRUST LITIGATION

Wolf Haldenstein is a leader in antitrust and competition litigation. The Firm actively seeks to enforce the federal and state antitrust laws to protect and strengthen the rights and claims of businesses, organizations, Taft-Hartley funds, and consumers throughout the United States. To that end, Wolf Haldenstein commences large, often complex, antitrust and trade regulation class actions and other cases that target some of the most powerful and well-funded corporate interests in the world. Many of these interests exert strong influence over enforcement policy that is in the hands of elected officials, so that private enforcement provides the only true assurance that unfair and



anticompetitive conduct will be duly scrutinized for compliance with the law. These cases frequently bring to light concealed, unlawful behavior such as price fixing, monopolization, market allocation, monopoly leveraging, essential facilities, tying arrangements, vertical restraints, exclusive dealing, and refusals to deal. Wolf Haldenstein's Antitrust Practice Group has successfully prosecuted numerous antitrust cases and aggressively advocates remedies and restitution for businesses and investors wronged by violations of the antitrust laws. For example, in *In re DRAM Antitrust Litigation*, No. 02-cv-1486 (PJH) (N.D. Cal.) the firm successfully prosecuted an antitrust case resulting in a \$315 million recovery. Many of the firm's successful results are summarized within.

Wolf Haldenstein attorneys currently serve as lead counsel, co-lead counsel, or as executive committee members in some of the largest and most significant antitrust class action lawsuits.

BIOTECHNOLOGY AND AGRICULTURAL LITIGATION

Wolf Haldenstein is a leader in biotechnology and agricultural litigation. The firm has represented U.S. row crop farmers and others harmed by crop supply contamination, price fixing of genetically-modified crop seeds, and false claims and representations relating to purportedly "organic" products. The firm has prosecuted actions in these fields against domestic and international biotechnology and crop science companies under the federal and state antitrust laws, consumer protection and deceptive trade practice statutes, and the common law. As a leader in this field, Wolf Haldenstein pioneered approaches now commonly used in these types of cases, including the use of futures-based efficient market analyses to fashion damages models relating to the underlying commodity crops. The firm has served or is currently serving as lead or co-lead counsel in some of the most significant biotechnology and agricultural class actions pending or litigated in the United States. For example, in *In re Genetically Modified Rice Litigation*, MDL 1811 (E.D. Mo.) the firm prosecuted a multidistrict product liability litigation brought on behalf of United States long-grain rice farmers that ultimately settled in July 2011 for \$750 million. Many of the firm's other successful results are summarized within.

OVERTIME AND COMPENSATION CLASS ACTIONS

Wolf Haldenstein is a leader class action litigation on behalf of employees who have not been paid overtime or other compensation they are entitled to receive, or have had improper deductions taken from their compensation. These claims under the federal



Fair Labor Standards Act and state labor laws allege improper failure to pay overtime and other wages, and improper deductions from compensation for various company expenses. Wolf Haldenstein has served as lead or co-lead counsel, or other similar lead role, in some of the most significant overtime class actions pending in the United States, and has recovered hundreds of millions of dollars in recovered wages for its clients. For example, in *LaVoice v. Citigroup Global Markets, Inc.*, Case No. C 07-801 (CW) (N.D. Cal.) a \$108 million settlement was secured for the class. Many of the firm's other successful wage and hour results are summarized within.

OTHER SUBSTANTIAL RECOVERIES IN CLASS ACTION AND DERIVATIVE CASES IN
WHICH WOLF HALDENSTEIN WAS LEAD COUNSEL OR HAD ANOTHER
SIGNIFICANT ROLE

- *In re Beacon Associates Litigation*, Master File No. 09 Civ. 0777 (LBS) (S.D.N.Y.) (**\$219 million** settlement in this and related action).
- *Roberts v. Tishman Speyer*, No. 100956/2007 (Sup. Ct. N.Y. Cty.) (**\$173 Million** settlement).
- *In re Mutual Fund Investment Litigation*, MDL No. 1586 (D. Md.) (derivative counsel in consolidated cases against numerous mutual fund companies involved in market timing resulting in class/derivative settlements totaling more than **\$300 million**).
- *Inland Western Securities Litigation*, Case No. 07 C 6174 (N.D. Ill.) (settlement value of shares valued between **\$61.5 million** and **\$90 million**).
- *In re Direxion Shares ETF Trust*, No. 09-Civ-8011 (KBF) (S.D.N.Y.) (class recovered **\$8 million**).
- *In re BankAmerica Corp. Securities Litigation*, MDL Docket No. 1264 (JFN) (E.D. Mo.) (class recovered **\$490 million**).
- *In re Dynamic Random Access Memory Antitrust Litigation*, (MD-02 1486 (N.D. Cal.) (class recovered **\$325 million**).
- *In re MicroStrategy, Inc. Securities Litigation*, Civ. No. 00-473-A (E.D. Va.) (class recovered **\$160 million** in cash and securities).



- *Kurzweil v. Philip Morris Cos.*, 94 Civ. 2373, 94 Civ. 2546 (S.D.N.Y.) (securities fraud) (class recovered **\$116.5 million** in cash).
- *In re Starlink Corn Products Liability Litigation*, (N.D. Ill.) (class recovered **\$110 million**).
- *In Computer Associates 2002 Class Action Sec. Litigation*, 2:02-CV-1226 (E.D.N.Y.) (**\$130 million** settlement in this and two related actions).
- *In re Sepracor Inc. Securities Litigation*, Civ. No. 02-12338 (MEL) (D. Mass.) (classes recovered **\$52.5 million**).
- *In re Transkaryotic Therapies, Inc., Securities Litigation*, C.A. No. 03-10165-RWZ (D. Mass) (class recovered **\$50 million**).
- *In re Iridium Securities Litigation*, C.A. No. 99-1002 (D.D.C.) (class recovered **\$43 million**).
- *In re J.P. Morgan Chase Securities Litigation*, MDL No. 1783 (N.D. Ill.) (settlement providing for adoption of corporate governance principles relating to potential corporate transactions requiring shareholder approval).
- *LaVoice v. Citigroup Global Markets, Inc.*, Case No. C 07-801 (CW) (N.D. Cal.)) (**\$108 million** settlement).
- *Steinberg v. Morgan Stanley & Co., Inc.*, Case No. 06-cv-2628 (BEN) (S.D. Cal.) (**\$50 million** settlement).
- *Poole v. Merrill Lynch, Pierce, Fenner & Smith Inc.*, Case No. CV-06-1657 (D. Or.) (**\$43.5 million** settlement).
- *In re Wachovia Securities, LLC Wage and Hour Litigation*, MDL No. 07-1807 DOC (C.D. Cal.) (**\$39 million** settlement).
- *In re Wachovia Securities, LLC Wage and Hour Litigation (Prudential)*, MDL No. 07-1807 DOC (C.D. Cal.) (**\$11 million** settlement).
- *Basile v. A.G. Edwards, Inc.*, 08-CV-00338-JAH-RBB (S.D. Cal.) (**\$12 million** settlement).



- *Miguel Garcia, et al. v. Lowe's Home Center, Inc. et al.* – Case No. GIC 841120 (Barton) (Cal. Sup. Ct, San Diego) (co-lead, **\$1.65 million** settlement w/ average class member recovery of \$5,500, attorney fees and cost awarded separately).
- *Neil Weinstein, et al. v. MetLife, Inc., et al.* – Case No. 3:06-cv-04444-SI (N.D.Cal) (co-lead, **\$7.4 million** settlement).
- *Creighton v. Oppenheimer*, Index No. 1:06 - cv - 04607 - BSJ - DCF (S.D.N.Y.) (**\$2.3 million** settlement).
- *Klein v. Ryan Beck*, 06-CV-3460 (DAB)(S.D.N.Y.) (**\$1.3 million** settlement).
- *In re American Pharmaceutical Partners, Inc. Shareholder Litigation*, Consolidated C.A. No. 1823-N (Del. Ch. Ct.) (**\$14.3 million** settlement).
- *Egleston v. Collins and Aikman Corp.*, 06-cv-13555 (E.D. Mich.) (class recovered **\$12 million**).
- *In re Merrill Lynch & Co., Inc. Global Technology Fund Securities Litigation*, 02 CV 7854 (JFK) (SDNY); and *In re Merrill Lynch & Co., Inc. Focus Twenty Fund Securities Litigation*, 02 CV 10221 (JFK) (SDNY) (class recovered **\$39 million** in combined cases).
- *In re CNL Hotels & Resorts, Inc. Securities Litigation*, No. 6:04-cv-1231 (Orl-31) (class recovered **\$35 million**, and lawsuit also instrumental in **\$225 million** benefit to corporation).
- *In re Cablevision Systems Corp. Shareholder Derivative Litigation*, Master File No. 06-CV-4130-DGT-AKT (**\$34.4 million** recovery).
- *In re Monster Worldwide, Inc. Stock Option Derivative Litigation*, Master File No. 06cv4622 (S.D.N.Y.) (**\$32 million** recovery and corporate governance reforms).
- *Berger v. Compaq Computer Corp.*, Docket No. 98-1148 (S.D. Tex.) (class recovered **\$29 million**).
- *In re Arakis Energy Corporation Securities Litigation*, 95 CV 3431 (E.D.N.Y.) (class recovered **\$24 million**).



- *In re E.W. Blanche Holdings, Inc. Securities Litigation*, Civ. No. 01-258 (D. Minn.) (class recovered **\$20 million**).
- *In re Globalstar Securities Litigation*, Case No. 01-CV-1748 (SHS) (S.D.N.Y.) (class recovered **\$20 million**).
- *In re Luxottica Group S.p.A. Securities Litigation*, No. CV 01-3285 (E.D.N.Y.) (class recovered **\$18.25 million**).
- *In re Musicmaker.com Securities Litigation*, CV-00-2018 (C.D. Cal.) (class recovered **\$13.75 million**).
- *In re Comdisco Securities Litigation*, No. 01 C 2110 (MIS) (N.D. Ill.) (class recovered **\$13.75 million**).
- *In re Acclaim Entertainment, Inc., Securities Litigation*, C.A. No. 03-CV-1270 (E.D.N.Y.) (class recovered **\$13.65 million**).
- *In re Concord EFS, Inc. Securities Litigation*, No. 02-2097 (MA) (W.D. Tenn) (class recovered **\$13.25 million**).
- *In re Bausch & Lomb, Inc. Securities Litigation*, 01 Civ. 6190 (CJS) (W.D.N.Y.) (class recovered **\$12.5 million**).
- *In re Allaire Corp. Securities Litigation*, 00-11972 (D. Mass.) (class recovered **\$12 million**).
- *Bamboo Partners LLC v. Robert Mondavi Corp.*, No. 26-27170 (Cal. Sup. Ct.) (class recovered **\$10.8 million**).
- *Curative Health Services Securities Litigation*, 99-2074 (E.D.N.Y.) (class recovered **\$10.5 million**).
- *City Partnership Co. v. Jones Intercable*, 99 WM-1051 (D. Colo.) (class recovered **\$10.5 million**).
- *In re Aquila, Inc.*, (ERISA Litigation), 04-865 (W.D. Mo.) (**\$10.5 million** recovery for the class).
- *In re Tenfold Corporation Securities Litigation*, 2:00-CV-652 (D. Utah) (class recovered **\$5.9 million**).



- *In re Industrial Gas Antitrust Litigation*, 80 C 3479 and related cases (N.D. Ill.) (class recovered **\$50 million**).
- *In re Chor-Alkalai and Caustic Soda Antitrust Litigation*, 86-5428 and related cases (E.D. Pa.) (class recovered **\$55 million**).
- *In re Infant Formula Antitrust Litigation*, MDL No. 878 (N.D. Fla.) (class recovered **\$126 million**).
- *In re Brand Name Prescription Drugs Antitrust Litigation*, No. 1:94-cv-00897, M.D.L. 997 (N.D. Ill.) (class recovered **\$715 million**).
- *Landon v. Freel*, M.D.L. No. 592 (S.D. Tex.) (class recovered **\$12 million**).
- *Holloway v. Peat, Marwick, Mitchell & Co.*, No. 84 C 814 EU (N.D. Okla.) (class recovered **\$38 million**).
- *In re The Chubb Corp. Drought Insurance Litigation*, C-1-88-644 (S.D. Ohio) (class recovered **\$100 million**).
- *Wong v. Megafoods*, Civ-94-1702 (D. Ariz.) (securities fraud) (class recovered **\$12.25 million**).
- *In re Del Val Financial Corp. Securities Litigation*, 92 Civ 4854 (S.D.N.Y.) (class recovered **\$11.5 million**).
- *In re Home Shopping Network Shareholders Litigation*, Consolidated Civil Action No. 12868, (Del. Ch. 1995) (class recovered **\$13 million**).
- *In re Paine Webber Limited Partnerships Litigation*, 94 Civ 8547 (S.D.N.Y.) (class recovered **\$200 million**).
- *In re Bristol-Meyers Squibb Co. Securities Litigation*, 92 Civ 4007 (S.D.N.Y.) (class recovered **\$19 million**).
- *In re Spectrum Information Technologies Securities Litigation*, CV 93-2245 (E.D.N.Y.) (class recovered **\$13 million**).
- *In re Chase Manhattan Securities Litigation*, 90 Civ. 6092 (LJF) (S.D.N.Y.) (class recovered **\$17.5 million**).



- *Prostic v. Xerox Corp.*, No. B-90-113 (EBB) (D. Conn.) (class recovered **\$9 million**).
- *Steiner v. Hercules*, Civil Action No. 90-442-RRM (D. Del.) (class recovered **\$18 million**).
- *In re Ambase Securities Litigation*, 90 Civ 2011 (S.D.N.Y.) (class recovered **\$14.6 million**).
- *In re Southmark Securities Litigation*, CA No. 3-89-1402-D (N.D. Tex.) (class recovered **\$70 million**).
- *Steiner v. Ideal Basic Industries, Inc.*, No. 86-M 456 (D. Colo. 1989) (securities fraud) (class recovered **\$18 million**).
- *Tucson Electric Power Derivative Litigation*, 2:89 Civ. 01274 TUC. ACM (corporation recovered **\$30 million**).
- *Alleco Stockholders Litigation*, (Md. Cir. Ct. Pr. Georges County) (class recovered **\$16 million**).
- *In re Revlon Group, Inc. Shareholders Litigation*, No. 8362 (Del. Ch.) (class recovered **\$30 million**).
- *In re Taft Broadcasting Company Shareholders Litigation*, No. 8897 (Del. Ch.) (class recovered **\$20 million**).
- *In re Southland Corp. Securities Litigation*, No. 87-8834-K (N.D.Tex.) (class recovered **\$20 million**).
- *In re Crocker Bank Securities Litigation*, CA No. 7405 (Del. Ch.) (class recovered **\$30 million**).
- *In re Warner Communications Securities Litigation*, No. 82 Civ. 8288 (JFK) (S.D.N.Y.) (class recovered **\$17.5 million**).
- *Joseph v. Shell Oil*, CA No. 7450 (Del. Ch.) (securities fraud) (class recovered **\$200 million**).
- *In re Flight Transportation Corp. Securities Litigation*, Master Docket No. 4-82-874, MDL No. 517 (D. Minn.) (recovery of over **\$50 million**).



- *In re Whittaker Corporation Securities Litigation*, CA000817 (Cal. Super. Ct., Los Angeles County) (class recovered **\$18 million**).
- *Naevus International, Inc. v. AT&T Corp.*, C.A. No. 602191/99 (N.Y. Sup. Ct.) (consumer fraud) (class recovered **\$40 million**).
- *Sewell v. Sprint PCS Limited Partnership*, C.A. No. 97-188027/CC 3879 (Cir. Ct. for Baltimore City) (consumer fraud) (class recovered **\$45.2 million**).
- *In re Vytarin/Zetia Marketing, Sales Practices and Products Liability Litigation*, 2:08-cv-285 (D.N.J.) (class recovered **\$41.5 million**).
- *Egleston v. Verizon*, No. 104784/2011 (N.Y. Sup. Ct.) – Wolf Haldenstein represented a class of New York Verizon Centrex customers in an action against Verizon stemming from overbilling of certain charges. The Firm secured a settlement with a total value to the Class of over **\$5 million**, which provided, among other things, each class member with full refunds of certain disputed charges, plus interest.
- *Zelouf Int'l Corp. v. Nahal Zelouf*, Index No. 653652/2014 (Sup. Ct. N.Y. Co. 2015). In an important trial decision following an appraisal proceeding triggered by the freeze-out merger of a closely-held corporation, which also included shareholder derivative claims, Justice Kornreich of the New York Supreme Court refused to apply a discount for lack of marketability to the minority interest in the former corporation and found that the insiders stole more than \$14 million dollars; the minority shareholder recovered over \$9 million.
- *Zelouf Int'l Corp. v. Zelouf*, 45 Misc.3d 1205(A) (Sup. Ct. N.Y. Co., 2014). The Court rejected application of a discount for lack of marketability and awarded a \$10,031,438.28 judgment following an eleven day bench trial in the Commercial Division of the Supreme Court of the State of New York (New York County) on the value of a minority interest in a closely held corporation.



REPRESENTATIVE REPORTED OPINIONS SINCE 1990 IN WHICH WOLF
HALDENSTEIN WAS LEAD COUNSEL OR HAD ANOTHER SIGNIFICANT ROLE

FEDERAL APPELLATE AND DISTRICT COURT OPINIONS

- *DeFrees v. Kirkland*, 2012 U.S. Dist. LEXIS 52780 (C.D. Cal. Apr. 11, 2012).
- *In re Beacon Associates Litigation.*, 745 F. Supp. 2d 386 (S.D.N.Y. 2010); *In re Beacon Associates Litig.*, 282 F.R.D. 315 (S.D.N.Y. 2012)
- *Messner v. Northshore University HealthSystem*, 669 F.3d 802, No. 10-2514 (7th Cir. Jan. 13, 2012).
- *In re Text Message Antitrust Litigation*, 630 F.3d, 622 (7th Cir. 2010).
- *In re Apple & ATTM Antitrust Litig.*, 2010 U.S. Dist. LEXIS 98270 (N.D. Cal. July 8, 2010).
- *Freeland v. Iridium World Communications Ltd.*, 545 F.Supp.2d 59 (D.D.C. 2008).
- *In re Apple & AT&TM Antitrust Litig.*, 596 F. Supp. 2d 1288 (N.D. Cal. 2008).
- *Harzewski v. Guidant Corp.*, 489 F.3d 799 (7th Cir. 2007).
- *In re JP Morgan Chase & Co. Securities Litigation*, No. 06 C 4674, 2007 U.S. Dist. LEXIS 93877 (N.D. Ill. Dec. 18, 2007).
- *Schoenbaum v. E.I. Dupont De Nemours and Co.*, 2007 WL 2768383 (E.D. Mo. Sept. 20, 2007).
- *Jeffries v. Pension Trust Fund*, 99 Civ. 4174 (LMM), 2007 U.S. Dist. LEXIS 61454 (S.D.N.Y. Aug. 20, 2007).
- *Klein v. Ryan Beck*, 06-Civ. 3460 (WCC), 2007 U.S. Dist. LEXIS 51465 (S.D.N.Y. July 13, 2007).
- *Cannon v. MBNA Corp.* No. 05-429 GMS, 2007 U.S. Dist. LEXIS 48901 (D. Del. 2007).
- *In re Aquila ERISA Litig.*, 237 F.R.D. 202 (W.D. Mo. 2006).
- *Smith v. Aon Corp.*, 238 F.R.D. 609 (N.D. Ill. 2006).



- *In re Sepracor Inc. Securities Litigation*, 233 F.R.D. 52 (D. Mass. 2005).
- *In re Transkaryotic Therapies, Inc. Securities Litigation*, No. 03-10165, 2005 U.S. Dist. LEXIS 29656 (D. Mass. Nov. 28, 2005).
- *In re Luxottica Group, S.p.A. Securities Litigation*, 2005 U.S. Dist. LEXIS 9071 (E.D.N.Y. May 12, 2005).
- *In re CNL Hotels & Resorts, Inc. Securities Litigation*, 2005 U.S. Dist. LEXIS 38876, No. 6:04-cv-1231-Orl-31KRS (M.D. Fla. May 9, 2005).
- *Johnson v. Aegon USA, Inc.*, 1:01-CV-2617 (N.D. Ga. Sept. 20, 2004).
- *Freeland v. Iridium World Communications, Ltd.*, 99-1002 (D.D.C. Aug. 31, 2004).
- *In re Acclaim Entertainment, Inc. Securities Litigation*, 03-CV-1270 (E.D.N.Y. June 22, 2004).
- *In re Sepracor Inc. Securities Litigation*, 308 F. Supp. 2d 20 (D. Mass. 2004).
- *In re Concord EFS, Inc. Securities Litigation*, No. 02-2697 (W.D. Tenn. Jan. 7, 2004).
- *In re Pharmatrak, Inc. Privacy Litig.*, 2003 U.S. App. LEXIS 8758 (1st Cir. May 9, 2003).
- *In re Enterprise Mortgage Acceptance Co., LLC, Sec. Litig.*, 02-Civ. 10288 (SWK) (S.D.N.Y. Nov. 5, 2003).
- *In re PerkinElmer, Inc. Securities Litigation*, 286 F. Supp. 2d 46 (D. Mass. 2003).
- *In re Initial Public Offering Securities Litigation*, 241 F. Supp. 2d 281 (S.D.N.Y. 2003).
- *In re Comdisco Securities Litigation*, No. 01 C 2110, 2003 U.S. Dist. LEXIS 5047 (N.D. Ill. Mar. 31, 2003).
- *Berger v. Compaq Computer Corp.*, 257 F.3d 475 (2001), clarified, 279 F.3d 313 (5th Cir. 2002).
- *City Partnership Co. v. Cable TV Fund 14-B*, 213 F.R.D. 576 (D. Colo. 2002).



- *In re Allaire Corporation Securities Litigation*, Docket No. 00-11972 - WGY, 2002 U.S. Dist. LEXIS 18143 (D. Mass., Sept. 27, 2002).
- *In re StarLink Corn Products Liability Litigation*, 212 F.Supp.2d 828 (N.D. Ill. 2002).
- *In re Bankamerica Corp. Securities Litigation*, 263 F.3d 795 (8th Cir. 2001).
- *In re Comdisco Securities Litigation*, 166 F.Supp.2d 1260 (N.D. Ill. 2001).
- *In re Crossroads Systems, Inc. Securities Litigation*, Master File No. A-00-CA-457 JN, 2001 U.S. Dist. LEXIS 14780 (W.D. Tx. Aug. 15, 2001).
- *In re MicroStrategy, Inc. Securities Litigation*, 150 F. Supp. 2d 896 (E.D. Va. 2001).
- *Lindelov v. Hill*, No. 00 C 3727, 2001 U.S. Dist. LEXIS 10301 (N.D. Ill. July 19, 2001).
- *In re MicroStrategy, Inc. Securities Litigation*, 148 F. Supp. 2d 654 (E.D. Va. 2001).
- *Jeffries v. Pension Trust Fund of the Pension, Hospitalization & Benefit Plan of the Electrical Industry*, 172 F. Supp. 2d 389 (S.D.N.Y. 2001).
- *Carney v. Cambridge Technology Partners, Inc.*, 135 F. Supp. 2d 235 (D. Mass. 2001).
- *Weltz v. Lee*, 199 F.R.D. 129 (S.D.N.Y. 2001).
- *Schoers v. Pfizer, Inc.*, 00 Civ. 6121, 2001 U.S. Dist. LEXIS 511 (S.D.N.Y. Jan. 23, 2001).
- *Kurzweil v. Philip Morris Cos.*, 94 Civ. 2373 (MBM), 2001 U.S. Dist. LEXIS 83 (S.D.N.Y. Jan. 9, 2001).
- *Goldberger v. Bear, Stearns & Co.*, 98 Civ. 8677 (JSM), 2000 U.S. Dist. LEXIS 18714 (S.D.N.Y. Dec. 28, 2000).
- *In re Newell Rubbermaid, Inc., Securities Litigation*, Case No. 99 C 6853, 2000 U.S. Dist. LEXIS 15190 (N.D. Ill. Oct. 2, 2000).



- *Stanley v. Safeskin Corp.*, Case No. 99 CV 454 BTM (LSP), 2000 U.S. Dist. LEXIS 14100, Fed. Sec. L. Rep. (CCH) P91, 221 (S.D. Cal. Sept. 18, 2000).
- *In re MicroStrategy, Inc. Securities Litigation*, 115 F. Supp. 2d 620 (E.D. Va. 2000).
- *In re USA Talks.com, Inc. Securities Litigation*, 2000 U.S. Dist. LEXIS 14823, Fed. Sec. L. Rep. (CCH) P91, 231 (S.D. Cal. Sept. 14, 2000).
- *In re Sotheby's Holdings, Inc. Securities Litigation*, 00 CIV. 1041 (DLC), 2000 U.S. Dist. LEXIS 12504, Fed. Sec. L. Rep. (CCH) P91, 059 (S.D.N.Y. Aug. 31, 2000).
- *Dumont v. Charles Schwab & Co., Inc.*, Civil Action No. 99-2840 2000 U.S. Dist. LEXIS 10906 (E.D. La. July 21, 2000).
- *Berger v. Compaq Computer Corp.*, Civil Action No. H-98-1148, 2000 U.S. Dist. LEXIS 21424 (S.D. Tex. July 17, 2000).
- *In re BankAmerica Corp. Securities Litigation*, 95 F. Supp. 2d 1044 (E.D. Mo. 2000).
- *In re Carnegie International Corp. Securities Litigation*, 107 F. Supp. 2d 676 (D. Md. 2000).
- *Berger v. Compaq Computer Corp.*, Civil Action No. H-98-1148, 2000 U.S. Dist. LEXIS 21423 (S.D. Tex. Mar. 13, 2000).
- *In re Imperial Credit Industries Securities Litigation*, CV 98-8842 SVW, 2000 U.S. Dist. LEXIS 2340 (C.D. Cal. Feb. 23, 2000).
- *Sturm v. Marriott Marquis Corp.*, 85 F. Supp. 2d 1356 (N.D. Ga. 2000).
- *In re Health Management Systems Securities Litigation*, 82 F. Supp. 2d 227 (S.D.N.Y. 2000).
- *Dumont v. Charles Schwab & Co., Inc.*, Civil Action No. 99-2840, 2000 U.S. Dist. LEXIS 619 (E.D. La. Jan. 19, 2000).
- *In re MicroStrategy, Inc. Securities Litigation*, 110 F. Supp. 2d 427 (E.D. Va. 2000).
- *In re BankAmerica Corp. Securities Litigation*, 78 F. Supp. 2d 976 (E.D. Mo. 1999).



- *Kurzweil v. Philip Morris Cos.*, 94 Civ. 2373 (MBM), 1999 U.S. Dist. LEXIS 18378 (S.D.N.Y. Nov. 24, 1999).
- *In re Nanophase Technologies Corp. Litigation*, 98 C 3450, 1999 U.S. Dist. LEXIS 16171 (N.D. Ill. Sept. 27, 1999).
- *In re Clearly Canadian Securities Litigation*, File No. C-93-1037-VRW, 1999 U.S. Dist. LEXIS 14273 Cal. Sept. 7, 1999).
- *Yuan v. Bayard Drilling Technologies, Inc.*, 96 F. Supp. 2d 1259 (W.D. Okla. 1999).
- *In re Spyglass, Inc. Securities Litigation*, No. 99 C 512, 1999 U.S. Dist. LEXIS 11382 (N.D. Ill. July 20, 1999).
- *Carley Capital Group v. Deloitte & Touche, L.L.P.*, 1:97-CV-3183-TWT, 1999 U.S. Dist. LEXIS 11595 (N.D. Ga. June 30, 1999).
- *Blue Cross & Blue Shield of N.J., Inc. v. Philip Morris, Inc.*, 98 CV 3287, 1999 U.S. Dist. LEXIS 11363 (E.D.N.Y. June 1, 1999).
- *Carley Capital Group v. Deloitte & Touche, L.L.P.*, 1:97-CV-3183-TWT, 1999 U.S. Dist. LEXIS 1368, Fed. Sec. L. Rep. (CCH) P90, 429 (N.D. Ga. Jan. 19, 1999).
- *Longman v. Food Lion, Inc.*, 186 F.R.D. 331 (M.D.N.C. 1999).
- *Wright v. Ernst & Young LLP*, 152 F.3d 169 (2d Cir. 1998).
- *Romine v. Compuserve Corp.*, 160 F.3d 337 (6th Cir. 1998).
- *Felzen v. Andreas*, 134 F.3d 873 (7th Cir. 1998).
- *Walsingham v. Biocontrol Technology, Inc.*, 66 F. Supp. 2d 669 (W.D. Pa. 1998).
- *Sturm v. Marriott Marquis Corp.*, 26 F. Supp. 2d 1358 (N.D. Ga. 1998).
- *Carley Capital Group v. Deloitte & Touche, L.L.P.*, 27 F. Supp. 2d 1324 (N.D. Ga. 1998).
- *In re MobileMedia Securities Litigation*, 28 F.Supp.2d 901 (D.N.J. 1998).
- *Weikel v. Tower Semiconductor, Ltd.*, 183 F.R.D. 377 (D.N.J. 1998).



- *In re Health Management Systems Securities Litigation*, 97 Civ. 1865 (HB), 1998 U.S. Dist. LEXIS 8061 (S.D.N.Y. May 27, 1998).
- *In re Painwebber Ltd. Partnership Litigation*, 999 F. Supp. 719 (S.D.N.Y. 1998).
- *Carley Capital Group v. Deloitte & Touche, L.L.P.*, 1:97-cv-3183-TWT, 1998 U.S. Dist. LEXIS 23222 (N.D. Ga. Feb. 10, 1998).
- *Brown v. Radica Games (In re Radica Games Securities Litigation)*, No. 96-17274, 1997 U.S. App. LEXIS 32775 (9th Cir. Nov. 14, 1997).
- *Robbins v. Koger Properties*, 116 F.3d 1441 (11th Cir. 1997).
- *In re TCW/DW North American Government Income Trust Securities Litigation*, 95 Civ. 0167 (PKL), 1997 U.S. Dist. LEXIS 18485 (S.D.N.Y. Nov. 20, 1997).
- *Wright v. Ernst & Young, LLP*, 97 Civ. 2189 (SAS), 1997 U.S. Dist. LEXIS 13630 (S.D.N.Y. Sept. 9, 1997).
- *Felzen v. Andreas*, No. 95-2279, 1997 U.S. Dist. LEXIS 23646 (C.D. Ill. July 7, 1997).
- *Felzen v. Andreas*, No. 95-2279, 1997 U.S. Dist. LEXIS 23647 (C.D. Ill. July 7, 1997).
- *A. Ronald Sirna, Jr., P.C. Profit Sharing Plan v. Prudential Securities, Inc.*, 964 F. Supp. 147 (S.D.N.Y. 1997).
- *Kurzweil v. Philip Morris Companies*, 94 Civ. 2373 (MBM), 1997 U.S. Dist. LEXIS 4451 (S.D.N.Y. April 8, 1997).
- *Bobrow v. Mobilmedia, Inc.*, Civil Action No. 96-4715, 1997 U.S. Dist. LEXIS 23806 (D.N.J. March 31, 1997).
- *Kalodner v. Michaels Stores, Inc.*, 172 F.R.D. 200 (N.D. Tex. 1997).
- *In re Painwebber Ltd. Partnerships Litigation*, 171 F.R.D. 104 (S.D.N.Y. 1997).
- *A. Ronald Sirna, Jr., P.C. Profit Sharing Plan v. Prudential Securities, Inc.*, 95 Civ. 8422 (LAK), 1997 U.S. Dist. LEXIS 1226 (S.D.N.Y. Feb. 7, 1997).



- *In re Painewebber Inc. Limited Partnerships Litigation*, 94 F.3d 49 (2d Cir. 1996).
- *Glassman v. Computervision Corp.*, 90 F.3d 617 (1st Cir. 1996).
- *Alpern v. Utilicorp United, Inc.*, 84 F.3d 1525 (8th Cir. 1996).
- *Shaw v. Digital Equipment Corp.*, 82 F.3d 1194 (1st Cir. 1996).
- *Dresner Co. Profit Sharing Plan v. First Fidelity Bank, N.A.*, 95 Civ. 1924 (MBM), 1996 U.S. Dist. LEXIS 17913 (S.D.N.Y. Dec. 3, 1996).
- *Simon v. American Power Conversion Corp.*, 945 F. Supp. 416 (D.R.I. 1996).
- *TII Industries, Inc.*, 96 Civ. 4412 (SAS), 1996 U.S. Dist. LEXIS 14466 (S.D.N.Y. Oct. 1, 1996).
- *In re TCW/DW North American Government Income Trust Securities Litigation*, 941 F. Supp. 326 (S.D.N.Y. Oct. 1, 1996).
- *In re Painewebber Ltd. Partnership Litigation*, 94 Civ. 8547 (SHS), 1996 U.S. Dist. LEXIS 9195 (S.D.N.Y. June 28, 1996).
- *In re Tricord Systems, Inc., Securities Litigation*, Civil No. 3-94-746, 1996 U.S. Dist. LEXIS 20943 (D. Minn. April 5, 1996).
- *In re Painewebber Limited Partnership Litigation*, 94 Civ. 8547 (SHS), 1996 U.S. Dist. LEXIS 1265 (S.D.N.Y. Feb. 6, 1996).
- *Riley v. Simmons*, 45 F.3d 764 (3d Cir. 1995).
- *Stepak v. Addison*, 20 F.3d 398 (11th Cir. 1994).
- *Zitin v. Turley*, [1991 Transfer Binder] Fed. Sec. L. Rep. (CCH) ¶ 96,123 (D. Ariz. June 20, 1994).
- *In re Southeast Hotel Properties Limited Partnership Investor Litigation*, 151 F.R.D. 597 (W.D.N.C. 1993).
- *County of Suffolk v. Long Island Lighting Co.*, 907 F.2d 1295 (2d Cir. 1990).



NOTABLE STATE COURT OPINIONS

- *McWilliams v. City of Long Beach*, 56 Cal. 4th 613 (2013).
- *Roberts v. Tishman Speyer*, 89 A.D.3d 444 (N.Y. App. Div. 1st Dep't 2011).
- *Roberts v. Tishman Speyer*, 13 N.Y.3d 270 (N.Y. 2009).
- *Ardon v. City of Los Angeles*, 52 Cal.4th 241 (2011).
- *In re Tyson Foods, Inc., Consolidated Shareholder Litigation*, 919 A. 2d 563 (Del. Ch. 2007).
- *Naevis Int'l v. AT&T Corp.*, 283 A.D.2d 171, 724 N.Y.S.2d 721 (2001).
- *Paramount Communications, Inc. v. QVC Network, Inc.*, 637 A.2d 34 (Del. Super. Ct. 1994).
- *In re Western National Corp. Shareholders Litigation*, Consolidated C.A. No. 15927, 2000 Del. Ch. LEXIS 82 (May 22, 2000).
- *In re Cencom Cable Income Partners, L.P. Litigation*, C.A. No. 14634, 2000 Del. Ch. LEXIS 90 (May 5, 2000).
- *In re Cencom Cable Income Partners, L.P. Litigation*, Consolidated C.A. No. 14634, 2000 Del. Ch. LEXIS 10 (Jan. 27, 2000).
- *In re Marriott Hotels Properties II Limited Partnership Unitholders Litigation*, Consolidated C.A. No. 14961, 2000 Del. Ch. LEXIS 17 (Jan. 24, 2000).
- *Romig v. Jefferson-Pilot Life Insurance Company*, 132 N.C. App. 682, 513 S.E.2d 598 (Ct. App. 1999), *aff'd*, 351 N.C. 349, 524 S.E.2d 804 (N.C. 2000).
- *Wallace v. Wood*, 752 A.2d 1175 (Del. Ch. 1999).
- *Greenwald v. Batterson*, C.A. No. 16475, 1999 Del. Ch. LEXIS 158 (July 26, 1999).
- *Brown v. Perrette*, Civil Action No. 13531, 1999 Del. Ch. LEXIS 92 (May 18, 1999).
- *In re Cencom Cable Income Partners, L.P. Litigation*, C.A. No. 14634, 1997 Del. Ch. LEXIS 146 (Oct. 15, 1997).



- *In re Marriott Hotel Properties II Limited Partnership Unitholders Litigation*, Consolidated C.A. No. 14961, 1997 Del. Ch. LEXIS 128 (Sept. 17, 1997).
- *In re Cheyenne Software Shareholders Litigation*, Consolidated C.A. No. 14941, 1996 Del. Ch. LEXIS 142 (Nov. 7, 1996).
- *Seinfeld v. Robinson*, 246 A.D.2d 291, 676 N.Y.S.2d 579 (N.Y. 1998).
- *Werner v. Alexander*, 130 N.C. App. 435, 502 S.E.2d 897 (N.C. Ct. App. 1998).



ATTORNEY BIOGRAPHIES

The qualifications of the attorneys in the Wolf Haldenstein Litigation Group are set forth below and are followed by descriptions of some of the Firm's attorneys who normally practice outside the Litigation Group who contribute significantly to the class action practice from time to time.

PARTNERS

DANIEL W. KRASNER: *admitted:* New York; Supreme Court of the United States; U.S. Courts of Appeals for the Second, Third, Fourth, Sixth, Eighth, Ninth, Tenth, and Eleventh Circuits; U.S. District Courts for the Southern and Eastern Districts of New York, Central District of Illinois, and Northern District of Michigan. *Education:* Yale Law School (LL.B., 1965); Yeshiva College (B.A., 1962). Mr. Krasner, a partner in the Firm's New York office, is the senior partner of Wolf Haldenstein's Class Action Litigation Group. He began practicing law with Abraham L. Pomerantz, generally credited as the "Dean of the Class Action Bar." He founded the Class Litigation Group at Wolf Haldenstein in 1976.

Mr. Krasner received judicial praise for his class action acumen as early as 1978. *See, e.g., Shapiro v. Consolidated Edison Co.*, [1978 Transfer Binder] Fed. Sec. L. Rep. (CCH) & 96,364 at 93,252 (S.D.N.Y. 1978) ("in the Court's opinion the reputation, skill and expertise of . . . [Mr.] Krasner, considerably enhanced the probability of obtaining as large a cash settlement as was obtained"); *Steiner v. BOC Financial Corp.*, [1980 Transfer Binder] Fed. Sec. L. Rep. (CCH) & 97,656, at 98,491.4, (S.D.N.Y. 1980) ("This Court has previously recognized the high quality of work of plaintiffs' lead counsel, Mr. Krasner"). The New York Law Journal referred to Mr. Krasner as one of the "top rank plaintiffs' counsel" in the securities and class action fields. In connection with a failed 1989 management buyout of United Airlines, Mr. Krasner testified before Congress.

More recently, Mr. Krasner has been one of the lead attorneys for plaintiffs in some of the leading Federal multidistrict cases in the United States, including the IPO Litigation in the Southern District of New York, the Mutual Fund Market Timing Litigation in the District of Maryland, and several Madoff-related litigations pending in the Southern District of New York. Mr. Krasner has also been lead attorney in several precedent-setting shareholder actions in Delaware Chancery Court and the New York Court of Appeals, including *American International Group, Inc. v. Greenberg*, 965 A.2d 763 (Del. Ch. 2009) and the companion certified appeal, *Kirschner v. KPMG LLP*, Nos. 151, 152, 2010 N.Y. LEXIS 2959 (N.Y. Oct. 21, 2010); *Teachers' Retirement System of Louisiana and City of*



New Orleans Employees' Retirement System, derivatively on behalf of nominal defendant American International Group, Inc., v. PricewaterhouseCoopers LLP, No. 152 (New York, October 21, 2010); *In re CNX Gas Corp. S'holders Litig.*, C.A. No. 5377-VCL, 2010 Del. Ch. LEXIS 119 (Del. Ch., May 25, 2010); *In re CNX Gas Corp. S'holders Litig.*, C.A. No. 5377-VCL, 2010 Del. Ch. LEXIS 139, (Del. Ch. July 5, 2010), appeal refused, 2010 Del. LEXIS 324, 2010 WL 2690402 (Del. 2010).

Mr. Krasner has lectured at the Practicing Law Institute; Rutgers Graduate School of Business; Federal Bar Council; Association of the Bar of the City of New York; Rockland County, New York State, and American Bar Associations; Federal Bar Council, and before numerous other bar, industry, and investor groups.

FRED TAYLOR ISQUITH: *admitted:* New York; Supreme Court of the United States; U.S. Courts of Appeals for the First, Second, Third, Fourth and Eighth Circuits; U.S. District Courts for the Southern, Eastern and Northern Districts of New York; District of Columbia; District of Arizona; District of Colorado; Northern and Central District of Illinois; Western District of Michigan and District of Nebraska. *Education:* Columbia University Law School (J.D. 1971), City University of New York (Brooklyn) (B.A., 1968).

Mr. Isquith is a senior partner in the litigation department. He has been lead counsel in numerous class actions in the fields of securities law and antitrust law (as well as others) in his more than forty years of experience. Courts have commented about Mr. Isquith as follows:

- *Parker Friedland v. Iridium World Communications, Ltd.*, 99-1002 (D.D.C.) – where the Firm was co-lead counsel, Judge Laughrey said (on October 16, 2008), “[a]ll of the attorneys in this case have done an outstanding job, and I really appreciate the quality of work that we had in our chambers as a result of this case.”

- *In re Dynamic Random Access Memory Antitrust Litigation*, MDL-02-1486 (N.D. Cal.) – where the Firm was co-lead counsel, Judge Hamilton said (on August 15, 2007), “I think I can conclude on the basis with my five years with you all, watching this litigation progress and seeing it wind to a conclusion, that the results are exceptional. The percentages, as you have outlined them, do put this [case] in one of the upper categories of results of this kind of [antitrust] class action. I am aware of the complexity . . . I thought that you all did an exceptionally good job of bringing to me only those matters that really required the Court’s attention. You did an exceptionally good job at organizing and managing the case, assisting me in management of the case. There was excellent coordination between all the various different plaintiffs’ counsel with your



group and the other groups that are part of this litigation. . . So my conclusion is the case was well litigated by both sides, well managed as well by both sides.”

· *In re MicroStrategy Securities Litigation*, 150 F. Supp. 2d 896, 903 (E.D. Va. 2001) – where the Firm was co-lead counsel, Judge Ellis commented: “Clearly, the conduct of all counsel in this case and the result they have achieved for all of the parties confirms that they deserve the national recognition they enjoy.”

· *In re Public Service Co. of New Hampshire Derivative Litigation*, 84-220-D (D.N.H. 1986) – involving the construction of the Seabrook Nuclear Power Plant, where the Firm was lead counsel, the court said of plaintiffs’ counsel that “the skill required and employed was of the highest caliber.”

· *In re Warner Communications Securities Litigation*, 618 F. Supp. 735, 749 (S.D.N.Y. 1985) – where the Firm served as co-lead counsel, the court noted the defendants’ concession that “‘plaintiffs’ counsel constitute the cream of the plaintiffs’ bar.’ The Court cannot find fault with that characterization.”

· *Steiner v. Equimark Corp.*, No. 81-1988 (W.D. Pa. 1983) – a case involving complex issues concerning banking practices in which the Firm was lead counsel, then District Judge Mannsman described, in part, the work the Firm performed: “We look at the complexity of the issue, the novelty of it, the quality of work that, as the trial judge, I am able to perceive, and then, finally, the amount of recovery obtained: I think I have certainly said a lot in that regard. I think it’s been an extraordinary case. I think it’s an extraordinary settlement. Certainly defense counsel and plaintiffs’ counsel as well are all experienced counsel with tremendous amount of experience in these particular kinds of cases. And under those circumstances. . . I think it was, really, the strategy and ingenuity of counsel in dividing up the workload and strategizing the cases as to who was to do what and what ultimately should be done to bring about the settlement that was achieved.”

A frequent author, lecturer, and participant in bar committees and other activities, Mr. Isquith has devoted his career to complex financial litigation and business matters.

Mr. Isquith currently writes a weekly column of class action for *The Class Act*, a publication of the National Association of Shareholders and Consumer Attorneys and appears monthly as a columnist for *Law 360*. Among his articles and writings are: *Further Thinking On Halliburton* (December, 2013); *State Mandated Student Pro Bono Programs Are Inefficient* (November, 2013); *Let’s Really Consider The Idea Of A 2 Year Law*



Degree (October, 2013); *Spotlight on Spoliation* (September, 2013); *More Restrictions for ERISA Fiduciaries* (August, 2013); *Questionable Constitutionality: Supreme Court's Amex Ruling* (co-authored with Alexander Schmidt of Wolf Haldenstein) (July, 2013); *How Facebook Informs Exclusive Jurisdiction Provisions* (May, 2013); *Sui Generis At Supreme Court* (May, 2013); *Another Look at Amgen* (April, 2013); *How Not To Plead A Multistate Class Action* (March, 2013); *Supreme Court Spotlight: Sex, Race And ... Commerce* (January, 2013); *Rule 23 'Preliminary' Requirement As Seen By 7th Circ.* (December, 2012); *Exhaustion - Patent And Copyright And The Supreme Court* (November, 2012); *Case Study: In Re AIG Securities Litigation* (October, 2012); *Case Study: Rosado V. China North East Petroleum* (September, 2012); *A Dissection Of Rule 23* (August, 2012); *A 2nd Look At Class Action Requirements* (July, 2012); *The Continued Robustness Of Rule 23(b)(2)* (June, 2012); *The Simmonds Case (§16 Ruling) In The Litigation Context* (May, 2012); *A Look At Litigated And Settled Class Certification* (April, 2012); *Concepcion Commands a Case-by-Case Analysis* (March, 2012); *Dec. 20, 2011 - 3 Big Decisions* (February, 2012); *Case Study: Damasco v. Clearwire* (January, 2012).

Further he is a lecturer called upon by the Academy and Bar. For example, *Class Actions with Caution*, (Touro School, 2011); *The Federal Pleading Standards after Twombly*; Touro Law School (2010). Panelist with the Antitrust Committee of the New York City Bar Association Regarding Private Equity Transactions and the Implications of the Supreme Court's Recent Decisions (2008); *Developments in Class Actions*; (NYSBA, 2007); *IPO Tie In/Claims Seminar*, Professional Liability Underwriter Society; *Securities Arbitration* New York State Bar Association; *Real Estate Exit Strategies*, American Conference Institute; *Fundamental Strategies in Securities Litigation* (NYSBA, CLE Program). He has been active in the Bar Association's activities: President's Committee on Access to Justice (2010); Committee on Evidence (2007 -); Committees on Legislation and Federal Courts, 1984-1988), Committee on Securities, The Association of the Bar of the City of New York (Committee on Federal Courts; Committee on Antitrust); New York County Lawyers' Association (Former Chair: Business Tort/Consumer Fraud-Tort Law Section); Brooklyn (Member: Committee on Civil Practice Law and Rules, 1983-1987; New York State (Member: Committee on Legislation, Trial Lawyers Section, 1981-); the District of Columbia Bar; and Legislation and Civil Practice Law and Rules Committee of the Brooklyn Bar Association; Vice President if the Institute for Law and Economic Policy. Mr. Isquith has been Chairman of the Business Tort/Consumer Fraud Committee of the Tort Law Section of the New York State Bar Association and is a member of that Association's Committees on Securities Law and Legislation. He also serves as a judge for the Moot Court Competition of Columbia University Law School. Mr. Isquith served as President of the National Association of Securities and



Commercial Law Attorneys in 2003 and 2004.

Mr. Isquith is frequently quoted in the Wall Street Journal, the New York Times, and other national publications.

The April 1987 issue of Venture magazine listed Mr. Isquith as among the nation's top securities class action attorneys. Since 2006 Mr. Isquith has been elected as among the top 5% of attorneys in the New York City metropolitan area chosen to be included in the Super Lawyers Magazine. Martindale Hubbell registers Mr. Isquith as one of the Preeminent Lawyers (2010), Avenue Magazine, Legal Elite (2010).

JEFFREY G. SMITH: *admitted:* New York; California; Supreme Court of the United States; U.S. Courts of Appeals for the Second, Third, Fourth, Fifth, Sixth, Seventh, Eighth and Ninth Circuits; U.S. Tax Court; U.S. District Courts for the Southern and Eastern Districts of New York, Southern, Central and Northern Districts of California and the Districts of Colorado and Nebraska. *Education:* Woodrow Wilson School of Public and International Affairs, Princeton University (M.P.A., 1977); Yale Law School (J.D., 1978); Vassar College (A.B., *cum laude generali*, 1974). At Yale Law School, Mr. Smith was a teaching assistant for the Trial Practice course and a student supervisor in the Legal Services Organization, a clinical program. Member: The Association of the Bar of the City of New York; New York State and American (Section on Litigation) Bar Associations; State Bar of California (Member: Litigation Section); American Association for Justice. Mr. Smith has frequently lectured on corporate governance issues to professional groups of Fund trustees and investment advisors as well as to graduate and undergraduate business student groups, and has regularly served as a moot court judge for the A.B.A. and at New York University Law School. Mr. Smith has substantial experience in complex civil litigation, including class and derivative actions, tender offer, merger, and takeover litigation. Mr. Smith is rated "AV" by Martindale Hubble and, since its inception in 2006, has been selected as among the top 5% of attorneys in the New York City metropolitan area chosen to be included in the Super Lawyers Magazine.

FRANCIS M. GREGOREK (Retired): *admitted:* California; New York; United States Courts of Appeals for the Second and Ninth Circuits; United States District Courts for the Southern and Eastern Districts of New York and the Southern, Central, and Northern Districts of California. *Education:* University of Virginia (B.A., *magna cum laude*, 1975). Phi Beta Kappa, Phi Alpha Theta International Historical Honor Society; University College, Durham University, England; New York University School of Law



(J.D., 1978). Mr. Gregorek is the Managing Partner of the Firm's San Diego office. Throughout his 32 year career, Mr. Gregorek's practice has focused on complex commercial litigation and class action practice on both the trial and appellate court levels, in federal and state courts nationwide, in the areas of securities, antitrust, consumer protection, and technology. Mr. Gregorek has also represented foreign governments involved in complex commercial litigation in United States federal courts. As part of that representation, Mr. Gregorek has worked in conjunction with the heads of ministerial departments, ambassadors, and consular officials of those countries charged by their governments with overseeing the litigations, as well as the attorney general of a government he was representing. Throughout these litigations, Mr. Gregorek met with such government officials to advise and plan strategy in addition to keeping them fully up-to-date on the progress of the litigation.

Mr. Gregorek has served as lead counsel, co-lead counsel, or in other leadership positions in numerous class and other complex litigations throughout the United States. For example, *In re Dole Shareholder Litigation*, Case No. BC281949 (recovered \$172 million for shareholders) (Super. Ct. Los Angeles County, 2003). At the time of the case's settlement, the \$172 million recovered for the class was one of the top 10 recoveries ever achieved on behalf of a class. Judge Anthony J. Mohr, who presided over the action, stated at the final settlement hearing: "Co-Lead Counsel did excellent first class work." *Id.*

As an additional example, Mr. Gregorek and the Firm served as co-lead counsel in *Bamboo Partners LLC v. The Robert Mondavi Corp., et al.*, Case No. 26-27170 (Super. Ct. Napa County, 2004), a class action arising from an unsolicited \$1.3 billion offer (cash and debt assumption) from Constellation Brands, Inc. for The Robert Mondavi Corp.

Mr. Gregorek has successfully argued two matters to the California Supreme Court that established: (1) the right of taxpayers to file class claims under the Government Claims Act for the return of improperly collected taxes, *Ardon v. City of Los Angeles*, 52 Cal.4th 241 (2011) (challenging the City of Los Angeles' telephone users tax on behalf of the City's taxpayers) and (2) the Government Claims Act's pre-emption of ordinances seeking to bar class actions for the return of improperly collected taxes, *McWilliams v. City of Long Beach*, 2013 Cal. LEXIS 3510, Cal. Supreme Ct. No. S202037 (April 25, 2013) (challenging the City of Long Beach's telephone users tax on behalf of the City's taxpayers).

CHARLES J. HECHT: *admitted* New York, United States Supreme Court, United



States Court of Appeals for the Second Circuit; United States Court of Appeals for the Fifth Circuit; United States Court of Appeals for the Seventh Circuit; United States Court of Appeals for the Sixth Circuit; United States Court of Appeals for the Third Circuit; United States Court of Appeals for the Ninth Circuit; United States Court of Appeals for the Eleventh Circuit; United States District Court for the Southern District of New York; United States District Court for the Eastern District of New York; United States District Court for the; Eastern District of Wisconsin and the United States Court of Appeals for the Seventh Circuit. **Education:** Mr. Hecht is a graduate of Cornell University and Cornell University Law. Charles J. Hecht is a partner of the firm, with over 40 years' experience in securities and commodities transactions, litigation, and arbitration. He has more than 50 published decisions on cases in which he was the sole or lead counsel, in areas ranging from securities and commodities fraud to constitutional and contract disputes.

Mr. Hecht has provided expert testimony before the Internal Revenue Service with respect to the impact of proposed tax regulations on preferred stock hedged with commodity futures and options. He has authored articles on mergers and acquisitions, earn outs, commodities, hedging, derivatives, and arbitration jurisdiction and damages. Since 2005 he has been the legal columnist for smartpros.com, an online newsletter for financial professionals.

He has been active in the New York State Bar Association's continuing legal education program, regularly speaking about class actions and serving as the Chairman of the program on securities arbitration in 1995. In 1996, Mr. Hecht was a principal coauthor of the New York Federal Practice Section's Report on Securities Class Fees. He is also an arbitrator for the American Arbitration Association and COMEX.

Before entering private practice, Mr. Hecht was with the Division of Corporate Finance (Washington, D.C. main office) of the Securities and Exchange Commission. He is actively involved with businesses in China and is a member of the United States-China Chamber of Commerce.

Notable Cases include, *CMIA Partners Equity Ltd. v. O'Neill*, 2010 NY Slip Op 52068(U) (Sup. Ct. N.Y. Co., 2010), *Hecht v. Andover Assocs. Mgmt. Corp.*, 27 Misc 3d 1202(A) (Sup. Ct. Nassau Co., 2010), and *Sacher v. Beacon Assoc. Mgmt. Corp.*, 27 Misc 3d 1221(A) (Sup. Ct. Nassau Co., 2010). The CMIA case is the first time that a New York state court examined shareholder derivative suits under Cayman Islands law.



PETER C. HARRAR: *admitted;* New York; United States Court of Appeals for the Fourth Circuit and the United States District Courts for the Southern and Eastern Districts of New York. *Education:* Columbia Law School (J.D. 1984); Princeton University, Phi Beta Kappa, *magna cum laude*. Mr. Harrar is a partner in the firm and has extensive experience in complex securities and commercial litigation on behalf of individual and institutional clients.

He has represented investment funds, hedge funds, insurance companies and other institutional investors in a variety of individual actions, class actions and disputes involving mortgage-backed securities and derivative instruments. Examples include *In re EMAC Securities Litigation*, a fraud case concerning private placements of securitized loan pools, and *Steed Finance LDC v. LASER Advisors, Inc.*, a hybrid individual and class action concerning the mispricing of swaptions.

Over the years, Mr. Harrar has also served as lead or co-lead counsel in numerous securities class and derivative actions throughout the country, recovering hundreds of millions of dollars on behalf of aggrieved investors and corporations. Recent examples are some of the largest recoveries achieved in resolution of derivative actions, including *American International Group Consolidated Derivative Litigation* (\$90 million), and *Bank of America/Merrill Derivative Litigation* (\$62.5 million).

MARK C. RIFKIN: *admitted:* New York; Pennsylvania; New Jersey; U.S. Supreme Court; U.S. Courts of Appeals for the Second, Third, Fifth, and D.C. Circuits; U.S. District Courts for the Southern and Eastern Districts of New York, the Eastern and Western Districts of Pennsylvania, the District of New Jersey, the Eastern District of Wisconsin and the Western District of Michigan. *Education:* Princeton University (A.B., 1982); Villanova University School of Law (J.D. 1985). Contributor, Packel & Poulin, *Pennsylvania Evidence* (1987).

A highly experienced securities class action and shareholder rights litigator, Mr. Rifkin has recovered hundreds of millions of dollars for victims of corporate fraud and abuse in federal and state litigation across the country. Since 1990, Mr. Rifkin has served as lead counsel, co-lead counsel, or trial counsel in many class and derivative actions in securities, intellectual property, ERISA, antitrust, insurance, consumer and mass tort litigation throughout the country.

Unique among his peers in the class action practice, Mr. Rifkin has extensive trial experience. Over the past thirty years, Mr. Rifkin has tried many complex commercial



actions in federal and state courts across the country in class and derivative actions, including *In re National Media Corp. Derivative Litig.*, C.A. 90-7574 (E.D. Pa.), *Upp v. Mellon Bank, N.A.*, C.A. No. 91-5229 (E.D. Pa.), where the verdict awarded more than \$60 million in damages to the Class (later reversed on appeal, 997 F.2d 1039 (3d Cir. 1993)), and *In re AST Research Securities Litigation*, No. 94-1370 SVW (C.D. Cal.), as well as a number of commercial matters for individual clients, including *Zelouf Int'l Corp. v. Zelouf*, Index No. 653652/2013 (N.Y. Sup. Ct. 2015), in which he obtained a \$10 million judgment for for his client.

Mr. Rifkin also has extensive appellate experience. Over thirty years, Mr. Rifkin has argued dozens of appeals on behalf of appellants and appellees in several federal appellate courts, and in the highest appellate courts in New York, Pennsylvania, New Jersey, and Delaware.

Mr. Rifkin has earned the AV®-Preeminent rating by Martindale-Hubbell® for more than 20 years, and has been selected for inclusion in the New York Metro SuperLawyers® listing since 2010. In 2014, Mr. Rifkin was named a “Titan of the Plaintiff’s Bar” by Law360®.

In 2015, Mr. Rifkin received worldwide acclaim for his role as lead counsel for the class in *Good Morning To You Productions Corp. v. Warner/Chappell Music, Inc.*, No. CV 13-04460-GHK (MRWx), in federal court in Los Angeles, successfully challenging the copyright to “Happy Birthday to You,” the world’s most famous song. In recognition of his historic victory, Mr. Rifkin was named a Trailblazer in Intellectual Property by the National Law Journal in 2016. In 2018, Mr. Rifkin led a team of lawyers from Wolf Haldenstein who represented the plaintiffs in *We Shall Overcome Foundation, et al. v. The Richmond Organization, Inc., et al.*, No. 16-cv-02725-DLC (S.D.N.Y.), which successfully challenged the copyright to “We Shall Overcome,” called the “most powerful song of the 20th century” by the Librarian of Congress.

Mr. Rifkin lectures frequently to business and professional organizations on a variety of securities, shareholder, intellectual property, and corporate governance matters. Mr. Rifkin is a guest lecturer to graduate and undergraduate economics and finance students on corporate governance and financial disclosure topics. He also serves as a moot court judge for the A.B.A. and New York University Law School. Mr. Rifkin appears frequently in print and broadcast media on diverse law-related topics in



corporate, securities, intellectual property, antitrust, regulatory, and enforcement matters.

BETSY C. MANIFOLD: *admitted:* Wisconsin; New York; California; U.S. District Courts for the Western District of Wisconsin, Eastern and Southern Districts of New York, and Northern, Central and Southern Districts of California. *Education:* Elmira College; Middlebury College (B.A., *cum laude*, 1980); Marquette University (J.D., 1986); New York University. Thomas More Scholar. Recipient, American Jurisprudence Award in Agency. Member: The Association of the Bar of the City of New York. Languages: French.

Ms. Manifold served as co-lead counsel in the following cases to recovery on behalf of employees: *Miguel Garcia, et al. v. Lowe's Home Center, Inc. et al.* – Case No. GIC 841120 (Barton) (Cal. Sup. Ct, San Diego) (\$1.65 million settlement w/ average class member recovery of \$5,500, attorney fees and cost awarded separately) and *Neil Weinstein, et al. v. MetLife, Inc., et al.* – Case No. 3:06-cv-04444-SI (N.D. Cal) (\$7.4 million settlement). Ms. Manifold also served as co-lead counsel in the following derivative actions: *In re Atmel Corporation Derivative Litigation*, Master File No. CV 06-4592-JF (N.D. Cal.) (\$9.65 million payment to Atmel) and *In re Silicon Storage Technology Inc. Derivative Litig.*, Case No. C 06-04310 JF (N.D. Cal.) (cash payment and re-pricing of options with a total value of \$5.45 million). Ms. Manifold also worked as lead counsel on the following class action: *Lewis v. American Spectrum Realty*, Case No. 01 CC 00394, Cal. Sup. Ct (Orange County) (\$6.5 million settlement).

DEMET BASAR: *admitted:* New York; New Jersey; United States Court of Appeals for the Second, Sixth, Seventh, Eighth and Ninth Circuits; United States District Courts for the Southern District of New York, Western District of New York, District of New Jersey, Central District of Illinois, and the Eastern District of Wisconsin. *Education:* Fairleigh Dickinson University (B.A., *summa cum laude*, 1984), Phi Omega Epsilon; Rutgers University School of Law (J.D., 1990). Recipient, West's Scholarship Award, Senior Notes and Comments Editor, *Rutgers Law Review*. Member: The Association of the Bar of the City of New York. Languages: Turkish.

Ms. Basar has over 25 years of experience representing plaintiffs in complex class actions. She is a member of the Firm's Investor Protection and Consumer Protection Groups. Her practice is primarily concentrated in consumer and securities class actions, and derivative litigation. As Chair of the Firm's Madoff Recovery Task Force, she successfully represented hundreds of wronged investors in various Madoff feeder



funds in class actions that recovered over \$300 million for wronged investors. These include *In re Tremont Securities Law, State Law and Insurance Litigation*, No. 08-civ-11117 (TPG) (SDNY) (\$100 million settlement for investors in the Tremont family of Madoff feeder funds), *In re Beacon Associates Litigation*, Master File No. 09 Civ. 0777 (LBS) (SDNY) (\$219 million settlement for investors in the Beacon family of Madoff feeder funds, among others). She has served as lead counsel, co-lead counsel or individual counsel in *In re American Pharmaceutical Partners, Inc. Shareholder Litigation*, Consolidated C.A. No. 1823-N (Del. Ch. Ct. (\$14.3 million settlement), *In re Loral Space & Communications Shareholders Securities Litigation*, 03-cv-8262 (SDNY) (\$3.45 million settlement), *Steed Finance LDC v. LASER Advisors*, No. 99-cv-4222 (SDNY), *In re AMBAC Financial Group, Inc.*, C.A. No. 3521 (Del. Ch. Ct.), and several multidistrict securities litigations, including *In re Mutual Fund Investment Litigation*, MDL No. 1586 (D. Md.) and *In re J.P. Morgan Chase Securities Litigation*, MDL No. 1783 (N.D. Ill.).

BENJAMIN Y. KAUFMAN: *admitted:* New York. *Education:* Yeshiva University, B.A.; Benjamin N. Cardozo School of Law, Yeshiva University, J.D. Mr. Kaufman focuses on class actions on behalf of defrauded investors and consumers. Mr. Kaufman's successful securities litigations include *In re Deutsche Telekom AG Securities Litigation*, No. 00-9475 (S.D.N.Y.), a complex international securities litigation requiring evidentiary discovery in both the United States and Europe, which settled for \$120 million. Mr. Kaufman was also part of the team that recovered \$46 million for investors in *In re Asia Pulp & Paper Securities Litigation*, No. 01-7351 (S.D.N.Y.); and \$43.1 million, with contributions of \$20 million, \$14.85 million and \$8.25 million from Motorola, the individual defendants, and defendant underwriters respectively, in *Freeland v. Iridium World Communications, Ltd.*

Mr. Kaufman's outstanding representative results in derivative and transactional litigations include: *In re Trump Hotels Shareholder Derivative Litigation* (Trump personally contributed some of his holdings; the company increased the number of directors on its board, and certain future transactions had to be reviewed by a special committee); *Southwest Airlines Derivative Litigation* (*Carbon County Employee Retirement System v. Kelly* (Dist. Ct. Dallas Cnty., Tex.)) (a derivative matter that resulted in significant reforms to the air carrier's corporate governance and safety and maintenance practices and procedures for the benefit of Southwest and its shareholders).

He argued the appeal in *In re Comverse Technology, Inc. Derivative Litig.*, 56 A.D.3d 49 (1st Dep't 2008) which led to the seminal New York Appellate Division opinion which clarified the standards of demand futility, and held that a board of directors loses the



protection of the business judgment rule where there is evidence of self-dealing and poor judgment by the directors; and *In re Topps Company, Inc. Shareholders Litigation* which resulted in a 2007 decision which vindicated the rights of shareholders under the rules of comity and doctrine of forum non conveniens and to pursue claims in the most relevant forum notwithstanding the fact that jurisdiction might exist as well in the state of incorporation. Mr. Kaufman has also lectured and taught in the subjects of corporate governance as well as transactional and derivative litigation.

In addition, Mr. Kaufman represents many corporate clients in complex commercial matters, including *Puckett v. Sony Music Entertainment*, No. 108802/98 (Sup. Ct. N.Y. Cnty. 2002) (a complex copyright royalty class action); *Shropshire v. Sony Music Entertainment*, No. 06-3252 (S.D.N.Y.), and *The Youngbloods v. BMG Music*, No. 07-2394 (S.D.N.Y.); and *Mich II Holdings LLC v. Schron*, No. 600736/10 (Sup. Ct. N.Y. Cnty.) (represented certain defendants in connection with real estate dispute and successfully litigated motion to dismiss all claims against those defendants; he continues to represent those clients' interests in several related litigations in New York and Delaware). Mr. Kaufman has also represented clients in arbitrations and litigation involving oppressed minority shareholders in closely held corporations.

Prior to joining WHAFH and Milberg in August of 1998, Mr. Kaufman was a Court Attorney for the New York State Supreme Court, New York County (1988-1990) and Principal Law Clerk to Justice Herman Cahn of the Commercial Division of the New York State Supreme Court, New York County (1990-1998).

Mr. Kaufman is an active member of the Commercial and Federal Litigation Section of the New York State Bar Association, the International Association of Jewish Lawyers and Jurists and the Jewish Lawyers Guild. He has also lectured on corporate governance issues to institutional investor conferences across the United States and abroad. Mr. Kaufman is a member of the Board of Trustees of the Hebrew Academy of the Five Towns and Rockaways.

THOMAS H. BURT: *admitted:* New York; U.S. District Courts for the Southern and Eastern Districts of New York, Eastern District of Michigan. *Education:* American University (B.A., 1993); New York University (J.D., 1997). Articles Editor with New York University Review of Law and Social Change. Mr. Burt is a litigator with a practice concentrated in securities class actions and complex commercial litigation. After practicing criminal defense with noted defense lawyer Jack T. Litman for three years, he joined Wolf Haldenstein, where he has worked on such notable cases as *In re*



Initial Public Offering Securities Litigation, No. 21 MC 92 (SAS) (S.D.N.Y.)(a novel and sweeping amalgamation of over 300 class actions which resulted in a recovery of \$586 million); *In re MicroStrategy Securities Litigation*, No. 00-473-A (E.D. Va.) (recovery of \$192 million); *In re DRAM Antitrust Litigation*, No. 02-cv-1486 (PJH) (N.D. Cal.) (antitrust case resulting in \$315 million recovery); *In re Computer Associates 2002 Class Action Securities Litigation*, No. 02-cv-1226 (TCP) (E.D.N.Y.)(settled, together with a related fraud case, for over \$133 million); *K.J. Egleston L.P. v. Heartland Industrial Partners, et al.*, 2:06-13555 (E.D. Mich.) (recovery included personal assets from former Reagan Administration budget director David A. Stockman); and *Parker Friedland v. Iridium World Communications, Ltd.*, 99-1002 (D.D.C.)(recovery of \$43.1 million). Mr. Burt has spoken on several occasions to investor and activist groups regarding the intersection of litigation and corporate social responsibility. Mr. Burt writes and speaks on both securities and antitrust litigation topics. He has served as a board member and officer of the St. Andrew's Society of the State of New York, New York's oldest charity.

RACHELE R. BYRD: *admitted:* California; U.S. District Courts for the Southern, Northern, Central and Eastern Districts of California; U.S. Court of Appeals for the Ninth Circuit. ***Education:*** Point Loma Nazarene College (B.A., 1994); University of California, Hastings College of the Law (J.D., 1997). Member: State Bar of California. Former Deputy Alternate Public Defender for the County of San Diego. Ms. Byrd is located in the firm's San Diego office. She practices corporate derivative and class action litigation including securities, consumer, antitrust, employment and general corporate and business litigation. Ms. Byrd has played a significant role in litigating numerous class and derivative actions, including *In re Apple & AT&TM Antitrust Litigation*, Master File No. C 07-05152 JW (N.D. Cal.) (antitrust class action against Apple Inc. and AT&T Mobility LLC regarding aftermarkets for iPhone wireless service and applications); *Ardon v. City of Los Angeles* (2011) 52 Cal.4th 241 (challenging the City of Los Angeles' telephone users tax on behalf of the City's taxpayers); *McWilliams v. City of Long Beach*, 2013 Cal. LEXIS 3510, Cal. Supreme Ct. No. S202037 (April 25, 2013) (challenging the City of Long Beach's telephone users tax on behalf of the City's taxpayers); *DeFrees, et al. v. Kirkland, et al.*, No. CV 11-04272 GAF(SP_x) (C.D. Cal.) (shareholder derivative action); *Bamboo Partners LLC, et al. v. Robert Mondavi Corp., et al.* (shareholder class action that settled for \$10.8 million in 2007); and *Lewis, et al. v. American Spectrum Realty, Inc., et al.*, (shareholder class action that settled for \$6.5 million in 2004).



REGINA M. CALCATERRA: *admitted:* New York; U.S. District Courts for the Southern and Eastern Districts. *Education:* Seton Hall University School of Law (J.D. 1996); State University of New York at New Paltz (B.A. 1988).

For the past twenty-seven years, Ms. Calcaterra has spent her policy, managerial and legal career in both the private and public sector. Her previous private sector legal experience includes serving as a partner in a securities litigation practice where she represented defrauded public and labor pension funds. She served on the litigation teams of *In re WorldCom Securities Litigation*, *In re Merrill Lynch Securities Litigation* and *In re McKesson Securities Litigation* and represented shareholders in state court when seeking executive board, executive compensation and corporate governance changes in publicly traded corporations in an effort towards ensuring investor protections. Ms. Calcaterra has lectured on securities litigation, SEC regulatory matters and corporate governance.

Prior to joining Wolf Haldenstein she worked for the State of New York in various capacities including as Deputy General Counsel to the New York State Insurance Fund and Executive Director of two New York State Moreland Commissions – on Utility Storm Preparation and Response (CUSPR) and Investigating Public Corruption (CIPC). Under her guidance, the CUSPR investigated the response, preparation, and management of New York’s power utility companies with respect to several major storms impacting the state including Hurricanes Sandy and Irene, and Tropical Storm Lee. Based upon detailed investigatory findings the CUSPR issued two reports that identified options for restructuring the Long Island Power Authority, put forth recommendations on strengthening regulatory oversight of the NYS Public Service Commission to substantially improve emergency preparedness and response for all utilities and provided policy recommendations on infrastructure needs, energy efficiency programs and consumer representation before the state’s utility regulatory body. Most recommendations were immediately enacted into law and adopted into New York’s utility regulatory scheme.

The CIPC also put forth recommendations via a report that which were also based upon detailed investigatory findings, focused on addressing systematic public corruption. Recommendations were accepted and integrated into statute including strengthening the state penal law to better allow district attorneys to prosecute bribery; enhancing all sentences for offenses related to public corruption; barring those convicted of public corruption from doing business with or working for state and local government; and



appointing and funding a NYS Board of Elections independent enforcement counsel and compliance unit.

Prior to her state appointments, she served as Chief Deputy to the Suffolk County Executive where she managed a county of over 1.6 million residents, a \$2.7 billion annual budget and a 9500 employee workforce. She assisted the County Executive in significantly reducing the county's newly discovered \$530 million deficit to \$140 million through vendor outlay reductions, streamlining and restructuring government services and obtaining state authority to implement revenue generating initiatives. She also assisted in the management of Superstorm Sandy storm preparation and recovery for the county that included coordinating federal, state and local resources.

She is a *New York Times* best-selling author of *Etched in Sand, A True Story of Five Siblings Who Survived an Unspeakable Childhood on Long Island* (HarperCollins, 2013). As a result of its messages of resiliency, perseverance and optimism it has been integrated into college, high school and middle school curricula throughout the United States. Her next book, *Etched in Sand's* sequel, *Girl Unbroken, A Sister's Harrowing Journey from the Streets of Long Island to the Farms of Idaho* will be released by HarperCollins in October 2016. She serves as board member to You Gotta Believe, an organization that works towards finding forever or adoptive parents for older foster children and to the SUNY New Paltz Foundation Board.

RANDALL S. NEWMAN: *admitted:* New York; California; U.S. Courts of Appeals for the Second, Seventh, Ninth and Federal Circuits; U.S. District Courts for the Southern and Eastern Districts of New York and the Central, Northern, Southern, and Eastern Districts of California; and the U.S. Tax Court. ***Education:*** Cleveland State University (B.B.A., 1992); University of Akron School of Law (J.D. *magna cum laude*, 1997) (American Jurisprudence Award; Akron Law Review; New York University (LL.M. Taxation, 1997).

Mr. Newman has practiced law for more than 19 years and has been licensed as an accountant for more than 20 years. He has extensive experience representing clients in both transactional and litigation matters in diverse areas including securities, finance, intellectual property, and real estate. Before beginning his own practice, Mr. Newman worked at two of the nation's largest law firms and at one of the world's largest public accounting firms. His cases often involve novel or cutting-edge legal issues. For example, in 2006, Mr. Newman commenced a class action against American Tax Relief,



LLC, captioned *Brown v. American Tax Relief, LLC*, Index No. 16771/2006, and assisted New York City in filing a companion case captioned *Comm'r Department of Consumer Affairs of the City of New York v. American Tax Relief, LLC*, Index No. 402140/2006 in the New York Supreme Court. Based on those two cases, on September 24, 2010, the United States Federal Trade Commission ("FTC") obtained a monetary judgment in excess of \$103 million.

More recently, before joining the firm, Mr. Newman initiated the first class action over a disputed copyright, *Good Morning To You Productions Corp. v. Warner/Chappell Music, Inc.*, No. CV 13-04460-GHK (MRWx), in federal court in Los Angeles, successfully challenging the copyright to "Happy Birthday to You," the world's most famous song. Mr. Newman and the firm have achieved worldwide acclaim for their groundbreaking work in the *Happy Birthday* litigation. In 2018, Mr. Newman represented the plaintiffs in *We Shall Overcome Foundation, et al. v. The Richmond Organization, Inc., et al.*, No. 16-cv-02725-DLC (S.D.N.Y.), which successfully challenged the copyright to "We Shall Overcome," called the "most powerful song of the 20th century" by the Librarian of Congress.

MATTHEW M. GUINEY: *admitted:* New York; U.S. District Courts for the Southern and Eastern District of New York. *Education:* The College of William & Mary (B.A. in Government and Economics 1998); Georgetown University Law Center (J.D. 2002). Mr. Guiney's primary areas of practice are securities class actions under the Securities Act of 1933 and the Exchange Act of 1934, complex commercial litigation, *Employee Retirement Income Security Act (ERISA)* actions on behalf of plan participants, *Fair Labor Standards Act* of 1938 actions concerning overtime payment, and fiduciary duty actions under various state laws. Mr. Guiney has helped recover hundreds of millions of dollars for victims of corporate fraud and abuse in federal and state litigation across the country. Some of Mr. Guiney's notable results on behalf of investors include: *Mallozzi v. Industrial Enterprises of America, Inc. et al.*, 1:07-cv-10321-DLC (S.D.N.Y.) (\$3.4 million settlement on behalf of shareholders); *In re Luxottica Group S.p.A. Securities Litigation*, No. CV 01-3285 (JBW) (MDG) (E.D.N.Y.) (\$18.5 million settlement on behalf of shareholders); *In re MBNA Corp. ERISA Litigation*, Master Docket No. 05-429 (GMS), (D. Del) (\$4.5 million settlement on behalf of plan participants). Recent publications include: *Citigroup and Judicial Immunity in ERISA: An Emerging Trend?*, Compensation and Benefits Review, Vol. 42, No. 3, 172-78 (May/June 2010) (with Mark C. Rifkin); *Case of the Moenchies: Moench Provision Expansion*, Employment Law360/Securities Law360 Newswires, Guest Column (June 2, 2010) (with Mark C. Rifkin).



MALCOLM T. BROWN: *admitted:* United States District Courts for the Southern and Eastern Districts of New York, District of New Jersey and Eastern District of Pennsylvania; United States Court of Appeals for the Second Circuit. *Education:* University of Pennsylvania (B.A., Political Science 1988) and Rutgers University School of Law (J.D. 1994). Mr. Brown's primary areas of practice are securities, derivative, M&A litigation and consumer class actions. Recent notable decisions include: *Johnson v. Ford Motor Co.*, 309 F.R.D. 226 (S.D. W. Va. 2015); *Thomas v. Ford Motor Co.*, 2014 U.S. Dist. LEXIS 43268 (D.S.C. Mar. 31, 2014); *In re Merkin Sec. Litig.*, 2015 U.S. Dist. LEXIS 178084 (S.D.N.Y. Aug. 24, 2015). Prior to joining Wolf Haldenstein, Mr. Brown was a business litigation attorney who represented financial institutions, corporations and partnerships and advised clients on business disputes, reorganizations, dissolutions and insurance coverage matters. Notable decisions include: *Garment v. Zoeller*, 2001 U.S. Dist. LEXIS 20736 (S.D.N.Y. June 19, 2001), *aff'd* 2002 U.S. App. LEXIS 9966 (2d Cir. May 24, 2002); *Bainton v. Baran*, 731 N.Y.S.2d 161 (1st Dep't 2001).

DANIEL TEPPER: *admitted:* New York. *Education:* University of Texas at Austin (National Merit Scholar); New York University School of Law. Mr. Tepper is Of Counsel to the firm concentrating on commercial litigation, FINRA arbitration and securities class actions. His reported cases include: *Zelouf Int'l Corp. v. Zelouf*, 45 Misc.3d 1205(A) (Sup. Ct. N.Y. Co., 2014), rejecting application of a discount for lack of marketability in an appraisal proceeding triggered by the freeze-out merger of a closely held corporation; *Sacher v. Beacon Assocs. Mgmt. Corp.*, 114 A.D.3d 655 (2d Dep't 2014), affirming denial of defendants' motion to dismiss shareholder derivative suit by Madoff feeder fund against the fund's auditor for accounting malpractice; *In re Belzberg v. Verus Investments Holdings*, 95 A.D.3d 713 (1st Dep't 2012), compelling a non-signatory to arbitrate a dispute arising out of a brokerage agreement under the doctrine of direct benefits estoppel; *CMIA Partners Equity Ltd. v. O'Neill*, 2010 NY Slip Op 52068(U) (Sup. Ct. N.Y. Co., 2010), which was the first time that a New York state court examined shareholder derivative suits under Cayman Islands law; and *Hecht v. Andover Assocs. Mgmt. Corp.*, 27 Misc.3d 1202(A) (Sup. Ct. Nassau Co., 2010), *aff'd*, 114 A.D.3d 638 (2d Dep't 2014), which was the first Madoff-related feeder fund case in the country to survive a motion to dismiss.

SPECIAL COUNSEL

JUSTICE HERMAN CAHN: *admitted:* New York. *Education:* Harvard Law School and a B.A. from City College of the City University of New York. Justice Herman Cahn was first elected as Judge of the Civil Court of the City of New York in 1976. He



subsequently served as an Acting Justice of the Supreme Court from 1980 until 1992, when he was elected to the Supreme Court. Throughout his decades on the bench, he principally handled civil cases, with the exception of 1981 until 1987, when he presided over criminal matters. Justice Cahn was instrumental in the creation of, and a founding Justice in, the Commercial Division within the New York State Supreme Court. He served as a Justice of the Commercial Division from its inception in 1993.

Among his most notable recent cases are the consolidated cases stemming from the Bear Stearns merger with JP Morgan (*In re Bear Stearns Litigation*); litigation regarding the America's Cup Yacht Race (*Golden Gate Yacht Club v. Société Nautique de Genève*); litigation stemming from the attempt to enjoin the construction of the new Yankee Stadium (*Save Our Parks v. City of New York*); and the consolidated state cases regarding the rebuilding of the World Trade Center site (*World Trade Center Properties v. Alliance Insurance; Port Authority v. Alliance Insurance*).

Justice Cahn is a member of the Council on Judicial Administration of the Association of the Bar of the City of New York. He has also recently been appointed to the Character and Fitness Committee of the Appellate Division, First Department. He is on the Register of Mediators for the United States Bankruptcy Court, Southern and Eastern Districts of New York.

Before ascending the bench, Justice Cahn practiced law in Manhattan. He was first admitted to the New York bar in 1956. He is admitted to practice in numerous courts, including the New York State courts, the Southern District of New York and the United States Supreme Court.

OF COUNSEL

ROBERT ABRAMS (Retired): *admitted:* New York; U.S. Court of Appeals for the Third Circuit; U.S. District Courts for the Southern and Eastern Districts of New York, Eastern District of Missouri, District of Maryland, and District of Delaware. *Education:* Haverford College (B.A., 1961); Columbia University (Ph.D., 1966), Brooklyn Law School (J.D., 1992). Woodrow Wilson Fellow; International Business Law Fellow. Adjunct Professor, Mediation Clinic, Brooklyn Law School, 1983-1984. Mr. Abrams was formerly a Professor of Political Science at Brooklyn College and the Graduate Center of the City University of New York. Member: New York State Bar Association. Mr. Abrams is the author of books on the theory of collective choice (Columbia University Press) and voting theory (Sage), as well as articles on Soviet politics, game theory and bargaining and negotiations. He has focused his practice on wage and hour litigation



representing financial advisors in claims under the federal Fair Labor Standards Act and various state wage and hour laws. In addition, Mr. Abrams has participated in shareholder derivative litigation, partnership litigation and consumer class actions. Recently, Mr. Abrams participated with the Cardozo Law School Bet Tzedek Legal Services in a successful pro bono litigation in New York state court in defense of an elderly disabled person threatened with eviction.

He was co-lead counsel in *In re Tyson Foods, Inc.*, before the Delaware Chancery Court, which settled claims of breach of fiduciary duty in connection with related party transactions and spring loading of options for Tyson management.

He played a major role in litigation on behalf of securities brokers that successfully settled claims for overtime pay and improper deductions from compensation against six major brokerage houses under the federal Fair Labor Standards Act and various state wage and hour laws including New York and California. These cases included *Lavoie v. Citigroup Global Markets, Inc.*; *Basile v. A.G. Edwards, Inc.*; *Rosenthal v. A.G. Edwards & Sons, Inc.*; *Palumbo v. Merrill Lynch*; *Garrison v. Merrill Lynch*; *Roles v. Morgan Stanley*; *Lenihan v. Morgan Stanley*; *Klein v. Ryan Beck*; and *Badain v. Wachovia*. Currently, he is representing financial advisors in litigation against Morgan Stanley (MDL New Jersey), Merrill Lynch (C.D. Cal.) and UBS (S.D.N.Y.). The UBS litigation is currently *sub judice* before the Second Circuit which is considering the important issue of forced arbitration and waiver of class and collective actions in employment contracts of adhesion.

Mr. Abrams was the firm's primary representative to the executive committee representing NationsBank shareholders in *In re BankAmerica Corp. Sec. Litig.*, which resulted in an award of \$490 million to NationsBank and BankAmerica shareholders. He was also co-lead counsel in a New York state consumer protection class action against AT&T Wireless Corp., *Naevus v. AT&T Corp.*, which resulted in an award valued at \$40 million for the class members. Mr. Abrams was named a Super Lawyer from 2010 through 2015.

ANITA B. KARTALOPOULOS: *admitted:* New York. *Education:* University of Toledo, B.A.; Seton Hall University, (J.D., 1982). Ms. Kartalopoulos, a former member of Milberg LLP, litigates claims in the areas of securities fraud, derivative litigation, and mergers and acquisitions. She focuses her practice on lead plaintiff litigation, as well as breach of fiduciary and transactional litigation. She works closely with the institutional investor clients, including trustees of public and private funds, throughout the U.S. providing counsel on asset recovery, fiduciary education, and risk management.



Ms. Kartalopoulos has extensive experience in litigating complex securities cases including *In re Sears, Roebuck & Co. Securities Litigation* (\$215 million settlement), *In re Chiron Corp. Securities Litigation* (\$30 million settlement), and others. Ms. Kartalopoulos has also achieved noteworthy results including improved corporate governance and disclosures as well as increased share value in recent litigations including in *In re Topps Co. Shareholder Litigation*, *In re Anheuser-Busch Cos. Shareholders Litigation*, *In re Net Logic*, *In re Smith International*, *In re L-3 Communication Holdings, Inc.*, *In re Republic Services, Derivative Litigation*, and many others.

Prior to entering private practice, Ms. Kartalopoulos served in senior regulatory positions involving insurance and health in the State of New Jersey, including serving as Deputy Commissioner of Insurance, for Life and Health; Director of Legal and Regulatory Affairs (Department of Health); and Executive Director of the New Jersey State Real Estate Commission. She managed the New Jersey Insurance Department's Multi-State Task Force investigating the sales practices of the Prudential Insurance Company, which resulted in a \$50 million fine against Prudential and a \$4 billion recovery for policyholders. She also served on the Board of Directors of MBL Insurance Company as a rehabilitator and managed litigation on behalf of the company.

Ms. Kartalopoulos is a regular speaker at numerous conferences focused on fiduciary education, ethics, and U.S. securities litigation, including the Investment Education Symposium, the Institutional Investor European Pensions Symposium, the Canadian Hedge Funds Investment Roundtable, the New York Hedge Funds Roundtable, and the AEDBF (*Association Europeenne de Droit Bancaire et Financier*), FPPTA Trustee School, GAPPT, MATTER, LATEC. She also speaks regularly on the complex legal environment that institutional investors face when addressing losses due to securities fraud as well as their proactive and reactive alternatives.

Ms. Kartalopoulos has co-authored "Deterring Executive Compensation Excesses: Regulatory Weaknesses, Litigation Strengths" (03/05, NY, NY), and "Vintage Wine in New Bottles: The Curious Evolution of the Concept of Loss Causation" (11/05, NY, NY).

Ms. Kartalopoulos is admitted to the bar of the State of New Jersey, the U.S. Courts of Appeals for the Federal and Third Circuits.

ROBERT ALTCHILER: *admitted:* New York; Connecticut. *Education:* State University of New York at Albany (B.S., 1985); George Washington University Law School (J.D., 1988). Mr. Altchiler heads the firm's White Collar and Investigations practice group. Robert's practice focuses primarily in the areas of White Collar criminal investigations,



corporate investigations, litigation, tax and general corporate counseling. Robert has successfully defended individuals and corporations in a wide array of multifaceted investigations in areas such as mortgage fraud, securities fraud, tax fraud, prevailing wage, money laundering, Bank Secrecy Act, embezzlement, bank and wire fraud, theft of trade secrets, criminal copyright infringement, criminal anti-counterfeiting, Foreign Corrupt Practices Act (FCPA), International Traffic In Arms Regulations (ITAR), racketeering, continuing criminal enterprises, and circumvention of trade restrictions, among many others. Robert also specializes in non-criminal investigations related to various topics, including finding money allegedly being hidden by individuals, ascertaining the identities of individuals actually involved in corporate matters (when a client believes those identities are being concealed), and running undercover “sting” operations as part of civil and commercial litigation support.

Robert conducts corporate investigations and, when appropriate, when the client instructs, refers the results to law enforcement for prosecution. In one recent example, a corporate CEO came to learn assets and materials were being diverted by employees, and that the corporation was “bleeding” money as a result. The CEO needed assistance in ascertaining the identities and extent of involvement of the wrongdoers, as well as the level of theft involved. Robert directed a corporate investigation that revealed the nature of the problem. He then referred the investigation to federal authorities, which arrested the wrongdoers and prosecuted them. The wrongdoers were convicted. In addition, the amount of the theft was included in a court ordered restitution judgment and the corporation will be repaid in full.

In 1988, Robert started his legal career as a prosecutor in New York City. As a prosecutor, in addition to trying several dozen serious cases, ranging from murder to fraud to narcotics violations, he also ran wiretap and grand jury investigations involving money laundering and other financial crimes, as well as a wiretap and investigation concerning a plot to assassinate a prominent NYC judge.

In addition to his practice, Robert has been an adjunct law professor at Pace University Law School since 1998, where he teaches trial advocacy. Robert has also been a featured participant and lecturer at Cardozo Law School’s acclaimed Intensive Trial Advocacy Program in New York City, and has also taught at Yale Law School. Robert’s trial advocacy teaching requires him to constantly integrate new developments in communication theory and trial techniques into his pedagogical methods. Given the changing way students (and prospective jurors) communicate and digest information (via Twitter, Instagram and Snapchat, for example) Robert is able to adapt his teaching



to the needs of his students. By actively participating in the mock trials and by frequently demonstrating methods, he is able to continually adapt his own communication skills and integrate cutting-edge developments into his own practice.

Robert graduated from the George Washington University Law School, and graduated with honors from the Business School at the State University of New York at Albany in 1985. He is also a 1996 graduate of the National Criminal Defense College and a 1997 graduate of the National Institute for Trial Advocacy's Harvard Teacher Training Program. In 2014, Robert was asked to teach at the prestigious EATES Program at Stetson University Law School, a program designed to teach trial advocacy professors how to better teach their students. Robert has also made dozens of television appearances on Fox, Court TV, and Tru TV, providing legal commentary on televised trials, and participating in discussions related to pertinent issues.

KATE MCGUIRE: *admitted:* New York; U.S. District Courts for the Southern and Eastern Districts of New York. *Education:* University of California at Santa Cruz (B.A. 1995), Georgetown University Law Center (J.D., 1998); Member: *Georgetown Immigration Law Journal*.

GLORIA KUI MELWANI: *admitted:* New York (2006), New Jersey (2005), United States District Courts for the Southern and Eastern Districts of New York, District of New Jersey. *Education:* New York University (B.M., Piano Performance, 2000); Benjamin N. Cardozo School of Law (J.D., 2005), where she served as a Notes Editor on the Cardozo Public Law, Policy and Ethics Journal. Ms. Melwani's primary areas of focus are securities, stockholder derivative litigation, M&A litigation, and consumer litigation.

In 2018, Ms. Melwani represented the plaintiffs in *We Shall Overcome Foundation, et al. v. The Richmond Organization, Inc., et al.*, No. 16-cv-02725-DLC (S.D.N.Y.), which successfully challenged the copyright to "We Shall Overcome," called the "most powerful song of the 20th century" by the Librarian of Congress.

LYDIA KEANEY REYNOLDS: *admitted:* New York, U.S. District Courts for the Southern and Eastern Districts of New York and the Northern and Central Districts of Illinois. *Education:* Temple University (B.A. *magna cum laude*, Phi Beta Kappa, English, 2004); University of Pennsylvania Law School (J.D. 2007), where she was a Production Editor of the *University of Pennsylvania Journal of Constitutional Law*. Prior to joining Wolf Haldenstein, Ms. Reynolds was an associate at SNR Denton US LLP, n/k/a Dentons.



Ms. Reynolds has substantial experience litigating complex class actions in a variety of practice areas, including consumer fraud and securities litigation.

Ms. Reynolds joined Wolf Haldenstein as an associate in 2011. In 2015, she left Wolf Haldenstein to serve as an Assistant Attorney General in the Consumer Frauds and Protection Bureau of the Office of the New York Attorney General, and returned to the Firm in 2017. As an Assistant Attorney General, Ms. Reynolds investigated and litigated actions against financial services corporations and manufacturers and retailers who engaged in unfair or deceptive practices.

As an attorney at Wolf Haldenstein, Ms. Reynolds represented the plaintiffs in *In re Empire State Realty Trust, Inc. Investor Litig.*, No. 650607/2012 (N.Y. Sup. Ct.), arising out of the historic IPO of the Empire State Building and other properties and resulting in a \$55 million recovery for the original investors. Ms. Reynolds also has significant experience litigating consumer fraud actions, including *Milman v. Thermos LLC*, No. 1:13-cv-7750 (N.D. Ill.), a consumer fraud action alleging that Thermos bottles advertised as leak-proof were not, resulting in a settlement of over \$1 million in cash and products for consumers.

ASSOCIATES

KEVIN COOPER: *admitted:* New York; New Jersey; U.S. District Courts for the Southern District of New York and the District of New Jersey. *Education:* Fordham University (B.A., Legal and Policy Studies, 2011); Brooklyn Law School (J.D., 2014), where he served as an Associate Managing Editor on the Brooklyn Journal of Corporate, Financial & Commercial Law and as a Barry L. Zaretsky Fellow in Commercial and Bankruptcy Law. Mr. Cooper's primary areas of focus are securities, derivative and M&A litigation.

BRITTANY N. DEJONG: *admitted:* California; U.S. District Courts for the Southern, Northern, Central and Eastern Districts of California. *Education:* University of Phoenix (B.S. 2005); Golden Gate University, School of Law (J.D. 2008), Graduated with Highest Honors, Editor – Law Review, Merit Scholarship Recipient, Member: State Bar of California. Prior to joining WHAFH, Ms. DeJong was an associate at a boutique trial firm in San Francisco where her practice focused on multiparty litigation involving catastrophic property damage. Prior to entering private practice, Ms. DeJong worked as a Research Attorney for the Honorable Peter Busch in the Law & Motion Department at the San Francisco Superior Court. Additionally, while in law school, Ms. DeJong externed for the Honorable Susan Illston of the Northern District of California and the U.S. Securities and Exchange Commission.



PATRICK DONOVAN: *admitted:* New York (2012). *Education:* Iona College (B.A., Business Management, 2007); St. John's University School of Law (J.D., 2011). Mr. Donovan's primary areas of focus are securities, derivative and M&A litigation.

MARISA LIVESAY: *admitted:* California; United States District Courts for the Southern, Central and Northern District of California; Ninth Circuit. *Education:* University of Arizona (B.A., History & Spanish, 1999); University California Los Angeles Law School (J.D. 2002).

CARL MALMSTROM: *admitted:* Illinois; Minnesota; Northern District of Illinois. *Education:* University of Chicago (B.A., Biology, 1999; M.A., Social Science, 2001); University of Hawai'i at Manoa (M.A. Anthropology, 2004); Loyola University Chicago (J.D., 2007).

VERONICA BOSCO: *admitted:* New York. *Education:* Fordham University (B.A., Political Science, Spanish Language & Literature, 2014); Fordham University School of Law (J.D., 2018). Ms. Bosco joined Wolf Haldenstein in 2018. Prior to joining the Firm, she worked as a Judicial Law Clerk for the Honorable Claire C. Cecchi in the U.S. District Court for the District of New Jersey. She also interned for the New York County District Attorney's Office, and for the Honorable Arthur D. Spatt in the U.S. District Court for the Eastern District of New York. While at Fordham Law, she served as an Editor on the Moot Court board, was a Teaching Assistant for Legal Writing, and worked in the Legislative & Policy Advocacy Clinic.



NON-DISCRIMINATION POLICIES

Wolf Haldenstein does not discriminate or tolerate harassment against any employee or applicant because of race, creed, color, national origin, sex, age, disability, marital status, sexual orientation, or alienage or citizenship status and designs its hiring practices to ensure that minority group members and women are afforded equal employment opportunities without discrimination. The Firm is in compliance with all applicable Federal, State, County, and City equal employment opportunity laws.

Wolf Haldenstein is proud of its long history of support for the rights of, and employment opportunities for, women, the disadvantaged, and minority group persons, including the participation in civil rights and voter registration activities in the South in the early 1960s by partners of the Firm; the part-time employment of disadvantaged youth through various public school programs; the varied *pro bono* activities performed by many of the Firm's lawyers; the employment of many women and minority group persons in various capacities at the Firm, including at the partner level; the hiring of ex-offenders in supported job training programs; and the use of minority and women-owned businesses to provide services and supplies to the Firm.

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**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF CONNECTICUT**

NED SIMERLEIN, JAMES ECKHOFF,
MARICEL LOPEZ, CRAIG KAISER, JOHN
F. PRENDERGAST, RAYMOND and
ROSARIO ALVAREZ, KAREN EASON,
JENNIFER SOWERS, JENNIFER
FRANKLIN, JORDAN AMRANI, CRYSTAL
GILLESPIE, MELISSA STALKER, DILLEN
STEEBY, PAULA McMILLIN, JOSEPH C.
HARP Jr., and JAMES and MELISSA JUGO
TINNEY, individually and on behalf of
all others similarly situated,

CASE NO. 3:17-CV-01091-VAB

v.

TOYOTA MOTOR CORPORATION,
TOYOTA MOTOR NORTH AMERICA, INC.,
TOYOTA MOTOR SALES, USA, INC.,
TOYOTA MOTOR ENGINEERING &
MANUFACTURING NORTH AMERICA,
INC. and TOYOTA MOTOR
MANUFACTURING, INDIANA, INC.

**DECLARATION OF W. DANIEL “DEE” MILES, III, IN SUPPORT OF
PLAINTIFFS’ MOTION FOR ATTORNEYS’ FEES, EXPENSES,
AND SERVICE AWARDS TO THE CLASS REPRESENTATIVES**

W. DANIEL “DEE” MILES, III, admitted to practice *pro hac vice* in this action,
hereby declares under penalty of perjury pursuant to 28 U.S.C. § 1746 as follows:

1. I am a named principal of the law firm Beasley, Allen, Crow, Methvin, Portis & Miles, P.C (“Beasley Allen”), located in Montgomery, Alabama and Atlanta, Georgia, where I head the firm’s Consumer Fraud and Commercial Litigation Section. I was appointed as one of the Class Counsel to the Settlement Class pursuant to this Court’s January 14, 2019 Ruling and Order on Motion for Preliminary Approval. *See* ECF No. 107 at 25-26.

2. I am admitted to practice in the State of Alabama. I have also been admitted to practice in the federal courts of Alabama Middle District, Alabama Southern District, Alabama Northern District and the U.S. District Court Eastern District of Michigan, as well as the United States Courts of Appeals for the Eleventh Circuit.

3. I respectfully submit this declaration in support of Plaintiffs' Motion for Attorneys' Fees, Expenses, and Service Awards to the Class Representatives. I have personal knowledge of the matters set forth herein and are competent to testify with respect thereto.

4. From April 6, 2017 through April 30, 2019, my firm has expended 1,637 hours of work in connection with this litigation. Based upon our customary rates in this type of litigation, the lodestar value of that time is \$1,177,260.00 based upon current rates.

5. My firm's work on this case was performed on a wholly-contingent basis pursuant to contingency fee contracts with the named Plaintiffs. Beasley Allen has not received any amounts in connection with this case, either as fee income or expense reimbursement.

6. Shown below is a true and correct summary identifying the attorneys and paralegals who have worked on this litigation, the number of hours, those individuals have worked, their regular hourly billing rates, and their respective lodestar values. We anticipate that additional time and expenses will be incurred for the work that Beasley Allen will be performing on this matter through the conclusion of the settlement.

The hourly rates shown below are the usual and customary lodestar rates charged in Montgomery, Alabama and in Atlanta Georgia, and the national venues in which the firm typically handles cases for each individual doing the type of work performed in this litigation. These rates were not adjusted, notwithstanding the complexity of this litigation, the skill and tenacity of the opposition, the preclusion of other employment, the delay in payment, or any

other factors that could be used to justify a higher hourly compensation. Additionally, Beasley Allen has been retained on hourly matters at these rates and I have personally been paid retainers based upon these rates.

Professional	Title	Hrs	Rate	Lodestar
W. Daniel "Dee" Miles, III	Principal	378.2	\$ 975.00	\$ 368,745.00
H. Clay Barnett	Principal	834.1	\$ 800.00	\$ 667,280.00
Leslie L. Pescia	Principal	4.7	\$ 800.00	\$ 3,760.00
D. Chris Baldwin	Attorney	20.2	\$ 500.00	\$ 10,100.00
Rebecca Gilliland	Attorney	110	\$ 500.00	\$ 55,000.00
Brenda Russell	Paralegal	288.5	\$ 250.00	\$ 72,125.00
Ashley Pugh	Paralegal	1	\$ 250.00	\$ 250.00
Total		1637		\$ 1,177,260.00

7. These amounts were derived from contemporaneous daily time records compiled on this matter, which are recorded in our computerized database. The firm requires regular and contemporaneous recording of time records, which occurred in this case.

8. The lodestar summary reflects Beasley Allen's experience in the field, the complexity of the matters involved in this litigation, and the prevailing rate for providing such services.

9. Beasley Allen has advanced a total of \$120,128.43 in expenses reasonably and necessarily incurred in connection with the prosecution of this matter. They are broken down as follows:

Description	Amount
Travel Expenses	\$ 39,511.57
Telephone	\$ 37.21
Postage/ Shipping	\$ 328.37
Printing/ Copies	\$ 69.51
Expert Expenses	\$ 78,629.91
Research/PACER/WestLaw	\$ 230.86
Client Rental Car	\$ 1,321.00
Total	\$ 120,128.43

10. These expenses are reflected in the books and records regularly kept and maintained by my firm.

11. In my opinion, the time expended and incurred in prosecuting this action were reasonably and necessary for the diligent litigation of this matter.

12. As reflected in the attached resume for my firm, I have significant experience in prosecuting a significant number of class action cases on behalf of consumers nationwide. Many of those cases resulted in settlements on behalf of those consumer classes, achieving billions of dollars in recoveries for consumers.

13. Based upon my experience, I believe that the proposed Settlement is fair, adequate, and reasonable based upon—among other things as detailed in our briefs—the risks of continued litigation, strength of Plaintiffs’ claims, and relief achieved on behalf of the individual Class members. In addition to the significant injunctive relief obtained by the attorneys, consumers are also able to claim the amount that they have paid in eligible out-of-pocket expenses related to repair of the power sliding rear doors at issue in this litigation.

14. This case was litigated over the course of nearly two years, involving a significant amount of dismissal motion practice, informal and confirmatory discovery, and expert work.

The proposed Class Representatives fulfilled their duties to the Class by ensuring that the proposed Settlement was fair, adequate, and reasonable, stayed abreast of litigation, and provided documents and information as necessary. Accordingly, I believe that the proposed service awards to each of the proposed Class Representatives are also appropriate.

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

Dated: May 10, 2019

By: 

W. DANIEL "DEE" MILES, III

BACKGROUND AND RELEVANT EXPERIENCE

I. Background of Beasley Allen

In 1978, Jere Locke Beasley founded the firm now known as Beasley, Allen, Crow, Methvin, Portis & Miles, P.C., which is located in Montgomery, Alabama and Atlanta, Georgia. From 1970 through 1978, Jere served as Lieutenant Governor of the State of Alabama, and for a short period as Governor. In 1978, he re-entered the private practice of law representing plaintiffs and claimants in civil litigation. This was the genesis of the present law firm, which is now made up of seventy-seven attorneys and approximately two hundred support staff representing clients all over the country. Beasley Allen has thirty-nine principals, one managing partner, four supervising attorneys, five Board of Directors, and six non-attorney supervisors. Our support staff includes full time legal secretaries, paralegals, nurses, investigators, computer specialists, technologists, a public relations department, and a comprehensive trial graphics department. Beasley Allen is adequately qualified, prepared, and equipped to handle complex litigation on a national scale.

II. Experience of Beasley Allen

Beasley Allen's highly qualified attorneys and staff work tirelessly for clients throughout the country, representing plaintiffs and claimants in the following areas: Personal Injury, Products Liability, Consumer Fraud, Class Action Litigation, Toxic Torts, Environmental Litigation, Business Litigation, Mass Torts Drug Litigation, and Nursing Home Litigation. We have handled cases involving verdicts and settlements amounting to nearly \$30 billion. For instance, Beasley Allen has played an integral role in this nation's most important consumer litigation such as Vioxx MDL, BP MDL, Toyota SUA MDL, VW MDL, Chrysler Fiat MDL and many others. Beasley

Allen has recovered multi-million dollar verdicts for our clients against many corporate wrongdoers including Exxon, \$11.9 billion, AstraZeneca, \$216 million, G.M., \$155 million, GSK, \$83 million and most recently against Johnson & Johnson, Johnson & Johnson Consumer Companies, Inc., and Imerys Talc America, Inc \$72 million in February of 2016, \$55 million in May of 2016, \$70 million in October of 2016, and \$110 million in May of 2017, just to name a few.

Beasley Allen has extensive experience handling complex litigation, pharmaceutical and antitrust litigation, multidistrict litigation throughout the U.S., including district and federal courts, *qui tam* litigation, and class-action lawsuits. Our attorneys have also represented clients testifying before U.S. Congressional committees on Capitol Hill in Washington, D.C. Beasley Allen has also been appointed to the Plaintiff's Steering Committee in many complex litigations.

i. Beasley Allen's Experience as Lead or Co-Lead Counsel in Nationwide Complex Litigation

Beasley Allen is one of the country's leading firms involved in complex civil litigation on behalf of claimants, having represented hundreds of thousands of people and having worked with Attorney Generals in the representation of at least nine states. Our firm has a proven track record of leadership in complex business, consumer, and pharmaceutical cases throughout the country. Attorneys from Beasley Allen have been selected by Federal Courts as lead counsel or co-lead counsel in the following complex multidistrict litigations:

- a. *In Re Vioxx Products Liability Litigation*, United States District Court for the Eastern District of Louisiana, Judge Eldon E. Fallon, MDL No. 1657; (Andy Birchfield, Shareholder of Beasley Allen);
- b. *In Re Reciprocal of America (ROA) Sales Practices Litigation*, United States District Court for the Western District of Tennessee, Judge J. Daniel Breen, MDL No. 1551; (Dee Miles and Jere Beasley, both Shareholders in Beasley Allen);

- c. *In Re American General Life and Accident Insurance Company Industrial Life Insurance Litigation*, United States District Court for the District of South Carolina, Judge Cameron McGowan Currie, MDL No. 11429; (Dee Miles, Shareholder of Beasley Allen);
- d. *In Re Dollar General Corp. Fair Labor Standards Acts Litigation*, United States District Court for the Northern District of Alabama, Western Division, Judge U.W. Clemon, MDL No. 1635; (Dee Miles, Shareholder of Beasley Allen);
- e. *In re: Xarelto (Rivaroxaban) Products Liability Litigation*, District of Louisiana, Judge Eldon E. Fallon, Eastern MDL No. 2592;

ii. Beasley Allen's Leadership Appointments on Executive and/or Plaintiff Steering Committees in Complex Multidistrict Litigation

Beasley Allen has been appointed to the Plaintiff's Executive Committee and/or Steering Committee in many complex litigations. All of these multidistrict litigations involved multiple claims against multiple defendants, which required excellent organization and leadership from our attorneys. Beasley Allen has been appointed to the following MDL complex litigation cases:

- a. *In Re: Motor Fuel Temperature Sales Practices Litigation*, United States District Court for the Middle District of Kansas, Judge Kathryn Vratil, MDL No. 1840;
- b. *Bextra/Celebrex, Bextra and Celebrex Marketing Sales Practices and Product Liability Litigation*, United States District Court for the Northern District of California, Judge Charles R. Breyer, MDL No. 1699;
- c. *In Re: Vioxx Products Liability Litigation*, United States District Court for the Eastern District of Louisiana, Judge Eldon E. Fallon, MDL No. 1657;
- d. *In Re: Actos (Pioglitazone) Products Liability Litigation*, United States District Court for the Western District of Louisiana, Judge Rebecca F. Doherty, MDL No. 2299;
- e. *In Re: Zoloft (Sertraline Hydrochloride) Products Liability Litigation*, United States District Court for the Eastern District of Pennsylvania, Judge Cynthia M. Rufe, MDL No. 2342;

- f. *In Re: Fosamax (Alendronate Sodium) Products Liability Litigation (No. II)*, United States District Court District of New Jersey, Judge Garrett E. Brown, Jr., MDL No. 2243;
- g. *In Re: Fosamax Products Liability Litigation*, United States District Court, Southern District of New York, Judge John F. Keenan, MDL No. 1789;
- h. *In Re: Depuy Orthopaedics, Inc. ASR Hip Implant Products Liability Litigation*, United States District Court for the Northern District of Ohio, Judge David A. Katz, MDL No. 2197;
- i. *In Re: DePuy Orthopaedics, Inc. Pinnacle Hip Implant Products Liability Litigation*, US District Court for the Northern District of Texas, Judge Ed Kinkeade, MDL No. 2244;
- j. *In Re: Biomet M2a Magnum Hip Implant Products Liability Litigation*, US District Court for the Northern District of Indiana, Judge Robert L. Miller, Jr., MDL No. 2391;
- k. *In Re: Prempro Products Liability Litigation*, United States District Court, Eastern District of Arkansas, Western Division, Judge Billy Roy Wilson, MDL No. 1507;
- l. *In Re: Mirena IUD Products Liability Litigation*, United States District Court, Southern District of New York, Judge Cathy Seibel, MDL No. 2434;
- m. *In Re: Fresenius Granuflo/Naturalyte Dialysate Products Liability Litigation*, United States District Court, District of Massachusetts, Judge Douglas P. Woodlock, MDL No. 2428;
- n. *In Re: American Medical Systems, Inc. Pelvic Repair Systems Products Liability Litigation*, United States District Court, Southern District of Ohio, Judge Joseph R. Goodwin, MDL No. 2325;
- o. *In Re: C.R. Bard, Inc. Pelvic Repair Systems Products Liability Litigation*, United States District Court, Charleston Division, Judge Joseph R. Goodwin, MDL No. 2187;
- p. *In Re: Boston Scientific Corp. Pelvic Repair Systems Products Liability Litigation*, United States District Court, Southern District of West Virginia, Judge Joseph R. Goodwin, MDL No. 2326;
- q. *In Re: Ethicon, Inc. Pelvic Repair Systems Products Liability Litigation*, United States District Court, Charleston Division, Judge Joseph R. Goodwin, MDL No. 2327;

- r. *In Re: Coloplast Corp. Pelvic Repair Systems Products Liability Litigation*, United States District Court, Charleston Division, Judge Joseph R. Goodwin, MDL No. 2387;
- s. *In Re: Google Inc. Gmail Litigation*; United States District Court for the Northern District of California, San Jose Division, Judge Lucy H. Koh, MDL No. 2430;
- t. *In Re Toyota Motor Corp. Unintended Acceleration Marketing, Sales Practices, and Products Liability Litigation*, United States District Court for the Central District of California, Judge James V. Selna, MDL No. 2151;
- u. *In re: Volkswagen "Clean Diesel" Marketing, Sales Practices, and Products Liability Litigation*; California Northern District (San Francisco), Hon. Charles R. Breyer, Case No. 3:15-md-02672-CRB;
- v. *In re: Xarelto (Rivaroxaban) Products Liability Litigation*, District of Louisiana, Judge Eldon E. Fallon, Eastern MDL No. 2592;
- w. *In re: Target Corporation Customer Data Security Breach Litigation*, United States District Court for the District of Minnesota, Judge Paul A. Magnuson, MDL No. 2522;
- x. *In re: Lipitor (Atorvastatin Calcium) Marketing, Sales Practices and Products Liability Litigation*, United States District Court for the District of South Carolina, Judge Richard M. Gergel, MDL No. 2502;
- y. *In re: Blue Cross Blue Shield Antitrust Litigation*, United States District Court for the Northern District of Alabama, Judge R. David Proctor, MDL No. 2406;
- z. *In re: Androgel Products Liability Litigation*, United States District Court for the Northern District of Illinois, Judge Matthew F. Kennelly, MDL No. 2545;
- aa. *In re: The Home Depot, Inc., Customer Data Security Breach Litigation*, United States District Court for the Northern District of Georgia, Judge, Thomas W. Thrash, Jr., MDL No. 2583;

- bb. *In re: Takata Airbag Products Liability Litigation*, United States District Court for the Southern District of Florida, Judge Federico A. Moreno, MDL No. 2599, serving on a discovery committee responsible for two Auto Manufacturer's discovery¹; and
- cc. *In re: Chrysler-Dodge-Jeep EcoDiesel Marketing, Sales Practices and Products Liability Litigation*, United States District Court for the Northern District of California, Judge Edward Chin, MDL No. 2777.

iii. Beasley Allen's Involvement as Lead or Co-Lead Counsel Representing States in Complex Litigation and Class Action Litigation Experience

Beasley Allen is also a proven leader in complex litigation involving the manufacture, marketing, pricing, and sale of pharmaceuticals, pharmaceutical devices, and cosmetics on a national level. Beasley Allen has successfully represented the States of Alabama, Louisiana, Mississippi, Alaska, Hawaii, South Carolina, Kansas, Utah, and Kentucky involving various issues within the healthcare arena. Beasley Allen's experience representing states with complex legal theories involving Medicaid, pharmaceuticals and healthcare, antitrust, and consumer protection issues includes the Average Wholesale Price litigations concerning the fraudulent pricing of prescription drugs, the Usual and Customary litigations regarding the false reporting of pharmacy price lists, the Unapproved Drugs litigations concerning the states' reimbursement of drugs with a fraudulently obtained Medicaid reimbursement approval status, and many others. Beasley Allen serves or served as lead counsel in the following cases:

- a. *State of Louisiana, ex rel. v. Fresenius Medical Care Holdings, Inc., et al.*, Suit No. 631,586, Div. "D"; 19th JDC; Parish of East Baton Rouge, Judge Janice Clark;
- b. *In Re Alabama Medicaid Pharmaceutical Average Wholesale Price Litigation* filed in the Circuit Court of Montgomery, Alabama, Master Docket No. CV-2005-219, Judge Charles Price;

¹ Discovery Committee appointment only.

- c. *In Re Kansas Medicaid Pharmaceutical Average Wholesale Price Litigation* filed in the District Court of Wyandotte County, Kansas, Master Docket No. MV-2008-0668, Division 7, Judge George A. Groneman;
- d. *In Re Mississippi Medicaid Pharmaceutical Average Wholesale Price Litigation* filed in the Chancery Court of Rankin County, Mississippi, Master Docket No. 09-444, Judge W. Hollis McGehee;
- e. *The State of Utah v. Apotex Corporation, et al.*, filed in the Third Judicial District Court of Salt Lake City, Utah, Case No. 08-0907678, Judge Tyrone E. Medley;
- f. *The State of Utah v. Abbott Laboratories, et al.*, filed in the Third Judicial District Court of Salt Lake City, Utah, Case No. 07-0915690, Judge Robert Hilder;
- g. *The State of Utah v. Actavis US, et al.*, filed in Third Judicial District Court of Salt Lake City, Utah, Case No. 07-0913717, Judge Kate A. Toomey;
- h. *The State of Louisiana, et al. v. Molina Healthcare, Inc., et al.*, filed in 19th Judicial District Court, Parish of East Baton Rouge, Suit No. 631612, Judge Janice Clark;
- i. *The State of Louisiana, et al. v. Takeda Pharmaceuticals America, Inc., et al.*, filed in 19th Judicial District Court, Parish of East Baton Rouge, Suit No. 637447, Judge R. Michael Caldwell;
- j. *The State of Mississippi v. CVS Health Corporation, et al.*, DeSoto County, Third Chancery District, Trial Court No. 16-cv-01392, Judge Mitchell M. Lundy, Jr.;
- k. *The State of Mississippi v. Fred's, Inc., et al.*, DeSoto County, Third Chancery District, Trial Court No. 16-cv-01389, Judge Mitchell M. Lundy, Jr.;
- l. *The State of Mississippi v. Rite Aid Corporation, et al.*, DeSoto County, Third Chancery District, Trial Court No. 16-cv-01390, Judge Percy L. Lynchard, Jr.;
- m. *The State of Mississippi v. Walgreen Co., et al.*, DeSoto County, Third Chancery District, Trial Court No. 16-cv-01391, Judge Mitchell M. Lundy, Jr.;

- n. *In the Matter of the Attorney General's Investigation*, AGO Case No. AN2014103885, Alaska Pay-for-Delay Antitrust Investigation;
- o. *State of Louisiana v. Pfizer, Inc., et al.*, Docket No. 625543, Sec. 24, 19th Judicial District Court, Parish of East Baton Rouge, Judge R. Michael Caldwell;
- p. *State of Louisiana v. Abbott Laboratories, Inc., et al.*, Docket No. 596164, Sec. 25, 19th Judicial District Court, Parish of East Baton Rouge, Judge Wilson Fields;
- q. *State of Louisiana v. McKesson Corporation*, Docket No. 597634, Sec. 25, 19th Judicial District Court, Parish of East Baton Rouge, Judge Wilson Fields;
- r. *State of South Carolina v. Abbott Laboratories, Inc., et al., In re: South Carolina Pharmaceutical Pricing Litigation*, Master Caption Number: 2006-CP-40-4394, State of South Carolina, County of Richland, Fifth Judicial Circuit, Judge J. Cordell Maddox, Jr.;
- s. *State of Alaska v. Alpharma Branded Products Division, Inc., et al.*, Case No.: 3AN-06-12026, Superior Court for the State of Alaska, Third Judicial District at Anchorage, Judge William F. Morse;
- t. *State of Alaska v. McKesson Corporation and First DataBank, Inc.*, Case No. 3AN-10-11348-CI, Superior Court for the State of Alaska, Third Judicial Circuit of Anchorage, Judge Peter A. Michalski;
- u. *State of Kansas, ex rel. v. McKesson Corporation, et al.*, Case No. 10-CV-1491, Division 2, District Court of Wyandotte County, Kansas, Judge Constance Alvey;
- v. *State of Hawaii, ex rel. v. McKesson Corporation, et al.*, Civil Action No. 10-1-2411-11, State of Hawaii, First Circuit, Judge Gary W. B. Chang;
- w. *Commonwealth of Kentucky v. Fresenius Medical Care Holdings, Inc., et al.*, Civil Action No. 16-CI-00946, Franklin Circuit Court, Div. 2, Judge Thomas D. Wingate;
- x. *State of Mississippi v. Actavis Pharma, Inc., et al.*, Civil Action No. 17-cv-000306, Hinds County Chancery Court, District 1, Judge Patricia D. Wise;
- y. *State of Mississippi v. Barr Laboratories, Inc., et al.*, Civil Action No. 17-cv-000304, Hinds County Chancery Court, District 1, Judge J. Dewayne Thomas;

- z. *State of Mississippi v. Camline, L.L.C. (f/k/a PamLab, L.L.C.)*, Civil Action No. 17-cv-000307, Hinds County Chancery Court, District 1, Judge J. Dewayne Thomas;
- aa. *State of Mississippi v. E. Claiborne Robins Company, Inc., et al.*, Civil Action No. 17-cv-000305, Hinds County Chancery Court, District 1, Judge Denise Owens;
- bb. *State of Mississippi v. Endo Pharmaceuticals, Inc.*, Civil Action No. 17-cv-000309, Hinds County Chancery Court, District 1, Judge J. Dewayne Thomas; and
- cc. *State of Mississippi v. United Research Laboratories, Inc., et al.*, Civil Action No. 17-cv-000308, Hinds County Chancery Court, District 1, Judge Denise Owens.

Through the various representations of the nine states listed in the previous paragraph, our firm has recovered over \$1.5 billion for the states. Beasley Allen continues to represent states with complex litigation involving the manufacture and marketing of pharmaceuticals and pharmaceutical devices, including, but not limited to, allegations of unfair and deceptive trade practices, false and fraudulent claims made to the state, false advertising, antitrust, conspiracy, unjust enrichment, and various consumer protection claims.

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF CONNECTICUT**

NED SIMERLEIN, JAMES ECKHOFF,
MARICEL LOPEZ, CRAIG KAISER, JOHN
F. PRENDERGAST, RAYMOND and
ROSARIO ALVAREZ, KAREN EASON,
JENNIFER SOWERS, JENNIFER
FRANKLIN, JORDAN AMRANI, CRYSTAL
GILLESPIE, MELISSA STALKER, DILLEN
STEEBY, PAULA McMILLIN, JOSEPH C.
HARP Jr., and JAMES and MELISSA JUGO
TINNEY, individually and on behalf of
all others similarly situated,

CASE NO. 3:17-CV-01091-VAB

v.

TOYOTA MOTOR CORPORATION,
TOYOTA MOTOR NORTH AMERICA, INC.,
TOYOTA MOTOR SALES, USA, INC.,
TOYOTA MOTOR ENGINEERING &
MANUFACTURING NORTH AMERICA,
INC. and TOYOTA MOTOR
MANUFACTURING, INDIANA, INC.

**DECLARATION OF ADAM J. LEVITT IN SUPPORT OF
PLAINTIFFS' MOTION FOR ATTORNEYS' FEES, EXPENSES,
AND SERVICE AWARDS TO THE CLASS REPRESENTATIVES**

ADAM J. LEVITT, admitted to practice *pro hac vice* in this action, hereby declares under penalty of perjury pursuant to 28 U.S.C. § 1746 as follows:

1. I am a founding partner of the law firm of DiCello Levitt Gutzler LLC ("DiCello Levitt"), where I head the firm's class action and commercial litigation practice groups. I was appointed as one of the Class Counsel to the Settlement Class pursuant to this Court's January 14, 2019 Ruling and Order on Motion for Preliminary Approval. *See* ECF No. 107 at 25-26.

2. I am admitted to practice in the States of Illinois and New York. I have also been admitted to federal courts in the States of California, Colorado, Illinois, Indiana, Michigan, Minnesota, New York, Texas, and Wisconsin, as well as the United States Courts of Appeals for the First, Second, Third, Fourth, Seventh, Eighth, Ninth, and Eleventh Circuits.

3. I respectfully submit this declaration in support of Plaintiffs' Motion for Attorneys' Fees, Expenses, and Service Awards to the Class Representatives. I have personal knowledge of the matters set forth herein and am competent to testify with respect thereto.

4. From the inception of this matter in April 2017 through April 30, 2019, my firm has expended 718.9 hours of work in connection with this litigation. Based upon our customary rates in this type of litigation, the lodestar value of that time is \$597,254.00 based upon current rates.

5. My firm's work on this case was performed on a wholly-contingent basis pursuant to contingency fee contracts with the named Plaintiffs. DiCello Levitt has not received any amounts in connection with this case, either as fee income or expense reimbursement.

6. Shown below is a true and correct summary identifying the attorneys and paralegals who have worked on this litigation, the number of hours, those individuals have worked, their regular hourly billing rates, and their respective lodestar values. We anticipate that additional time and expenses will be incurred for the work that DiCello Levitt will be performing on this matter through the conclusion of the settlement.

7. The hourly rates shown below are the usual and customary lodestar rates charged in Chicago, Illinois, and the national venues in which the firm typically handles cases for each individual doing the type of work performed in this litigation. These rates were not adjusted, notwithstanding the complexity of this litigation, the skill and tenacity of the opposition, the

preclusion of other employment, or any other factors that could be used to justify a higher hourly compensation. Additionally, DLC has been retained on hourly matters at these rates and I have personally been paid retainers based upon these rates.

<i>Name</i>		<i>Hours</i>	<i>Rate</i>	<i>Lodestar</i>
Adam J. Levitt	Partner Licensed: 1993	405.9	\$985/hr	\$399,811.50
John E. Tangren	Partner Licensed: 2003	77.2	\$800/hr	\$61,760.00
Amy E. Keller	Partner Licensed: 2008	0.7	\$750/hr	\$525.00
Daniel R. Ferri	Associate Licensed: 2010	215.1	\$600/hr	\$129,060.00
Mark M. Abramowitz	Associate Licensed: 2011	1.5	\$525/hr	\$787.50
Anne Panikulangara	Paralegal	1.4	\$325/hr	\$455.00
Audree Lebdjiri	Paralegal	11.6	\$300/hr	\$3,480.00
Caitlin Seese	Intake Specialist	5.5	\$250/hr	\$1,375.00
Totals		718.9		\$597,254.00

8. These amounts were derived from contemporaneous daily time records compiled on this matter, which are recorded in our computerized database. The firm requires regular and contemporaneous recording of time records, which occurred in this case.

9. The lodestar summary reflects DiCello Levitt's experience in the field, the complexity of the matters involved in this litigation, and the prevailing rate for providing such services.

10. DLC has advanced a total of \$105,696.97 in expenses reasonably and necessarily incurred in connection with the prosecution of this matter. They are broken down as follows:

<i>Expense Category</i>	<i>Amount</i>
Court and Filing Fees	\$1,155.00

Experts and Consultants	\$68,440.11
Legal Research	\$5,268.10
Postage and Delivery Costs	\$75.54
Teleconference Fees	\$65.00
Travel, Meals, Hotels, and Transportation	\$30,693.22
<i>Totals</i>	\$105,696.97

11. These expenses are reflected in the books and records regularly kept and maintained by my firm.

12. In my opinion, the time expended and incurred in prosecuting this action were reasonably and necessary for the diligent litigation of this matter.

13. As reflected in the attached resume for my firm, I have significant experience in prosecuting a significant number of class action cases on behalf of consumers nationwide. Many of those cases resulted in settlements on behalf of those consumer classes, achieving billions of dollars in recoveries for consumers.

14. Based upon my experience, I believe that the proposed Settlement is fair, adequate, and reasonable based upon—among other things as detailed in our briefs—the risks of continued litigation, strength of Plaintiffs’ claims, and relief achieved on behalf of the individual Class members. In addition to the significant injunctive relief obtained by the attorneys, consumers are also able to claim the amount that they have paid in eligible out-of-pocket expenses related to repair of the power sliding rear doors at issue in this litigation.

15. This case was litigated over the course of nearly two years, involving a significant amount of dismissal motion practice, informal and confirmatory discovery, and expert work.

The proposed Class Representatives fulfilled their duties to the Class by ensuring that the proposed Settlement was fair, adequate, and reasonable, stayed abreast of litigation, and provided documents and information as necessary. Accordingly, I believe that the proposed service awards to each of the proposed Class Representatives are also appropriate.

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

Dated: May 10, 2019

By: /s/ Adam J. Levitt

Adam J. Levitt



DICELLO LEVITT GUTZLER

Chicago

Ten North Dearborn Street
Eleventh Floor
Chicago, Illinois 60602
312.214.7900

Cleveland

Western Reserve Law
Building
7556 Mentor Avenue
Mentor, Ohio 44060
440.953.8888

New York

444 Madison Avenue
Fourth Floor
New York, New York
10022
646.933.1000

St. Louis

9200 Litzsinger Road
St. Louis, Missouri
63144
440.953.8888

DiCello Levitt Gutzler LLC's Experience and Representative Cases

Representing institutional investors, individuals, businesses, and public clients, the firm's attorneys have successfully prosecuted and settled numerous complex cases and class actions, resulting in billions of dollars in recoveries for their clients and other class members. Partners Mark DiCello, Adam Levitt, and Greg Gutzler lead a top-notch team of recognized leaders who share a collective depth of experience and steadfast commitment to justice. Their tireless advocacy on behalf of their clients is well-known, recently leading Mike Bowers, Georgia's former Attorney General, to characterize a settlement obtained by Adam Levitt and Amy Keller on behalf of small business owners against a major credit card processor as a "work of art," and "one of the best pieces of legal work I have ever observed." *Champs Sports Bar & Grill v. Mercury Payment Systems, LLC*, No. 16-cv-00012 (N.D. Ga.).

Based in Chicago, Cleveland, and New York, with a nationwide practice, the firm's attorneys have successfully led—and are presently leading—many large class and multidistrict actions, including against industry titans such as Apple, Intel, General Motors, and Equifax, and representing businesses and investors in arbitrations and litigation in multiple courts.

REPRESENTATIVE MULTI-DISTRICT AND CLASS ACTION CASES

<i>In Re: Marriott International, Inc., Customer Data Security Breach Litigation</i> , No. 8:19-md-02879 (D. Md.)	Data breach affecting nearly 400 million people.	Co-Lead Counsel
<i>T.S. Kao, Inc., et al. v. North American Bancard, LLC, et al.</i> , No. 16-cv-4219 (N.D. Ga.)	Nationwide settlement for \$15 million pending approval for merchants who were overcharged for credit card processing services.	Co-Lead Counsel
<i>In re Intel Corp. CPU Marketing, Sales Practices and Products Liability Litigation</i> , No. 18-md-02828 (D. Or.)	Nationwide class action related to security flaws in Intel-manufactured CPUs.	Plaintiffs' Steering Committee
<i>In re Apple Inc. Device Performance Litigation</i> , No. 18-md-02827 (N.D. Cal.)	International class action concerning device performance throttling.	Plaintiffs' Executive Committee
<i>In re Polaris Marketing, Sales Practices, and Products Liability Litigation</i> , No. 18-cv-0939 (D. Minn.)	Nationwide class action against off-road vehicle manufacturer related to design defects impacting driver safety.	Co-Lead Counsel
<i>In re Equifax, Inc. Customer Data Security Breach Litigation</i> , No. 17-MD-02800 (N.D. Ga.)	Data breach affecting nearly 150 million people.	Co-Lead Counsel
<i>State of New Mexico, ex rel. Hector H. Balderas v. Takata Corporation</i> , No. D-101-CV-2017-00176 (Santa Fe 1st Jud. Dist., N.M.)	Consumer protection lawsuit brought by state attorney general involving defective and dangerous airbags.	Counsel by Special Commission
<i>Champs Sports Bar & Grill v. Mercury Payment Systems, LLC</i> , No. 16-cv-00012 (N.D. Ga.)	Card processing fee class action resulting in nationwide settlement of \$52 million for small businesses.	Co-Lead Counsel
<i>Sloan v. General Motors LLC</i> , No. 16-cv-07244 (N.D. Cal.)	Excessive oil consumption defect class action.	Co-Lead Counsel

<i>State of New Mexico, ex rel. Hector H. Balderas v. Volkswagen Group of America</i> , No. D-101-CV-2016-00131 (Santa Fe 1st Jud. Dist., N.M.)	Consumer protection lawsuit related to corporation's use of defeat device to circumvent state consumer and environmental laws.	Counsel by Special Commission
<i>In re Volkswagen "Clean Diesel" Marketing, Sales Practices and Products Liability Litigation</i> , No. 15-md-2672 (N.D. Cal.)	Vehicle emissions/defeat device class action litigation resulting in over \$16 billion in total settlements for consumers.	Plaintiffs' Steering Committee
<i>In re General Motors LLC Ignition Switch Litigation</i> , No. 14-md-2543 (S.D.N.Y.)	Ignition switch defect class action.	Executive Committee
<i>In re Navistar MaxxForce Litigation</i> , No. 14-cv-10318 (N.D. Ill.)	Nationwide truck emissions control system defect class action.	Co-Lead Counsel
<i>NCUA v. RBS Securities, Inc.</i> , No. 13-cv-6726 (S.D.N.Y.)	Securities litigation related to residential mortgage-backed securities; accepted offer of judgment for \$129.6 million, plus fees	Represented Government Agency
<i>In re Adobe Systems, Inc. Privacy Litigation</i> , No. 13-cv-05226 (N.D. Cal.)	Data breach affecting 38 million customer accounts.	Executive Committee
<i>CMFG Life Ins. Co. v. RBS Sec. Inc.</i> , No. 12-cv-037 (W.D. Wis.)	Securities litigation related to residential mortgage-backed securities; recovery amounts confidential.	Counsel for Large Wisconsin Corporation
<i>Roberts v. Electrolux Home Products, Inc.</i> , No. 12-cv-1644 (C.D. Cal.)	Defective dryer class action resulting in \$35.5 million nationwide settlement.	Co-Lead Counsel
<i>In re Imprelis Herbicide Marketing, Sales Practices and Products Liability Litigation</i> , MDL No. 2284 (E.D. Pa.)	Tree and shrub damage from defective herbicide class action resulting in \$550 million settlement.	Co-Lead Counsel
<i>In re Sony Gaming Networks and Customer Data Security Breach Litigation</i> , No. 11-md-02258 (S.D. Cal.)	Data breach case affecting 77 million accounts.	Co-Lead Counsel
<i>In re Michaels Stores Pin Pad Litigation</i> , No. 11-cv-3350 (N.D. Ill.)	Data breach lawsuit concerning compromised payment information.	Co-Lead Counsel
<i>In re StarLink Corn Products Liability Litigation</i> , No. 01-md-1403 (N.D. Ill.)	Biotechnology class action concerning contamination of U.S. corn supply with unapproved genetically modified trait resulting in \$110 million settlement.	Co-Lead Counsel
<i>In re Genetically Modified Rice Litigation</i> , No. 06-md-1811 (E.D. Mo.)	Biotechnology mass tort concerning contamination of U.S. rice supply resulting in aggregate settlements exceeding \$1.1 billion.	Co-Lead Counsel

<i>In re Porsche Cars Plastic Coolant Tubes Litigation</i> , No. 11-md-2233 (S.D. Ohio)	Nationwide class action involving defective engine coolant tubes resulting in \$45 million settlement.	Co-Lead Counsel
<i>In re: Reebok Easytone Litigation</i> , No. 10-CV-11977 (D. Mass.)	False advertising class action resulting in \$25 million, non-reversionary settlement fund.	Class Counsel
<i>In re Pharmatrak, Inc. Privacy Litigation</i> , No. 00-cv-11672 (D. Mass.)	Internet privacy lawsuit related to collection of personal information without consent.	Co-Lead Counsel
<i>NCUA v. Barclays Capital, Inc.</i> , No. 13-cv-6727 (S.D.N.Y.) & No. 12-cv-1631 (D. Kan.)	Securities litigation related to residential mortgage-backed securities; settled for \$325 million combined.	Represented Government Agency
<i>NCUA v. Wachovia Capital Markets LLC</i> , No. 13-cv-6719 (S.D.N.Y.) & No. 11-2649 (D. Kan.)	Securities litigation related to residential mortgage-backed securities; settled for \$53 million combined.	Represented Government Agency
<i>NCUA v. Morgan Stanley & Co., Inc.</i> , No. 13-cv-6705 (S.D.N.Y.) & No. 13-cv-2418 (D. Kan.)	Securities litigation related to residential mortgage-backed securities; settled for \$225 million combined.	Represented Government Agency
<i>NCUA v. RBS Securities, Inc., et al.</i> , No. 11-cv-2340 (D. Kan.) & No. 11-cv-5887 (C.D. Cal.)	Securities litigation related to residential mortgage-backed securities; settled for \$1.1 billion.	Represented Government Agency
<i>Monsanto Co. v. Syngenta Seeds, Inc.</i> , No. 07-cv-543 (E.D. Mo)	Breach of licensing agreement related to access to Monsanto's newest patented soybean technology; resulted in favorable settlement agreement.	Represented Large Biotechnology Corporation
<i>Gulf Power v. Peabody</i> , No. 06-cv-270 (N.D. Fla.)	Defending breach of coal supply agreement; tried to successful verdict.	Represented Large Energy Company
<i>Monsanto Co. v. Delta & Pine Land Company CA</i> , No. 1970-N (Del. Chancery)	Confidential arbitration re licensing fees and obligations related Monsanto's patented cotton technology.	Represented Large Biotechnology Corporation
<i>Monsanto Co. v. Syngenta Seeds, Inc.</i> , No. 2107CC-01361 (Missouri State Court, St. Louis County)	Licensing dispute related to Monsanto's patented soybean technology; tried to successful verdict; received all remedies sought, including declaratory judgment and injunctive relief.	Represented Large Biotechnology Corporation
<i>Monsanto Co. v. Garst Seed Co.</i> , No. 2104CC-04999 (Missouri State Court – St. Louis County)	Breach of contract case. Won summary judgment.	Represented Large Biotechnology Corporation

<i>In re DoubleClick, Inc. Privacy Litigation</i> , No. 00-cv-0641 (S.D.N.Y.)	Internet privacy class action.	Co-Lead Counsel
<i>Supnick v. Amazon.com, Inc.</i> , No. C00-0221P (W.D. Wash.)	Internet privacy lawsuit related to installation of tracking software.	Co-Lead Counsel
<i>Monsanto Co. v. E.I. du Pont De Nemours & Co.</i> <i>Inc.</i> , No. 00-cv-00952 (E.D. Mo.)	Patent infringement lawsuit; tried to successful \$1 billion verdict, the fourth- largest patent-infringement jury verdict in U.S. history	Represented Large Biotechnology Corporation

DiCello Levitt Gutzler LLC's Experienced Roster of Attorneys

Acknowledged as Super Lawyers and Leading Lawyers by Law Dragon, and AV-Rated by Martindale-Hubbell, the attorneys of DiCello Levitt are recognized as best in their field by prominent legal publications. In addition, the firm's attorneys have been included in the Law Bulletin's 40 Under 40 award, National Trial Lawyers 40 Under 40 list, and the *Best Lawyers in America* publication.

Beyond recognition from legal publications, the firm's attorneys have contributed to the legal community through scholarship and speaking engagements, including as a panelist for the Women's Bar Association of Illinois, testifying before the Illinois Supreme Court Rules Committee on class action practice, and chairing an annual class action litigation conference in Chicago.

Biographies for the firm's attorneys proposed to lead litigation on behalf of the OAG are listed below.



Adam J. Levitt
Partner

EMAIL:

alevitt@dicellolevitt.com

EDUCATION

Northwestern University Law
School, J.D.

Columbia College, Columbia
University, A.B., *magna cum laude*

Adam operates one of the nation's leading commercial litigation practices, having achieved billions in recoveries for his clients.

A founding partner of DiCello Levitt, Adam Levitt is one of the nation's leading advocates for plaintiffs in commercial litigation, class actions, mass torts, and public client cases. He has extensive experience leading multidistrict and other nationwide complex litigation lawsuits, with a substantial focus on deceptive trade practices, financial fraud, sophisticated technology issues, and new approaches to compound legal issues.

A leader in the field of developing novel approaches to damages methodologies, Mr. Levitt has recovered billions of dollars for clients and class members. As co-lead counsel in three of the largest biotechnology class actions in history, he recovered more than \$1.7 billion for class members: *In re Genetically Modified Rice Litig.* (E.D. Mo.) (securing settlements exceeding \$1.1 billion); *In re Imprelis Herbicide, Sales Practice and Products Liability Litig.* (E.D. Pa.) (\$550 million settlement); and *In re StarLink Corn Products Liability Litig.* (N.D. Ill.) (\$110 million settlement). In those cases, Mr. Levitt devised the market loss damages model used in every similar case since *StarLink*. His legal writing related to these novel theories and damages modeling earned Mr. Levitt the Burton Award for Finest Law Firm Writer (2017) and the American Agricultural Law Association's Professional Scholarship Award (2017).

Recognized as a "pioneer" in litigation involving complex technology issues by Judge James Ware, former Chief Judge of the United States District Court for the Northern District of California, Mr. Levitt has served in leadership roles in a variety of multidistrict class action cases related to sophisticated frauds committed through the use of technology. For example, Mr. Levitt was recently appointed to the Plaintiffs' Steering Committee in the nationwide class action against Intel Corp. related to security vulnerabilities in the company's ubiquitous CPUs. *In re: Intel Corp. CPU Marketing, Sales Practices and Products Liability Litigation* (D. Or.).

Mr. Levitt's victories extend to other areas of practice, including in automotive cases, where he served as a member of the Plaintiffs' Steering Committee in *In re Volkswagen "Clean Diesel" Marketing, Sales Practices and Products Liability Litig.* (N.D. Cal.), a case resulting in over \$16 billion in total settlements for consumers. Mr. Levitt has also served in leadership positions in a number of other cases, including *In re Polaris Mktg., Sales Practices, and Prods. Liab. Litig.* (D. Minn.) (Co-Lead Counsel); *In re Navistar Maxxforce Engines, Sales Practices and Products Liability Litig.* (N.D. Ill.) (Co-Lead Counsel); and *In re General Motors LLC Ignition Switch Litig.* (S.D.N.Y.) (Executive Committee).

Nationally recognized as an authority on class action litigation, Mr. Levitt is the President of Class Action Trial Lawyers, an elected member of the American Law Institute and the Economic Club of Chicago and serves on advisory boards for the Duke Law Center for Judicial Studies, the American Constitution Society, and the Institute for Consumer Antitrust Studies. He has testified before the Illinois Supreme Court Rules Committee on class action practice and chairs an annual class action litigation conference in Chicago. Mr. Levitt has an "AV" rating from Martindale-Hubbell and has been named an Illinois Super Lawyer every year since 2012.

Adam J. Levitt,
continued

PRACTICE AREAS

- Antitrust Litigation
- Appellate Litigation
- Commercial Litigation
- Class Action Litigation
- Product Liability Litigation
- Public Client Litigation
- Securities Litigation

HONORS

- Burton Award, Finest Law Firm Writer (2017)
- “AV” rating, Martindale-Hubbell
- Super Lawyer: Class Actions & Mass Torts, Illinois (2012-present)
- 500 Leading Lawyers in the U.S., Lawdragon (2011)
- Litigator of the Week, American Lawyer (2011)

SELECTED WRITINGS AND PRESENTATIONS

Law review articles

- *The Gift That Keeps on Giving: Price Overhang Damages in Commodity Crop Cases*, 51 VAL. U. L. REV. 375 (2017) (co-authored with Russell L. Lamb)
- *Agricultural “Market Touching”: Modernizing Trespass to Chattels in Crop Contamination Cases*, 38 U. HAW. L. REV. 409 (2016) (co-authored with Nicole Negowetti)
- *CAFA and Federalized Ambiguity: The Case for Discretion in the Unpredictable Class Action*, 120 YALE L.J. ONLINE 231 (2011)

Other recent writings

- *March of the Machines – Robotic Vehicles and the Changing Landscape of Motor Vehicle Liability*, TRIAL, Vol. 53, No. 2 (2017)
- *The Volkswagen Emissions Scandal: What’s Next?*, TRIAL, Vol. 52, No. 2 (2016)

Recent notable presentations

- *The Current Role of Class Actions in Complex Litigation, Contemporary Issues in Complex Litigation*, Northwestern Pritzker School of Law (2018)
- *Analysis and Application of the Ninth Circuit’s Briseño v. ConAgra Opinion*, Rapid Response: Analysis of the Ninth Circuit Rejection of Ascertainability Webinar (2017)
- *Criteria for Approving Class Action Settlements*, The Duke Law Center for Judicial Studies – Class Action Settlement Conference (2016)
- *Proving Class-Wide Damages After Comcast in Consumer Products Class Actions*, AAJ Summer Conference (2016)

ADMISSIONS

- United States Supreme Court
- United States Courts of Appeals for the First, Second, Third, Fourth, Seventh, Eighth, Ninth, Eleventh, and Federal Circuits

Adam J. Levitt,
continued

ADMISSIONS,
continued

- United States District Courts for the District of Colorado; Northern, Central, and Southern Districts of Illinois; Northern District of Indiana; Eastern District of Michigan; District of Nebraska; Eastern and Northern Districts of Texas; and the Western District of Wisconsin
- State Courts of Illinois, 1994, and New York, 2013



Mark A. DiCello
Partner

EMAIL:

madicello@dicellolevitt.com

EDUCATION

Cleveland-Marshall College of
Law, J.D.

University of Dayton, B.A.

One of the nation's leading plaintiffs' attorneys, Mark regularly acts as lead and co-lead counsel in major personal injury and mass tort actions, with substantial recoveries for victims of injustice.

Mark DiCello has established a national practice representing victims ranging from individuals suffering catastrophic personal injuries to classes of plaintiffs affected by harmful medical devices, pharmaceutical products, chemicals, and automobiles. In recent years, he has been appointed co-lead counsel in massive multidistrict litigation involving defective pelvic mesh devices and was appointed to a plaintiffs' committee in a products liability litigation over metal hip implants, which ultimately led to over \$12 billion in settlements. Always seeking to improve his craft, he has completed the curriculum of the Trial Lawyers College.

Mr. DiCello holds leadership positions in the Association of Plaintiffs' Interstate Trucking Lawyers of America, as well as The National Trial Lawyers. Mark is frequently asked to speak to gatherings of trial lawyers, and has addressed national organizations on topics ranging from defective medical devices, medical malpractice, environmental catastrophes, and advanced trial skills.

PRACTICE AREAS

- Medical Malpractice
- Products Liability
- Personal Injury
- Mass Tort
- Class Action
- Wrongful Death
- Public Client

SELECTED WRITINGS AND PRESENTATIONS

- "Making the 'Sudden and Unexpected' Medical Emergency Predictable and Foreseeable," 360 Advocacy, Trucking Conference: A New Look at How to Win Trucking Cases, Co-Chair (2017).
- "Views from Leadership: How to Utilize Lead Counsel in a Mass Tort Case," Ohio Association for Justice Summer Conference (2016).
- "Make No Small Plans: Damage Modeling in the Mega Case," 360 Advocacy, Damages Conference: Go Big or Go Home, Co-Chair (2014).

SELECTED MEMBERSHIPS

- The Summit Council
- American Association for Justice, Leaders Forum
- National Trial Lawyers, Executive Committee, Class Action Trial Lawyers Division

Mark A. DiCello,
continued

ADMISSIONS

- United States Supreme Court
- United States Courts of Appeals for the Second, Sixth, Seventh, Eighth, and Ninth Circuits
- United States District Courts for the District of Colorado, Northern, Central, and Southern Districts of Illinois, Eastern District of Missouri, District of Nebraska, District of New Mexico, Southern District of New York, and Northern and Southern Districts of Ohio
- State Courts of Ohio, 1994, New York, 2006, Illinois, 2018, and Pennsylvania, 2019



Greg Gutzler
Partner

EMAIL:

ggutzler@dicellolevitt.com

EDUCATION

University of Michigan Law
School, J.D.

University of California, Berkeley,
B.A.

Greg Gutzler is a well-known and well-respected litigator, having represented both corporate clients and consumers in some of the largest cases in the country.

Mr. Gutzler is an experienced trial lawyer with a track record of results in high-stakes cases, handling all aspects of complex commercial litigation, including securities fraud, antitrust, Lanham Act, whistleblower, ERISA, RICO, patent infringement, breach of contract, unfair competition, and appraisal litigation. Greg has litigated extensively on both the plaintiff and defense side, working at his own boutique firm, as well as one of the nation's most prestigious plaintiffs' firms, and before that, as a partner of an Am Law 100 defense firm. Greg is a trusted advocate, chosen by clients when they need candid, creative, and aggressive approaches to create business solutions and decisive litigation successes.

Greg represents hedge funds, private equity funds, venture capitalists, individuals, companies, and governmental entities in complex lawsuits in federal and state court, and arbitration, across the United States and internationally. Greg currently represents a series of hedge funds and private equity investors in multiple commercial arbitrations in the finance sectors, involving damages in the billions. He also represents class members in an ERISA action against Wells Fargo, and a RICO action against Western Union. He is currently handling multiple FCPA and SEC whistleblower actions. He is also representing terrorism victims in a cutting-edge case under the Anti-Terrorism Act against HSBC for its knowing laundering of billions of dollars of Mexican drug cartel money.

Greg recently litigated over a dozen high-profile securities actions against international investment banks for misrepresentations made to investors in connection with residential mortgage-backed securities, recovering over \$4.5 billion for his client. He was also a member of the trial team that won a \$1 billion jury verdict on behalf of Monsanto in *Monsanto Co. v. E.I. duPont de Nemours & Co.*, the fourth largest patent infringement jury verdict in U.S. history. The verdict was also recognized as the number three verdict in the *National Law Journal's* Top 100 Verdicts of 2012, and was featured as the cover story in the Spring 2013 Am Law Litigation supplement. In addition, Greg was a recipient of the 2013 Missouri Lawyers Award for achieving that year's biggest plaintiffs' verdict. Greg was also trial counsel for a leading biotechnology company in antitrust, patent infringement, breach of contract, and unfair competition trials. He also has extensive experience in the energy and pharmaceuticals sectors.

PRACTICE AREAS

- Commercial Litigation
- Securities Fraud
- Antitrust Litigation
- Whistleblower Litigation
- ERISA Litigation
- RICO Litigation
- Class Actions
- Lanham Act
- Patent Enforcement

Greg Gutzler,
continued

HONORS

- Benchmark Litigation Star (2018)
- Missouri Lawyers Award for Biggest Plaintiffs' Verdict (2013)
- Benchmark Litigation Local Litigation Star (2012)

ADMISSIONS

- State Courts of Missouri, 1997, Illinois, 1998, and New York, 2015



Robert F. DiCello
Partner

EMAIL:

rfdicello@dicellolevitt.com

EDUCATION

Cleveland-Marshall College of
Law, J.D.

Northwestern University, M.A.

University of Dayton, B.A.

A powerful storyteller and trial lawyer, Robert has earned multi-million-dollar recoveries for victims.

Mr. DiCello has extensive experience advocating for clients in mass tort and class action litigation, in addition to maintaining a growing practice focused on curbing police misconduct, government abuse, and catastrophic injury. He represents victims of police abuse around the country, earning jury verdicts of \$22 million in 2016, and \$8.7 million in 2017, for various cases involving police misconduct. A powerful storyteller before juries, he also frequently represents clients before appellate courts.

Working in the largest prosecutor's office in the country out of law school—the Cuyahoga County Prosecutor's Office—Mr. DiCello rose to manage as many as eight prosecutors in four different courts. During that time, he tried more than 40 jury trials, involving major felonies from financial crimes to violent crimes to drug offenses.

He received a master's degree in music from Northwestern University, and his law degree from Cleveland-Marshall College of Law, where he served as Editor-in-Chief of *The Cleveland State Law Review*. In 2014, he attended and completed the curriculum of the Trial Lawyer's College.

HONORS

- *National Law Journal* Trailblazer's Award, 2017
- Super Lawyer (2017-present)

PRACTICE AREAS

- Personal Injury
- Mass Tort
- Class Action
- Wrongful Death
- Public Client

SELECTED WRITINGS AND PRESENTATIONS

- Interviewed for "Qualified Immunity Selection Effects", Schwartz, Joanna, UCLA School of Law, Public Law Research Paper No. 19-03 (2019).
- Interviewed for nationally-recognized Serial Podcast, Season 3, Episode 6 (2018), regarding representation of civil rights client.
- "Demonstrative Visuals in Trial: Are You Doing It Wrong?," Trial Magazine, Vol. __, No. __ (2019).
- "Going on the Offensive Early - New strategies for Opening Statement" 360 Advocacy, Damages Conference (2019)

ADMISSIONS

- United States Supreme Court
- United States Court of Appeals for the Sixth Circuit
- United States District Courts for the Northern District of Ohio and Western District of Pennsylvania
- State Courts of Ohio, 2000



Amy Keller
Partner

EMAIL:

akeller@dicellolevitt.com

EDUCATION

John Marshall Law School, J.D.

University of Michigan, B.A.

Amy Keller has built a national reputation as a zealous consumer advocate, directing litigation strategy in nationwide class action cases.

Amy Keller has experience successfully litigating a variety of complex litigation cases in leadership positions across the United States. As the Firm's Technology Practice Chair, Ms. Keller is the youngest woman serving as co-lead class counsel in two of the largest data breach cases in the country. In the nationwide litigation pending against Equifax related to its 2017 data breach, Ms. Keller represents nearly 150 million class members. *In re Equifax, Inc. Customer Data Security Breach Litig.*, No. 17-md-02800 (N.D. Ga.). In another case, against Marriott, Ms. Keller represents nearly 400 million consumers. *In re Marriott International, Inc., Customer Data Security Breach Litig.*, No. 19-md-02879 (D. Md.). As the recently-appointed Co-Chair of Law and Briefing on the Plaintiffs' Executive Committee in *In re: Apple Inc. Device Performance Litigation* (N.D. Cal.), Ms. Keller employed her technical savviness in directing an effort to craft a nationwide and international consolidated complaint. Ms. Keller's numerous other leadership positions have also required sophistication in not only understanding complex legal theories, but also presenting multifaceted legal strategies to ensure a favorable result to her clients. *See, e.g., Catalano v. BMW of North America, LLC, et al.*, No. 15-cv-04889 (S.D.N.Y.) (interim settlement counsel for nationwide settlement); *Roberts, et al. v. Electrolux Home Prods., Inc.*, No. 12-cv-01644 (C.D. Cal.) (co-lead settlement counsel in nationwide settlement).

Ms. Keller's expertise spans a wide variety of practice areas and topics—including benefit of the bargain analysis and consumer protection. *See Grasso, et al. v. Electrolux Home Prods., Inc.*, No. 16-cv-00911 (M.D. Fla.). Ms. Keller's experience also extends to the development of briefing and strategy at the district and appellate court level concerning ascertainability of class members in consumer class actions, complex personal jurisdiction challenges in multi-state cases, the use of conjoint analysis in determining damages, and the enforceability of arbitration clauses in consumer contracts. *See, e.g., Conagra Brands, Inc. v. Briseño, et al.*, 138 S. Ct. 313 (2017).

As a two-time chair of the Chicago Bar Association Class Action Committee, Ms. Keller gave a number of presentations on topics impacting large-scale consumer class actions, including presentations on emerging legal issues in technology and privacy matters and in consumer cases. Chicago Bar Association Class Action Committee Winter Seminar, Class Actions and the Trump Administration (2017); Women's Bar Association of Illinois, Panel on Emerging Issues in Privacy and Technology Law (2017); Perrin Class Action Litigation Conference, Current Trends in Product Liability Class Action Litigation (2016); Chicago Bar Association, 2015 Annual Spring Seminar on Class Action Litigation (2015).

Ms. Keller is recognized by Illinois Super Lawyers as a "Rising Star," and serves as a board member of Public Justice, a not-for-profit legal advocacy organization. She is a member of the Sedona Conference's Working Group 11, which focuses on litigation issues surrounding technology, privacy, artificial intelligence, and data security. In 2018, Ms. Keller was named as a *National Law Journal* Plaintiff Trailblazer, and a one of the "Top 40 Under 40" trial lawyers in Illinois by National Trial Lawyers.

Amy Keller,
continued

PRACTICE AREAS

- Antitrust Litigation
- Appellate Litigation
- Class Action Litigation
- Commercial Litigation
- Employment Litigation

HONORS

- Super Lawyer: Rising Star, Illinois (2016-2019)
- National Trial Lawyers, Top 40 Under 40 (2018)
- Plaintiff Trailblazer, *National Law Journal* (2018)

SELECTED WRITINGS AND PRESENTATIONS

- *Class Actions and the Trump Administration*, Chicago Bar Association Class Action Committee Winter Seminar (2017)
- *Emerging Issues in Privacy and Technology Law*, Women's Bar Association of Illinois (2017)
- *Current Trends in Product Liability Class Action Litigation*, Perrin Class Action Litigation Conference in Chicago, Illinois (2016)
- *A Funny Thing Happened on the Way to the Forum: When to Choose Federal Over State Court*, American Bar Association Section of Litigation Annual Conference in Chicago, Illinois (2016)
- Chicago Bar Association 2015 Annual Spring Seminar on Class Action Litigation in Chicago, Illinois (2015)
- *Circuit Court Update, ABA Section of Labor and Employment Law*, 6th Annual Section Conference in Coronado, California (2013)
- *Preemptive Collateral Estoppel Blocks Consumer Class Action in Thorogood*, CADS Report, Vol. 21, Winter 2011 (Co-authored by associate Dawn M. Goulet)
- *The Criminal Law Edit, Alignment and Reform Initiative: A Symposium on the New Criminal Code*, 41 J. MARSHALL L. REV. 610-935 (Spring 2008) (as Chair of the Symposium)

ADMISSIONS

- United States Courts of Appeals for the Third, Seventh, Eighth, and Ninth Circuits
- United States District Courts for the Northern District of Florida, Southern District of Florida, Northern District of Illinois, Southern District of Illinois, District of Nebraska, Eastern District of Michigan, Western District of Michigan, District of Maryland
- State Courts of Illinois, 2008, and Michigan, 2010



John E. Tangren
Partner

EMAIL:

jtangren@dlcfirm.com

EDUCATION

University of Chicago Law School,
J.D.

University of Chicago, B.A.

John has gained widespread recognition as an extraordinary attorney with particular success in nationwide consumer and antitrust class actions.

John Tangren maintains a national practice in consumer class action litigation, with vast experience in the field of automotive defect litigation. Mr. Tangren—who has spent the last decade advocating for plaintiffs—is presently leading DiCello Levitt’s efforts in three nationwide class cases: *Sloan v. Gen. Motors LLC* (N.D. Cal.), *In re Polaris Mktg., Sales Practices, and Prods. Liab. Litig.* (D. Minn.), and the current Fourth Circuit appeal in *Belville v. Ford Motor Co.*, where he will argue on behalf of a national team of plaintiffs’ counsel from twenty different firms.

Mr. Tangren always takes a “deep dive” into both the legal and technical aspects of each of his cases. For example, he shined a light on Ford Motor Company’s blatant misrepresentation and abuse of discovery when he led a briefing effort on a motion to suppress plaintiffs’ ability to accurately review Ford’s source code. *Johnson v. Ford Motor Co.* (S.D. W. Va.). The district court granted the motion for relief related to Ford’s discovery misconduct, and Ford was consequently ordered to pay nearly half a million dollars to recompense Plaintiffs’ costs and fees relating to the discovery misconduct.

Mr. Tangren has also successfully represented consumer plaintiffs on the appellate level. He played a significant role in the briefing for two impactful Seventh Circuit decisions in the class action field: *Messner v. Northshore University HealthSystem*, 669 F.3d 802 (7th Cir. 2012), which reversed the district court’s denial of class certification and has been cited in over 400 cases since then for its guidance regarding class certification; and *In re Text Messaging Antitrust Litigation*, 630 F.3d 622 (7th Cir. 2010), which was decided on the briefs in an opinion written by Judge Posner. In both cases, Mr. Tangren crafted successful narratives regarding highly technical facts (in the health care and cellular services contexts) and applied them to complex areas of law (the sufficiency of complaint allegations and class certification showings) in such a way as to demonstrate to the appeals court why the consumer plaintiffs should carry the day.

Among other recognition, he has been named a class action *Super Lawyer* in Illinois for his effective representation of consumer classes in automotive and other cases, was named by the National Trial Lawyers as a “Top 40 Under 40” attorney in 2012, and an Emerging Lawyer by the Law Bulletin Publishing Company. Mr. Tangren is frequently asked to speak on topics relating to class action litigation. He has presented “CAFA: 12 Years Later” at the Chicago Bar Association Class Action Committee Meeting (2017) and a 2018 Strafford CLE Webinar titled “Class Action Litigation: Avoiding Legal Ethics Violations and Malpractice Liability,” as well as presented on electronic discovery and topics relating to car defect cases.

John E. Tangren,
continued

PRACTICE AREAS

- Antitrust Litigation
- Appellate Litigation
- Class Action Litigation
- Product Liability Litigation

HONORS

- Super Lawyer: Class Actions & Mass Torts, Illinois (2017-2018)
- Super Lawyer: Rising Star, Illinois (2011, 2013-2016)
- Emerging Lawyer, *Law Bulletin Publishing Company* (2015-2018)
- National Trial Lawyers, Top 40 Under 40 (2012)

SELECTED WRITINGS AND PRESENTATIONS

- *Class Action Litigation: Avoiding Legal Ethics Violations and Malpractice Liability*, Strafford CLE Webinar (2018)
- *CAFA: 12 Years Later*, Chicago Bar Association Class Action Committee (2017)
- *The Use of Absent Class Member Discovery on Issues of Class Certification*, National Consumer Class Action Litigation & Management Conference (2013)
- *ESI For Beginners*, Seventh Circuit Conference of the National Employment Lawyers Association (2013)
- *Lessons on Motions to Dismiss from Other Car Defect Cases*, HarrisMartin MDL Conference: General Motors Ignition Switch Recall Litigation (2014)

ADMISSIONS

- United States Supreme Court
- United States Courts of Appeals for the Fourth, Seventh, Eighth, and Ninth Circuits
- United States District Courts for the District of Colorado; Northern District of Illinois; and Eastern District of Michigan.
- State Courts of Illinois, 2003



Mark Hamill
Senior Counsel

EMAIL:

mhamill@dicellolevitt.com

EDUCATION

Northwestern University Law
School, J.D., *cum laude*

Washington & Jefferson College,
B.A.

Mark represents plaintiffs in all aspects of direct and class actions in commercial, antitrust, securities and consumer cases.

Mr. Hamill concentrates on commercial, antitrust, securities, and consumer cases, often taking a lead role with expert witnesses in finance, accounting, and economics topics. He also serves as eDiscovery counsel in many of his cases, leveraging his depth of experience in this area as an attorney, and as an eDiscovery project manager serving Fortune 500 and major accounting firm clients in large-scale, high intensity projects.

Prior to joining the firm, Mr. Hamill represented Direct Action Purchaser plaintiffs in antitrust cases, advancing their interests and coordinating with counsel in parallel actions. He also represented shareholders in securities class actions at a securities boutique firm in New York, including a Chinese reverse merger case where his deposition and class certification work were instrumental to achieving a favorable settlement for the class.

Before taking on eDiscovery projects and plaintiff representations, Mr. Hamill practiced law with some of Chicago's most prominent firms, where he served on trial and arbitration hearing teams in antitrust and accounting cases. Mr. Hamill also represented clients in litigations and investigations involving commercial, securities, FCPA, and white-collar matters, including an insurance dispute arising from the Enron fraud and an internal investigation stemming from the Parmalat fraud. Prior to attending law school, Mr. Hamill worked as a CPA and consultant with KPMG and Deloitte, and as a senior internal auditor at Whirlpool Corporation.

Mr. Hamill's volunteer work includes tax preparation for low-income individuals.

PRACTICE AREAS

- Antitrust Litigation
- Appellate Litigation
- Class Action Litigation
- Commercial Litigation
- Securities Litigation

ADMISSIONS

- United States Courts of Appeals for the First and Sixth Circuits
- United States District Courts for the Northern District of Illinois
- State Courts of Illinois, 2001, New York, 2014



Daniel R. Ferri
Associate

EMAIL:

dferri@dicellolevitt.com

EDUCATION

University of Illinois College of Law,
J.D., *magna cum laude*

New York University, B.A., *cum laude*

Daniel litigates consumer class actions, public client cases, and other complex commercial lawsuits.

Mr. Ferri represents clients in a wide array of matters, litigating contract, patent, trade secret, copyright and antitrust disputes in federal and state courts throughout the country. He currently serves as appointed counsel for the State of New Mexico in a variety of matters, enforcing the State's unfair practices act, and also represents individuals in multi-state class actions involving consumer fraud, breach of warranty, and violations of ERISA and RICO.

An experienced litigator in technology issues, Mr. Ferri has represented plaintiffs asserting class claims against Volkswagen arising from the carmaker's "defeat devices" to evade federal and statewide emissions standards. He has also represented inventors and companies in intellectual property disputes throughout the country, acknowledging the importance of a trade secrets to advancing a business's interests and growing. *See, e.g., Research Frontiers Inc. v. E Ink Corp.*, Case No. 13-cv-01231 (D. Del.) and *Cascades Computer Innovation LLC v. RPX Corp.*, No. 12-cv-01143 (N.D. Cal.).

A thoughtful contributor to the bar's ongoing discussion of important legal issues, Mr. Ferri frequently offers legal analysis to fellow practitioners seeking clarity on complex subjects. *2018 Survey of Federal Class Action Law: A Circuit-by-Circuit Analysis*, American Bar Association (2018); *Curing the Ascertainability Fallacy—the Ninth Circuit Strikes Back*, American Association for Justice Class Action Litigation Newsletter (Winter 2017). Mr. Ferri is a volunteer with the Chicago Lawyers Committee for Human Rights.

PRACTICE AREAS

- Class Actions
- Commercial Litigation
- Insurance Litigation
- Intellectual Property
- Public Client Litigation

HONORS

- Super Lawyers, Rising Star (2016-2019)

ADMISSIONS

- United States Court of Appeals for the Federal, Eighth, and Ninth Circuits
- United States District Courts for the Northern District of Illinois, District of Colorado, and Eastern District of Michigan
- State Courts of Illinois, 2017



Adam Prom
Associate

EMAIL:

aprom@dicellolevitt.com

EDUCATION

The University of Texas Law School,
J.D.

Marquette University, B.A.

Adam Prom employs his skills as a young trial attorney to achieve favorable results for his clients.

Beyond his frequent trial work in the Circuit Court of Cook County, Law Division, Adam Prom's practice is focused on representing plaintiffs in complex litigation in federal courts across the United States.

He has been deeply involved in nationwide class actions regarding the use of sophisticated damages modeling in consumer product and vehicle defect lawsuits, where he played a key role in motion practice regarding plaintiffs' expert witnesses, class certification, and summary judgment. *See, e.g., Elward, et al. v. Electrolux Home Products, Inc.* (N.D. Ill.); *Ryseweyk, et al. v. Sears Holdings Corp., et al.* (N.D. Ill.); and *Catalano, et al. v. BMW of North America, et al.* (S.D.N.Y.) (resulted in nationwide settlement). He also represented plaintiffs in an ERISA class action concerning misclassification of insurance agents, which resulted in a jury verdict in favor of the plaintiffs that was confirmed by the Court. *Jammal, et al. v. American Family Ins. Group, et al.* (N.D. Ohio).

Mr. Prom has demonstrated a commitment to serving underrepresented communities, volunteering as a mentor for high school students at the Legal Prep Charter Academy, a free, open-enrollment public high school in the West Garfield Park neighborhood of Chicago.

Prior to joining DiCello Levitt, Mr. Prom served as a judicial extern to a federal judge in the Northern District of Illinois and a federal magistrate judge in the Eastern District of Wisconsin.

PRACTICE AREAS

- Antitrust Litigation
- Class Actions
- Commercial Litigation
- Product Liability Litigation
- Public Client Litigation
- Securities Litigation

HONORS

- Super Lawyers, Rising Star (2019)
- National Order of the Barristers, The University of Texas School of Law
- *Pro Bono Superstar*: Beacon Distinction, The University of Texas School of Law
- Judge Quentin Keith Endowed Presidential Scholarship in Law for Excellence in Advocacy, The University of Texas School of Law

ADMISSIONS

- United States Court of Appeals for the Seventh Circuit
- United States District Courts for the Northern District of Illinois, Eastern and Western Districts of Michigan, and the Eastern and Western Districts of Wisconsin
- State Courts of Illinois, 2014

Additional Members of the Firm

Our attorneys have the ability to successfully try cases across the spectrum of complex commercial litigation, financial fraud and securities litigation, public litigation, class actions, defective drug and device cases, catastrophic injuries, and other areas of law. By bringing together top plaintiffs' attorneys in our Chicago and Cleveland offices, we strive to obtain justice for our clients across the United States and around the world who have experienced significant injuries at the hands of powerful defendants. The firm boasts an impressive roster of additional attorneys.



Kenneth P. Abbarno
Partner

EDUCATION

Cleveland-Marshall College of Law,
J.D.

Canisius College, B.A.

Kenneth has led multiple million-dollar trials involving medical malpractice, products liability, and transportation claims.

Mr. Abbarno's practice includes a wide range of civil litigation including, but not limited to, catastrophic injury cases, transportation industry litigation, toxic torts, products liability, professional liability, employer intentional tort, and other complex litigation. He has tried well over 50 civil lawsuits, and has handled cases in Ohio, Pennsylvania, West Virginia, Virginia, Kentucky, Indiana and New York.

Selected as an Ohio Super Lawyer every year since 2010, Mr. Abbarno is also an Inside Business Leading Lawyer, rated by The Best Lawyers in America, and named Transportation Lawyer of the Year in Cleveland. He has a Superb Avvo rating of 10 out of 10.

Chris Stombaugh
Partner

EDUCATION

Drake University School of Law, J.D.,
with honors

University of Wisconsin, B.A.

Chris uses a multidisciplinary approach to trial advocacy through the use of cognitive neuroscience.

Mr. Stombaugh concentrates his practice in the areas of personal injury, wrongful death, medical negligence and product liability. He has been a consistent thought leader on applying cognitive neuroscience techniques to trial advocacy as a trial lawyer and as a frequent instructor to other trial lawyers for most of his 25-year career.

His expertise has led to several record setting jury verdicts, often seven and eight figures. The Wisconsin native's professional passion is to empower deserving people to have their stories heard and cared about by juries in courtrooms across America.

A member of the Wisconsin Association for Justice since 1997, Mr. Stombaugh served as the organization's President for the 2014 term. He is also a member of the Iowa Association for Justice as well as the American Association for Justice. He has been chosen as a Wisconsin Super Lawyer every year since 2010 and has a 10/10 Avvo Rating. He speaks regularly to state bar and trial lawyer associations nationwide on modern and effective trial advocacy.



Laura Reasons
Senior Counsel

EDUCATION

Chicago-Kent College of Law, J.D.
Order of the Coif

Washington University in St. Louis,
B.A.

Laura has over a decade of experience as a labor and employment attorney in matters ranging from workplace discrimination matters to counseling on compliance and best practices.

Previously representing companies in collective and class action lawsuits under the Fair Labor Standards Act and state wage and hour laws, Ms. Reasons' experience spans multiple industries, including healthcare and hospitality. Now, as a plaintiffs' attorney, Ms. Reasons' experience has given her a unique perspective that translates well into pursuing justice for individual claimants.

Before joining private practice, Ms. Reasons served as a judicial extern to the Honorable George W. Lindberg of the Northern District of Illinois. She also has a history of performing pro bono work and community service. Throughout her career, she has served as a Public Interest Law Initiative (PILI) fellow at Domestic Violence Legal Clinic, having previously served on the organization's young professionals board. She has also represented individuals in immigration cases pro bono, including asylum seekers who were persecuted in their home countries for their sexual orientation and political party affiliation, DACA applicants, and incarcerated individuals.



Mark M. Abramowitz
Associate

EDUCATION

The University of Toledo College of
Law, J.D.

University of Guelph, B.A.

Mark is an emerging leader in national mass tort and technology litigation.

Mark M. Abramowitz has established a national profile in class action and mass tort litigation, having represented plaintiffs in actions involving automotive and Internet technology issues. He has been selected to serve on national discovery review teams and participated in national mediations, resolving hundreds of cases and distributing millions of dollars to clients injured by corporations. *See In re Imprelis Herbicide, Sales Practice and Products Liability Litig.* (E.D. Pa.).

Outside of his own cases, Mr. Abramowitz actively investigates ways to integrate technology into the practice of law. Regularly consulted on cloud-based systems, discovery technology, the Internet of Things, and litigation concerning the storage and security of data, Mr. Abramowitz is developing a reputation as an authority on computing issues. *See Electronics in the Courtroom*, 29th Annual accredited CLE (2016); *How to manage a mass tort inventory*, OAJ Annual Convention (2015); *Professional Conduct – efilng*, 27th Annual CLE Update (2014); *Marketing & Electronic Communications*, 26th Annual Accredited CLE (2013).



Justin J. Hawal
Associate

EDUCATION

Cleveland-Marshall School of Law,
J.D., *cum laude*

St. Louis University, B.A.

Justin fights for individuals who have suffered harm from negligence, defective products, and civil rights abuses.

Mr. Hawal brings a passion for justice to his work on behalf of victims of corporate and government wrongdoing. His work has spanned personal injury, product liability, and civil rights litigation. He has particular experience in cases involving defendants in the pharmaceutical and automotive industries.

During law school, Justin was selected to join *The Cleveland State Law Review* and published a scholarly article on independent tort actions for spoliation of evidence under Ohio law. He was also an active member of the civil litigation clinic, through which he represented an asylum-seeking immigrant from Honduras, among other clients.

Tiffany R. Wunderlin
Associate

EDUCATION

University of South Dakota School of
Law, J.D.

Saint Mary's University of
Minnesota, B.A.

Tiffany is a committed advocate, representing injured individuals in cases across the country.

Since coming to the private sector, Ms. Wunderlin has established a nationwide practice representing victims of injustice. She has developed a wide array of experience representing victims of car collisions, trucking collisions, medical malpractice, dog-bites, excessive force, and premises liability both at the trial court and appellate court level. In addition to representing victims in the courtroom, Ms. Wunderlin has worked extensively in the area of legal focus groups, having planned and coordinated more than 100 focus groups.

Dual licensed in Wisconsin and Iowa, Tiffany began her legal career with Iowa Legal Aid where she represented clients who would have nowhere else to turn in cases involving their basic necessities, fundamental rights, and safety.

Tiffany is a member of the Wisconsin Association for Justice. She is committed to using her passion and knowledge of the law to zealously represent her clients who have suffered injuries as a result of the carelessness of others.



Robert J. DiCello
Of Counsel

EDUCATION

Cleveland-Marshall College of Law,
J.D.

John Carroll University, B.A., *cum
laude*

Robert has been one of the leading personal injury and class action attorneys in the state of Ohio for the last four decades.

A co-founder of one of DiCello Levitt's predecessor firms, Mr. DiCello has amassed more than 45 years of professional experience and an extensive list of seven- and eight-figure recoveries for victims of injustice. He has deep experience in a wide range of class actions, personal injury cases, complex mass torts, and probate matters. Over his long and successful career, he has won multiple appeals before the Ohio Supreme Court.

Robert put himself through Cleveland-Marshall College of Law while working as a safety director at U.S. Steel Corp. While in law school, he was selected to join *The Cleveland-Marshall Law Review*. He began his legal career as an assistant prosecutor in the Lake County Prosecutor's Office and later became President of the Lake County Bar Association. He formed his own firm in 1978, managing it with great success over nearly 40 years until its members founded DiCello Levitt.



Leo J. Clark, M.D.
Of Counsel

EMAIL:

lclark@dicellolevitt.com

EDUCATION

University of Toledo College of Law,
J.D.

George Washington University
School of Medicine, M.D.

An accomplished neurosurgeon in addition to being a lawyer, Dr. Leo Clark lends an invaluable perspective to cases involving brain and spinal injuries.

Dr. Clark maintains active practices as both a medical doctor and lawyer, treating vulnerable individuals with brain and spinal cord injuries in both the hospital and courtroom settings. His experience as a highly-respected neurosurgeon adds a unique and invaluable dimension to his legal representation of those who have suffered catastrophic injuries and paralysis as result of medical malpractice, truck or car accidents, police misconduct, and other misfortune. He also advises and serves as an expert witness for attorneys across the country, who regularly seek his assistance in cases involving brain and spinal injuries.

Leo performed his neurosurgical residency at Yale University, where he later conducted spinal cord research and held a teaching position at the Yale University School of Medicine. He has also taught at the University of Connecticut and New York University. He later chaired the departments of neurosurgery at St. Vincent Mercy Medical Center and St. Luke's Hospital in Toledo, Ohio.

**UNITED STATES DISTRICT COURT
DISTRICT OF CONNECTICUT**

NED SIMERLEIN, JAMES ECKHOFF,
MARICEL LOPEZ, CRAIG KAISER, JOHN
F. PRENDERGAST, RAYMOND and
ROSARIO ALVAREZ, KAREN EASON,
JENNIFER SOWERS, JENNIFER
FRANKLIN, JORDAN AMRANI, CRYSTAL
GILLESPIE, MELISSA STALKER, DILLEN
STEEBY, PAULA McMILLIN, JOSEPH C.
HARP Jr., and JAMES and MELISSA JUGO
TINNEY, individually and on behalf of
all others similarly situated,

CASE NO. 3:17-CV-01091-VAB

v.

TOYOTA MOTOR CORPORATION,
TOYOTA MOTOR NORTH AMERICA, INC.,
TOYOTA MOTOR SALES, USA, INC.,
TOYOTA MOTOR ENGINEERING &
MANUFACTURING NORTH AMERICA,
INC. and TOYOTA MOTOR
MANUFACTURING, INDIANA, INC.

**DECLARATION OF DAVID A. SLOSSBERG IN SUPPORT OF
PLAINTIFFS' MOTION FOR ATTORNEYS' FEES, EXPENSES,
AND SERVICE AWARDS TO THE CLASS REPRESENTATIVES**

I, David A. Slossberg, hereby declare as follows under penalty of perjury pursuant to 28
U.S.C. § 1746:

1. I am a member of the law firm of Hurwitz Sagarin Slossberg & Knuff, LLC
("HSSK"). HSSK has participated primarily as local counsel for Plaintiffs in the above-
captioned action brought on behalf of a class of consumers of Toyota Sienna minivans. I am the
lead attorney for HSSK in this matter.

2. I am admitted to practice in the states of Connecticut, New York and Massachusetts, and the bars of the United States District Court for the District of Connecticut, the Southern District of New York, the Eastern District of New York, the Northern District of New York, and the United States Court of Appeals for the Second Circuit.

3. I respectfully submit this declaration in support of Plaintiffs' Motion for Attorneys' Fees, Expenses, and Service Awards to the Class Representatives. I have personal knowledge of the matters set forth herein and am competent to testify with respect thereto.

4. From June 29, 2017 through April 30, 2019, my firm has expended 188.2 hours of work in connection with this litigation. The lodestar value of that time is \$97,460.00 based upon current customary rates.

5. My firm's work on this case was performed on a wholly-contingent basis. HSSK has not received any amounts in connection with this case, either as attorneys' fees or expense reimbursement.

6. Shown below is a true and correct summary identifying the attorneys and legal staff who have worked on this litigation, the number of hours those individuals have worked, their regular hourly billing rates at current rates, and their respective lodestar values. We anticipate that additional time and expenses will be incurred for the work HSSK will be performing on this matter through the conclusion of the settlement and this litigation.

7. The hourly rates shown below are the firm's usual and customary lodestar rates charged in Connecticut and the national venues in which the firm typically handles cases for each individual doing the type of work performed in this litigation. These rates were not adjusted, notwithstanding the complexity of this litigation, the skill and tenacity of the

opposition, the preclusion of other employment, or any other factors that could be used to justify a higher hourly compensation.

<i>NAME</i>		<i>HOURS</i>	<i>RATE</i>	<i>LODESTAR</i>
David A. Slossberg	(P)	82.5	\$575.00	\$47,437.50
David L. Belt	(P)	40.8	\$550.00	\$22,440.00
Jeffrey P. Nichols	(A)	64.9	\$425.00	\$27,582
TOTAL:		188.2		\$97,460.00
(P) Partner		123.3		\$69,877.50
(A) Associate		64.9		\$27,582

8. These amounts were derived from contemporaneous daily time records compiled on this matter, which are recorded in our computerized database. The firm requires regular and contemporaneous recording of time records, which occurred in this case.

9. The lodestar summary reflects HSSK's experience in the field, the complexity of the matters involved in this litigation, and the prevailing rate for providing such services.

10. My firm has advanced a total of \$3281.06 in expenses reasonably and necessarily incurred in connection with the prosecution of this matter. They are broken down as follows:

DESCRIPTION	TOTAL EXPENSES
Travel/Meals/Carfare	\$21.85
Internal Reproduction/Copies	\$137.20
Computer Research	\$2,054.01
Pacer - Electronic Records	\$68.00

Filing Fees	\$1000.00
TOTAL LITIGATION EXPENSES	\$3,281.06

11. These expenses are reflected in the contemporaneous books and records regularly kept and maintained by my firm.

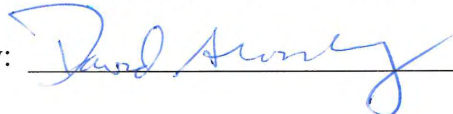
12. In my opinion, the time expended and incurred in prosecuting this action was reasonable and necessary for the diligent litigation of this matter.

13. As reflected in the attached resume for my firm, I have more than twenty-five years of experience in prosecuting a significant number of class action cases on behalf of consumers nationwide. Many of those cases resulted in settlements on behalf of those consumer classes, achieving substantial recoveries for consumers. My colleague David Belt likewise has lengthy experience in consumer and class action matters and is a co-author of *Connecticut Unfair Trade Practices, Business Torts and Antitrust*, Vol. 12 of the Connecticut Practice Series. My colleague Jeffrey Nichols and I are also contributing editors of the CUTPA Treatise.

14. Based upon my experience, I believe that the proposed Settlement is fair, adequate, and reasonable based upon – among other things, as detailed in our briefs – the risks of continued litigation, strength of Plaintiffs’ claims, and relief achieved on behalf of the individual Class members. In addition to the significant injunctive relief obtained by the attorneys, consumers are also able to claim the amount that they have paid in eligible out-of-pocket expenses related to repair of the covered parts of the power sliding doors at issue in this litigation.

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

Dated: May 10, 2019

By:  _____

HURWITZ SAGARIN SLOSSBERG & KNUFF LLC

147 NORTH BROAD STREET, MILFORD, CT 06460
TEL. 203-877-8000 FAX. 203-878-9800
WWW.HSSKLAW.COM

For more than twenty-five years, Hurwitz, Sagarin, Slossberg & Knuff, LLC (“HSSK”) has served as both lead and local/liaison counsel in numerous class action cases in State and Federal Courts, including both consumer and securities cases. A representative list of the firm’s current and past class cases is attached hereto. Coordination with other firms in these cases has been efficient and effective resulting in significant benefits to class members. The attorneys primarily responsible for this matter are Attorneys David A. Slossberg, David L. Belt, and Jeffrey P. Nichols. Attorneys Slossberg and Belt both served on the Connecticut Judicial Department special committee that recommended and drafted the proposed changes in the Connecticut class action rules. Attorney Belt is a co-author of *Connecticut Unfair Trade Practices, Business Torts and Antitrust*, Vol. 12 of the Connecticut Practice Series, to which Attorneys Slossberg and Nichols are contributing editors.

EXHIBIT A

Simerlein v. Toyota Motor Corporation, et al., 3:17-cv-01091 (VAB)

O'Donnell v. AXA Equitable Life Insurance Company, CV15-6039557-S

Peterman v. Anthem, Inc., et al., 3:15-cv-00250 (VAB)

In Re: Morgan Stanley Smith Barney LLC Wage And Hour Litigation, 2:11-cv-03121 (WJM-SCM), MDL No. 2280.

Joseph Chalverus v. Stephen Bershad, et al. (Axsys Technologies), CV-09-4044848S

Jeffrey Austen, et al. v. Catterton Partners, V, LP, et al., 3:09-cv-1257 (MRK)
Courtney Jarrell v. Abbott Laboratories, (X02) CV-09-4018799S

First New York Securities, LLC, et al. v. United Rentals, Inc., 3:08-cv-00115 (VLB)

In Re Hartford Fin. Svc. Group, Inc., 3:08-cv-1708 (PCD)

A&R Body Specialty, et al. v. Progressive Casualty Insurance Company, et al., 3:07-cv-929 (WWE)

Kuzinski, et al. v. Schering Plough Corporation, 3:07-cv-233 (JBA)

Ruggeri v. Boehringer Ingelheim Corp., 3:06-cv-1985 (JBA)

In Re Allianz Dresdner Mutual Funds Fee Litigation, 3:04-cv-00280 (CFD)

In Re Star Gas Securities Litigation, 3:04-cv-1766 (JBA)

In Re Publication Paper Antitrust Litigation, 3:04-md-1631 (SRU)

Artie's Auto Body, et al. v. Hartford Fire Insurance, (X08) CV-03-0196141S

In Re SBC Communications Antitrust Litigation, 3:02-CV-1801 (DJS)

Josephine Agrella, et al. v. Ford Motor Company, (X01)-CV-02-0184712S

Carlson, et al v. Xerox Corporation, et al, 3:00cv1621 (AWT)

In Re Mercator Software, Inc. Securities Litigation, 3:00-cv-01610 (GLG)

In Re: Priceline.com Securities Litigation, 3:00-cv-1884 (AVC)

In Re PE Corporation Securities Litigation, 3:00-cv-705 (CFD)

In Re Bridgestone/Firestone, Inc., ATX, ATX II and Wilderness Tires

Products Liability Litigation, Master File No. IP-00-9373-C-B/S
MDL No. 1373

In Re Xerox Securities Litigation, 3:99-cv-2374 (AWT)

Information Management Associates, Inc. Securities Litigation, 3:99-cv-2302 (PCD)

In Re Fine Host Securities Litigation, 3:97-cv-2619 (JCH)

David Leventhal v. Leonard Tow, et al (“Citizens Utilities Company”), 3:97-cv-1642 (DJS)

In Re Aetna Securities Litigation, 3:97-cv-2492 (AHN)

In Re EIS International Inc. Securities Litigation, 3:97-cv-01194 (RNC)

Bruce Payne v. Micro Warehouse, et al, 3:96-cv-1920 (DJS)

Ellen Petrilli v. William Gow, et al and USGI Holdings, Inc., 3:95-cv-01657 (PCD)

In Re Caldor's Securities Litigation, 3:95-cv-2564 (PCD)

Freedman v. Value Health, 3:95cv2038 (JBA)

Hosea v. Managers Funds, 3:94-cv-1650 (JBA)

Germano v. Cognitronics, 3:93-cv-539 (DFM)

William G. Flanigan v. General Electrical, et al. 3:93-cv-516 (JBA)

Maureen Rose v. Joan Cooney, et al, 5:92-cv-208 (TFGD)

In Re United States Surgical Corporation Securities Litigation, 3:92-cv-374 (AHN)

Gateway Financial Corporation Securities Litigation, 2:90-cv-164 (TFGD)

Edward Prostic, et al. v. Xerox Corporation, B90-113 (EBB)

Leonard I. Schreiber v. Society for Savings Bancorp, H90-48 (DJS)

Gedalia Steinfink, et al v. Pitney Bowes, Inc., 5:90-cv-349(JAC)

In Re Northeast Bancorp. Securities Litigation, 3:90-cv-024 (RNC)

In Re Oxford Health Plans, Inc. Securities Litigation, MDL No. 122 (CLB)

Noble v. Baum and Citytrust Bancorp, CV 89-0265920S

Cohn v. Lone Star Industries, Inc., 2:89-cv-617 (JAC)

Hwang v. Smith Corona Corporation, 2:89-cv-450(TFGD)

In Re Prudential Bache Securities Litigation, B88-100-1 (JAC)

In Re Ames Department Stores, Inc. - Debenture Litigation, H87-697 (AHN)

Iomega Litigation, B86-257 (JAC)

In Re Savin Corporation Securities Litigation, B85-617 (RCZ)

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF CONNECTICUT**

NED SIMERLEIN, JAMES ECKHOFF,
MARICEL LOPEZ, CRAIG KAISER, JOHN
F. PRENDERGAST, RAYMOND and
ROSARIO ALVAREZ, KAREN EASON,
JENNIFER SOWERS, JENNIFER
FRANKLIN, JORDAN AMRANI, CRYSTAL
GILLESPIE, MELISSA STALKER, DILLEN
STEEBY, PAULA McMILLIN, JOSEPH C.
HARP Jr., and JAMES and MELISSA JUGO
TINNEY, individually and on behalf of
all others similarly situated,

CASE NO. 3:17-CV-01091-VAB

v.

TOYOTA MOTOR CORPORATION,
TOYOTA MOTOR NORTH AMERICA, INC.,
TOYOTA MOTOR SALES, USA, INC.,
TOYOTA MOTOR ENGINEERING &
MANUFACTURING NORTH AMERICA,
INC. and TOYOTA MOTOR
MANUFACTURING, INDIANA, INC.

**DECLARATION OF DAVID J. CUTSHAW IN SUPPORT OF
PLAINTIFFS' MOTION FOR ATTORNEYS' FEES, EXPENSES,
AND SERVICE AWARDS TO THE CLASS REPRESENTATIVES**

I, David J. Cutshaw, an attorney admitted in the Northern and Southern Districts of Indiana, hereby declare under penalty for perjury, pursuant to 28 U.S.C. § 1746 as follows:

1. I am a partner of the law firm of Cohen and Malad, LLP ("C&M"), and have been appointed class counsel in several cases in the past. I am counsel for plaintiff Class Representative Mr. Craig Kaiser in this litigation.

2. I am admitted to practice in the Northern and Southern Districts of Indiana and before the Supreme Court of the State of Indiana.

3. I respectfully submit this declaration in support of Plaintiffs' Motion for Attorneys' Fees, Expenses, and Service Awards to the Class Representatives. I have personal knowledge of the matters set forth herein and am competent to testify with respect thereto.

4. From July 21, 2017 through April 30, 2019, my firm has expended 36.50 hours of work in connection with this litigation. Based upon our customary rates in this type of litigation, the lodestar value of that time is \$18,644.50 based upon current rates.

5. My firm's work on this case was performed on a wholly-contingent basis pursuant to a contingency fee contract with Mr. Kaiser. C&M has not received any amounts in connection with this case, either as attorneys' fees or expense reimbursement.

6. Shown below is a true and correct summary identifying the attorneys and legal staff who have worked on this litigation, the number of hours those individuals have worked, their regular hourly billing rates at current rates, and their respective lodestar values. We anticipate that additional time and expenses may be incurred for the work C&M will be performing on this matter through the conclusion of the settlement and this litigation.

7. The hourly rates shown below are the usual and customary lodestar rates charged in Indianapolis, Indiana, and the national venues in which the firm typically handles cases for each individual doing the type of work performed in this litigation. These rates were not adjusted, notwithstanding the complexity of this litigation, the skill and tenacity of the opposition, the preclusion of other employment, or any other factors that could be used to justify a higher hourly compensation. Additionally, I have personally earned fees based upon these rates.

<i>NAME</i>		<i>HOURS</i>	<i>RATE</i>	<i>LODESTAR</i>
David J. Cutshaw	(P)	10.5	675.00	\$7,087.50
Kelly J. Johnson	(P)	9.10	575.00	\$5,232.50
Vess A. Miller	(P)	9.10	575.00	\$5,232.50
Elizabeth A. Hyde	(PL)	7.8	140.00	\$1,092.00
TOTAL:		36.5		\$18,644.50
(P) Partner		28.7		\$17,552.50
(A) Associate		0.0		\$0.00
(F) Financial Analyst (P) Paralegal		7.8		\$1,092.00

8. These amounts were derived from contemporaneous daily time records compiled on this matter, which are recorded in our computerized database. The firm requires regular and contemporaneous recording of time records, which occurred in this case.

9. The lodestar summary reflects C&M's experience in the field, the complexity of the matters involved in this litigation, and the prevailing rate for providing such services.

10. My firm has advanced a total of \$0.00 in expenses in connection with the prosecution of this matter.

11. In my opinion, the time expended and incurred in prosecuting this action were reasonable and necessary for the diligent litigation of this matter.

12. As reflected in the attached resume for my firm, we have significant experience in prosecuting a significant number of class action cases on behalf of consumers nationwide. Many of those cases resulted in settlements on behalf of Holocaust survivors and consumer classes, achieving billions of dollars in recoveries.

13. Based upon my experience, I believe that the proposed Settlement is fair, adequate, and reasonable based upon—among other things as detailed in our briefs—the risks of continued litigation, strength of Plaintiffs’ claims, and relief achieved on behalf of the individual Class members. In addition to the significant injunctive relief obtained by the attorneys, consumers are also able to claim the amount that they have paid in eligible out-of-pocket expenses related to repair of the covered parts of the power sliding doors at issue in this litigation.

14. This case was litigated over the course of nearly two years, involving a significant amount of dismissal motion practice, informal and confirmatory discovery, and expert work. The Class Representatives, including Mr. Kaiser, fulfilled their duties to the Class by ensuring that the proposed Settlement was fair, adequate, and reasonable, stayed abreast of litigation, and provided documents and information as necessary. Accordingly, I believe that the proposed service awards to Mr. Kaiser as well the other Class Representatives are also appropriate.

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

Dated: 5-8-19

By: _____

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Directory

Introduction	2
Antitrust Cases	3
Securities Fraud Cases.....	3
Consumer Protection Cases.....	4
Human Rights Cases	10
Health Care/Insurance Cases	10
Other Class Action Cases.....	11
Attorney Biographies	13

Introduction

Cohen & Malad, LLP is a litigation firm founded in 1968 in part by former Indiana Attorney General John J. Dillon, former U.S. Attorney for the Southern District of Indiana Virginia Dill McCarty, and Louis F. Cohen. Our staff of over 20 highly skilled attorneys serves clients across multiple practice areas including: class action, mass torts and individual personal injuries, business litigation, family law, appellate law, and commercial, real estate, and business services.

Cohen & Malad, LLP enjoys an excellent reputation as one of Indiana's leading class action law firms. Over the last 25 years, the firm has served as class counsel in numerous local, statewide, nationwide, and international class actions.

The firm has successfully litigated and resolved a wide range of class action matters, serving on the executive committee in the historic litigation brought against Swiss banks on behalf of Holocaust survivors, *In re Holocaust Victim Assets Litigation*, as well as in recent antitrust actions involving the ready mixed concrete industry in Indiana and in Iowa, *In re Ready-Mixed Concrete Antitrust Litigation*, and *In re Iowa Ready-Mix Concrete Antitrust Litigation*. The firm also has extensive experience with class action litigation against Indiana state agencies, *Raab v. R. Scott Waddell, in his official capacity as Commissioner of The Indiana Bureau of Motor Vehicles et al.*, and *Moss v. Mary Beth Bonaventura, in her official capacity as Director of the Department of Child Services et al.*

Cohen & Malad, LLP possesses extensive resources, in part through its established relationships with many of the country's leading class action law firms, to vigorously prosecute class action cases of any scale.

Antitrust Cases

- *In re Bromine Antitrust Litigation*, U.S. District Court, Southern District of Indiana.
Liaison Counsel for the class in price-fixing issue. Settlement valued at \$9.175 million.
- *In re Ready-Mixed Concrete Antitrust Litigation*, U.S. District Court, Southern District of Indiana.
Co-Lead Counsel in a consolidated class action alleging a price-fixing conspiracy among all of the major Ready-Mixed Concrete suppliers in the Indianapolis area. The total settlements provided for a recovery of \$59 million, which allowed for a net distribution to class members of approximately 100% of their actual damages.
- *In re Iowa Ready-Mix Concrete Antitrust Litigation*, U.S. District Court, District of Iowa.
Co-lead counsel in class action alleging a price-fixing conspiracy among major suppliers of Ready-Mixed Concrete in northwest Iowa and the surrounding states. Settlement totaled \$18.5 million, which allowed for a net distribution to class members of approximately 100% of their actual damages.

Securities Fraud Cases

- *Grant et al. v. Arthur Andersen et al.*, Maricopa County Arizona, Superior Court.
Lead counsel in class action arising from the collapse of the Baptist Foundation of Arizona, involving losses of approximately \$560,000,000.00. Settlement achieved for \$237 million.
- *In re: Brightpoint Securities Litigation*, U.S. District Court, Southern District of Indiana.
Class Counsel in securities fraud action that resulted in a \$5.25 million settlement for shareholders.
- *City of Austin Police Retirement System v. ITT Educational Services, Inc., et al.*, U.S. District Court, Southern District of Indiana.
Co-lead counsel in action alleging misrepresentations by defendant and certain principals concerning enrollment and graduate placement, and a failure to disclose multiple federal investigations into defendant's operations and records.

- ***Beeson and Gregory v. PBC et al.***, U.S. District Court, Southern District of Indiana.
Class Counsel in a nationwide class action with ancillary proceedings in the District of Connecticut, and the Southern District of Florida. Multi-million dollar settlement that returned 100% of losses to investors.
- ***In re: Prudential Energy Income Securities Litigation***, U.S. District Court, Eastern District of Louisiana.
Counsel for objectors opposing a \$37 million class action settlement. Objection successfully led to an improved \$120 million settlement for 130,000 class members.
- ***In re: PSI Merger Shareholder Litigation***, U.S. District Court, Southern District of Indiana.
Obtained an injunction to require proper disclosure to shareholders in merger of Public Service Indiana Energy, Inc. and Cincinnati Gas & Electric.
- ***Dudley v. Ski World, Inc.***, U.S. District Court, Southern District of Indiana.
Class counsel for over 5,000 investors in Ski World stock. Multi-million dollar settlement.
- ***Stein v. Marshall***, U.S. District Court, District of Arizona.
Class Counsel Committee member in action involving the initial public offering of Residential Resources, Inc. Nationwide settlement achieved on behalf of investors.
- ***Dominijanni v. Omni Capital Group, Ltd. et al.***, U.S. District Court, Southern District of Florida.
Co-lead counsel in securities fraud class action. Nationwide settlement on behalf of investors.

Consumer Protection Cases

- ***Raab v. R. Scott Waddell, in his official capacity as Commissioner of The Indiana Bureau of Motor Vehicles et al.***, and ***Raab v. Kent W. Abernathy, in his official capacity as Commissioner of The Indiana Bureau of Motor Vehicles et al.***, Marion County Indiana, Superior Court,
Actions on behalf of Indiana drivers who had been systematically overcharged by the Indiana Bureau of Motor Vehicles for driver's licenses, registrations, and other fees. Achieved a combined total \$90 million

recovery providing either credits or refund checks to over 4 million drivers in amounts that equaled the agreed overcharge amounts.

- ***Moss v. Mary Beth Bonaventura, in her official capacity as Director of The Indiana Department of Child Services, et al.***, LaPorte County Indiana, Superior Court.
Action on behalf of Indiana families that adopted special needs children from out of DCS foster care and who were denied an adoption subsidy payment. Achieved settlement over \$15 million providing checks to benefit over 1,880 special needs children, with the average settlement check near \$5,000 and a substantial number exceeding \$10,000.
- ***Edwards v. Geneva-Roth Capital, Inc.***, Marion County Indiana, Circuit Court.
Action on behalf of victims of an online payday lender that charged interest rates often exceeding 1000% APR. Achieved settlement over \$1 million providing checks for over 6,000 individuals, with the average settlement check near \$200 and a substantial number exceeding \$1,000.
- ***Plummer v. Nicor Energy Services Company***, U.S. District Court, Southern District of Indiana.
Lead counsel in multistate class action on behalf of utility customers for deceptive charges on utility bills. Resolved for \$12 million cash settlement.
- ***Price v. BP Products North America Inc.***, U.S. District Court, Northern District of Illinois.
Action on behalf of motorists that purchased contaminated gasoline recalled by BP. Achieved settlement of \$7 million.
- ***Landes v. Eads***, Marion County Indiana, Circuit Court.
Settlement on behalf of class of over 1,000 elderly individuals who were sold inappropriate estate planning documents by non-lawyers.
- ***Fritzinger v. Angie's List, Inc.***, U.S. District Court, Southern District of Indiana.
Nationwide settlement on behalf of class of Angie's List subscribers whose memberships were auto-renewed at higher prices.
- ***Swift et al. v. DirectBuy et al.***, U.S. District Court, Northern District of Indiana.

Nationwide settlement providing for cash payments to purchasers of membership clubs.

- ***Selburg v. Virtuoso Sourcing Group, LLC***, U.S. District Court, Southern District of Indiana.
Action on behalf of individuals that received a debt collection letter that violated the Fair Debt Collections Practices Act. Achieved settlement that provided settlement checks for class members.
- ***Wilmoth et al. v. Celadon Trucking Services***, Marion County Indiana, Superior Court.
Appointed class counsel and obtained judgment, which was upheld on appeal, for \$3.8 million plus prejudgment interest in favor of nationwide class of long distance drivers who had compensation improperly withheld by Celadon for fuel purchases from Pilot Flying J.
- ***Sam v. Elizabeth L. White, in her capacity as Clerk of the Marion Circuit Court***, Marion County Indiana, Superior Court.
Action involving overcharges for administrative fees on bonds managed by the Clerk's office. Achieved settlement providing refunds of up to \$1,000 for individual class members
- ***Means v. River Valley Financial Bank, et al.***, Marion County Indiana, Superior Court.
Action involving prepaid burial goods and services in Madison, Indiana. Cemetery owners and banks who served as the trustees for the prepaid burial funds violated the Indiana Pre-Need Act and other legal duties, which resulted in insufficient funds to provide class members' burial goods and services at death. Settlements valued at \$4 million were achieved to ensure that thousands of class members' final wishes will be honored.
- ***Meadows v. Sandpoint Capital, LLC***, and ***Edwards v. Apex 1 Processing, Inc.***, Marion County Indiana, Circuit Court.
Class actions brought against internet-based payday lenders. Settlements provided reimbursement for fees and expenses that exceeded amounts permitted by the Indiana payday loan act.
- ***King v. Amacor***, Madison County Indiana, Circuit Court.

Class counsel on behalf of thousands of residents who were forced to evacuate their homes as a result of a magnesium fire that broke out in 2005 at the AMACOR magnesium recycling plant, the world's largest magnesium recycling facility. Settlement achieved to provide environmental remediation clean-up of the debris and direct cash payment to residents who were forced to evacuate their homes on the night of the fire.

- ***Colon v. Trinity Homes, LLC and Beazer Homes Investment Corp,*** Hamilton County Indiana, Superior Court.
Class counsel in statewide settlement providing for remediation of mold and moisture problems in over 2,000 homes. Settlement valued at over \$30 million.
- ***Whiteman v. Time Warner Entertainment Company, L.P.,*** Marion County, Indiana, Superior Court.
Successfully appealed to the Indiana Supreme Court challenging the application of the voluntary payment doctrine for class of cable subscribers. Following this victory, Cohen & Malad, LLP negotiated a multi-million dollar settlement for class members.
- ***Hecht v. Comcast of Indianapolis,*** Marion County Indiana, Circuit Court.
Represented a class of Comcast cable subscribers challenging arbitrarily-determined late fees as unlawful liquidated damages. Obtained a multi-million dollar settlement on the eve of trial.
- ***General Repair Servs. of Central Ind., Inc. v. Soff-Cut Int'l, Inc.,*** Marion County Indiana, Superior Court.
Served as class counsel for a nationwide class under the federal Telephone Consumer Protection Act (TCPA), 47 U.S.C. § 227. Following certification, the parties entered into nationwide settlement providing class members with benefits worth over \$1.5 million.
- ***Turner v. Louisiana Pacific Corporation and C.P. Morgan Communities, LP,*** Hamilton County, Indiana Superior Court.
Appointed Lead Counsel in state-wide class action challenging defective exterior siding products. After class certification, parties reached settlement that provided for cash payments to homeowners based on amount of siding and damage to homes.
- ***Littell et al. v. Tele-Communications, Inc. (AT&T) et al.,*** Morgan County,

Indiana, Superior Court.

Lead counsel in nationwide class action challenging late fee charges imposed by cable television companies. The total value of the nationwide settlement exceeded \$106 million.

- ***Bridgestone/Firestone, Inc., ATX, ATX II and Wilderness Tires Products Liability Litigation***, U.S. District Court, Southern District of Indiana. Court-appointed Liaison Counsel and Executive Committee Member in consolidated litigation involving international distribution of defective tires.
- ***Tuck v. Whirlpool et al.***, Marion County, Indiana, Circuit Court. Appointed Class Counsel in nationwide class action regarding defective microwave hoods. Settlement achieved in excess of \$7 million.
- ***Hackbarth et al. v. Carnival Cruise Lines***, Circuit Court of Dade County, Florida. Class Counsel in nationwide action challenging cruise lines' billing practices. Settlement valued at approximately \$20 million.
- ***Sherwood v. Coca-Cola Bottling***, Marion County, Indiana, Superior Court. Class Counsel in contaminated product class action. Settlement achieved on behalf of the class.
- ***David Campbell v. Macey & Chern***, U.S. District Court, Southern District of Indiana. Class Counsel in action challenging improper billing and collection of attorneys' fees from Chapter 7 bankruptcy debtors. Common fund settlement provided for refunds in the hundreds of dollars to individual bankruptcy debtors.
- ***Wittry v. Merrill Lynch Credit Corp.***, Case No. 49D05-0304-PL-000716, Marion County, Indiana, Superior Court. Counsel for class in action challenging documentation fees charged in connection with mortgages closed in Indiana. Settlement achieved through direct payments to class members.
- ***Kamala M. Thomason v. Aman Collection Services, Inc.***, U.S. District Court, Northern District of Indiana. Class Counsel in a case involving the Fair Debt Collection Practices Act, 15 U.S.C. § 1692 *et seq.* Monetary settlement along with an injunction against illegal practice, and *cy pres* award to Legal Services Organization of

Indiana.

- ***Baker v. Hubler Ford Center, Inc. d/b/a Hubler Ford Lincoln Mercury***, Shelby County, Indiana, Circuit Court.
Appointed Class Counsel in case alleging forgery, fraud, constructive fraud and Consumer Protection Act violations by car dealership in connection with the sale and lease of automobiles. Settlement provided each class member with \$5,000 to \$8,000 in benefits.
- ***Kenro, Inc. v. APO Health, Inc.***, Marion County Indiana, Superior Court.
Appointed Class Counsel in case alleging violations of the Federal Telephone Consumer Protection Act (TCPA), 47 U.S.C. § 227. Settlement negotiated to create a common fund of \$4.5 million and provide benefits to class members of up to \$500 for each unsolicited fax advertisement received.
- ***James H. Young v. Core Funding Group, LLC***, Marion County Indiana, Superior Court.
Appointed Class Counsel in case alleging violations of the Federal Telephone Consumer Protection Act (TCPA), 47 U.S.C. § 227. Successfully defended class certification and \$250,000 judgment on appeal.
- ***Shilesh Chaturvedi v. JTH Tax, Inc. d/b/a Liberty Tax Service***, Court of Common Pleas, Allegheny County, Pennsylvania.
Class Counsel in case involving Federal Telephone Consumer Protection Act (TCPA), 47 U.S.C. § 227. Settlement valued at \$45 million.
- ***Kenro, Inc. and Gold Seal Termite and Pest Control Company v. PrimeTV, LLC, and DirecTV, Inc.***, Marion County Indiana, Superior Court.
Class Counsel in case involving the federal Telephone Consumer Protection Act (TCPA), 47 U.S.C. § 227. Following certification, the parties entered into nationwide settlement providing class members with benefits worth in excess of \$500 million.
- ***JRA Corporation, d/b/a A & A Tire & Service v. Yellow Page Publishers, Inc. d/b/a Smart Pages***, Marion County Indiana, Superior Court.
Appointed Class Counsel under Ind. Trial Rule 23(B)(1) and (B)(2) in action alleging breach of contract, unjust enrichment and fraud for defendant's failure to fully distribute "yellow page" directories.

Human Rights Cases

- ***In re Holocaust Victim Assets Litigation***, U.S. District Court, Eastern District of New York.
Selected as one of ten firms from the U.S. to serve on the Executive Committee in the prosecution of a world-wide class action against three major Swiss banks to recover assets from the Nazi era. This litigation resulted in a \$1.25 billion settlement in favor of Holocaust survivors.
- ***Kor v. Bayer AG***, U.S. District Court, Southern District of Indiana.
Action against an international pharmaceutical company for participating in medical experiments on concentration camp inmates during World War II. This action was resolved as part of a \$5 billion settlement negotiated under the auspices of the governments of the U.S. and Germany and led to the creation of the *Foundation for Remembrance, Responsibility and the Future*.
- ***Vogel v. Degussa AG***, U.S. District Court, District of New Jersey.
Action against a German industrial enterprise for enslaving concentration camp inmates during World War II for commercial benefit. This action also was resolved in connection with the settlement which created the *Foundation for Remembrance, Responsibility and the Future*.
- Cohen & Malad, LLP also actively participated in other cases litigated in federal and state courts in New Jersey, New York and California involving, *inter alia*, slave and forced labor, and claims against major German corporations and financial institutions based upon their wrongdoing during the Nazi era, which were resolved through the *Foundation*.

Health Care / Insurance Cases

- ***In re Indiana Construction Industry Trust***, Marion County, Indiana, Circuit Court.
Lead Counsel in action against an insolvent health benefits provider from Indiana and surrounding states. Recovered approximately \$24 million for enrollees, providing nearly 100% recovery to victims.
- ***Coleman v. Sentry Insurance a Mutual Company***, United States District Court, Southern District of Illinois.

Class Counsel on behalf of 6,847 policy holders in 11 states against insurer for breaching refund feature of auto insurance policies, which resulted in recovery of \$5,718,825.

- ***Davis v. National Foundation Life Insurance Co.***, Jay County, Indiana, Circuit Court.
Class Counsel in action involving insureds who were denied health insurance benefits as a result of National Foundations' inclusion and enforcement of pre-existing condition exclusionary riders in violation of Indiana law. Settlement provided over 85% recovery of the wrongfully denied benefits.
- ***Griffin v. Indiana Comprehensive Health Insurance Assn.***, Marion County, Indiana, Superior Court.
Class Counsel in action that obtained a rollback on artificially inflated health insurance premiums for high-risk consumers.
- ***Lawson v. American Community Mutual Insurance Co.***, U.S. District Court, Southern District of Indiana.
Class counsel in action challenging denial of claims for diabetes-related health care service and supplies. Settlement achieved on behalf of the class.
- ***James C. Sell et al. v. CIGNA Corp. et al.***, U.S. District Court, District of Arizona.
Co-lead counsel in action challenging non-disclosure of discounts on healthcare charges which forced insureds to pay excessive co-payments. Settlement achieved on behalf of the class.
- ***Woolbert v. Sandoz Pharmaceuticals, Inc.***
Class Counsel in action alleging defendant unlawfully tied prescription drug issuance to a costly and unnecessary blood test. Settlement in conjunction with action brought by attorneys general.
- ***Follett v. Freedom Life Insurance Company***, Vigo County, Indiana, Superior Court.
Statewide class action challenging denial of health insurance benefits based on pre-existing exclusions. Settlement provided for over 85% recovery of the wrongfully denied benefits.

Other Class Action Cases

- ***Econo-Med Pharmacy, Inc. v. Roche Diagnostics Corp. et al.***, U.S. District Court, Southern District of Indiana.
Class Counsel in Telephone Consumer Protection Act case alleging medical device company sent unsolicited junk faxes to 60,000 U.S. pharmacies. Settlement for \$17,000,000.
- ***Warren v. Town of Speedway et al.***, U.S. District Court, Southern District of Indiana.
Achieved settlement for cash payments to taxi operators who had their licenses improperly seized by Town of Speedway employees on Indianapolis 500 race day.
- ***Roquil, Inc. v. The Indiana State Lottery Commission et al.***, U.S. District Court, Southern District of Indiana.
Class Counsel in a case where the State Lottery Commission was permanently enjoined from arranging secret, one-sided lottery game incentives. Action resulted in amendment of the Commission's administrative rules.
- ***Stephens v. American Cyanamid Company***, Parke County, Indiana, Circuit Court.
Lead Counsel in multi-state class action involving thousands of farmers who suffered losses as a result of a herbicide. Case settled following Indiana Court of Appeals decision upholding class certification.
- ***In re: The Chubb Corporation Drought Litigation***, U.S. District Court, Southern District of Ohio.
Liaison counsel on behalf of thousands of farmers throughout the Midwest. Settlement of over \$40 million.
- ***Beacon Development, Inc. v. City of Indianapolis***, Marion County Superior Court.
Class Counsel in action on behalf of local developers who were wrongly charged for the installation of sewer facilities. Settlement allowed the class to recover 100% of damages.

Attorney Biographies

IRWIN B. LEVIN (Managing Partner), born Indianapolis, Indiana, September 19, 1953; admitted to bar, 1978, Indiana. **Education:** Indiana University—Purdue University at Indianapolis (B.A., 1974); Indiana University (J.D., 1978). Marion County Circuit Court Commissioner, 1978. Judge Pro Tempore, Marion County Circuit Court, 1979. Chairman, Indiana Continuing Legal Education Forum, Class Action Seminar, 1995. Recipient, Hoosier Freedom Award; 2002 Recipient, Distinguished Alumni Award, Indiana University School of Law. **Member:** Indianapolis, Indiana State, Federal and Seventh Circuit Bar Associations; Indiana Trial Lawyers Association (Member, Securities Litigation Committee); The Association of Trial Lawyers of America; Public Investors Arbitration Bar Association. **Reported Cases:** *In re: Ready-Mixed Concrete Antitrust Litigation*, 261 F.R.D. 154 (S.D. Ind. 2009); *In re: Iowa Ready-Mix Concrete Antitrust Litigation*, No. C 10-4038-WMB, 2011 WL 5547159 (N.D. Iowa Nov. 9, 2011); *Time Warner Entertainment Co., LP v. Whiteman*, 802 N.E.2d 886 (Ind. 2004); *Core Funding Group, LLC v. Young*, 792 N.E. 2d, (Ind.App., 2003); *Associated Medical Networks, Ltd. v. Lewis*, 785 N.E. 2d 230, (Ind.App., 2003); *In re: Holocaust Victim Assets Litigation*, 105 F.Supp. 2d 139 (E.D.N.Y. 2000); *In re: Bridgestone/Firestone, Inc.*, 128 F.Supp. 2d 1198; *Shelton v. Wick*, 715 N.E.2d 890 (Ind. App.1999); *American Cyanamid v. Stephen*, 623 N.E.2d 1065 (Ind. App. 1993); *Burger-Fischer v. DeGussa Ag.*, 65 F. Supp. 2d 248 (D.N.J. 1999); *Stransky v. Cummins Engine Co., Inc.* (Fed. Sec. L. Rep., P.98.668), 51 F 1329, 63 USLW 2656 (C.A.7 1995); *Gregory v. Home Insurance Co.*, 876

F.2d 602, *Rico Bus. Disp. Guide* 7 (C.A.7 1989); *In re: Austrian, German Holocaust Litigation*, 2001 WL 521 464 (C.A.2 N.Y., 2001); *In re: Nazi Era Cases Against German Defendants Litigation*, 198 F.R.D. 429 (D.N.J. 2000); *Winter v. Assicurazioni*, 2000 WL 1858482 (S.D.N.Y. 2000). **Practice Areas:** Class Action Litigation; Commercial Litigation; Securities Litigation; Insurance Law; Personal Injury Litigation; International Law.

A graduate of Indiana University School of Law, Irwin has practiced law with Cohen & Malad, LLP (and predecessor firms) in Indianapolis, Indiana for the past 35 years. While his practice is concentrated in the areas of commercial litigation, class actions, and complex litigation, Irwin was one of the lead counsel in the Indianapolis Ramada Inn/U.S. Air Force crash and the Greenwood air crash disaster, among other prominent cases. He has been counsel in class actions involving securities fraud, insurance and consumer protection throughout the United States. In addition, among other cases, Mr. Levin also served on the Executive Committee in the Bridgestone/Firestone Products Liability litigation; Plaintiffs' Steering Committee for *In re Prempro Products Liability Litigation*; Executive Committee for *In re Guidant Corp. Implantable Defibrillators Products Liability Litigation*; Leadership in national coordinated counsel in Pain Pump Litigation; Co-Lead counsel representing nearly 300 injured patients in a mass tort involving medical malpractice against former Indiana physician, Mark Weinberger; Co-lead Counsel *In re Ready-Mixed Concrete Antitrust Litigation*, No. 1:05-cv-979-SEB-JMS (S.D. Ind.); Co-lead Counsel *In re Iowa Ready-Mix Concrete Antitrust*

Litigation, No. C10-4038-WMB (N.D. Iowa); Lead Counsel for a class action against the Indiana Residual Malpractice Insurance Authority: *Ley v. Robertson*, No. 49D07-1203-PL-009386 (Marion County (Ind.) Superior Court); Co-lead Counsel in a class action against BP involving tainted gasoline: *Price v. BP Products North America, Inc.*, No. 1:12-cv-06799 (N.D. Ill.); Lead Counsel in a class action against the Indiana Bureau of Motor Vehicles: *Raab v. Waddell*, No. 49D12-1303-PL-008769 (Marion Superior Court No. 12).

In 1996, Irwin became active in the first class action case to be filed against Swiss Banks in the U.S. He and other lawyers from Cohen & Malad, LLP took a hands-on role in both the factual investigation of archived materials stored in the United States National Archives as well as the legal work before the Court. In 1997, the Swiss Bank litigation was consolidated before a United States District Court Judge, who appointed an Executive Committee composed of 10 lawyers from around the United States to manage the litigation. Irwin was one of those ten lawyers. As a member of the Executive Committee, he continued to play a significant role in the litigation, researching many of the unusual legal issues presented by this unique litigation and preparing briefs submitted to the Court. Irwin also played a significant role in the lengthy negotiations that culminated in \$1.25 billion settlement. Through his expertise in class action litigation, and the settlement of such complex cases, he also has been able to provide valuable insights into the unprecedented task of notifying Holocaust survivors around the world of this historic settlement.

Irwin was active in numerous other Holocaust-related cases against German

banks and corporations that stole the assets and labor of Holocaust victims. Cases against German banks seek to recover the assets of Holocaust victims that were confiscated under the Nazis; cases pending against leading German industrial enterprises -- many of which are household names today -- seek to recover the value of the slave labor which those companies extracted from the bodies of concentration camp inmates.

DAVID J. CUTSHAW, born South Bend, Indiana, August 20, 1956; admitted to bar, 1982, Indiana and U.S. District Court, Southern and Northern Districts of Indiana; U.S. Court of Appeals, Seventh Circuit. **Education:** University of Indianapolis (B.A., 1978); Indiana University (J.D., 1982). Phi Delta Phi. Consultant/Contributing Author: Indiana Civil Trial Guide, Mathew Bender, July 1, 1992. **Member:** Indianapolis and Indiana State Bar Associations; Seventh Circuit Bar Association; Indiana Trial Lawyers Association. **Reported Cases:** *Stransky v. Cummins Engine Co., Inc.*, 51 F3d 1329 (7th Cir. 1995); *Dudley v. Ski World*, Par. 94,383 84 Fed.Sec.L.Rep. (CCH S.D. Ind. 1989); *Gregory v. Home Ins. Co.*, 876 F.2d. 602 (7th Cir. 1989); *Morey v. Bravo Productions, Inc.*, Par. 93,554 Fed.Sec.L.Rep. (cch) (S.D.N.Y. 1987); *Collins v. Covenant Mutual Ins. Co.*, 644 N.E. 2d 116 (Ind. 1994); *American Cyanamid Co. v. Stephen*, 623 N.E. 2d 1065 (Ind. App. 1993); *Boydston v. Chrysler Credit Corp.*, 511 N.E. 2d 318 (Ind. App. 1987); *Kiracofe v. Reid Memorial Hospital*, 461 N.E.2d 1134 (Ind. App. 1984). **Practice Areas:** Medical Malpractice; Personal Injury Law; Class Action Litigation; Securities Litigation; Aircraft Litigation.

Mr. Cutshaw has acted as co-class counsel in several federal and state securities fraud actions including *Beeson v. PBC*, *Dudley v. Ski World*, *Szapkowski v. Sterling Foster*, and *Stransky v. Cummins Engine Co.*, 51 F.3d 1329 (7th Cir. 1995). He has also been involved as class counsel or a executive committee member in class actions in other areas of the law. He has acted as plaintiff's counsel in other complex litigation such as the A-7 Ramada Inn crash, and he served as Plaintiff's Liaison Counsel in *In re: Greenwood Air Crash*, a mid-air aircraft collision. Since 1982, he has also practiced medical malpractice litigation, primarily defense.

RICHARD E. SHEVITZ, Class Action Practice Group Chairman, born Indianapolis, Indiana, April 29, 1960; admitted to bar, 1985, Indiana and U.S. District Court, Northern and Southern Districts of Indiana; 1988, U.S. Supreme Court. **Education:** Indiana University (B.A., with honors, 1982); Ohio State University (J.D., 1985). Managing Editor, Ohio State University Journal of Alternative Dispute Resolution, 1984-1985. Law Clerk to Honorable Frank J. Otte, U.S. Bankruptcy Court, 1986-1987. **Member:** Indianapolis Bar Association. **Practice Areas:** Class Action Litigation; Securities Litigation; Healthcare; Insurance Coverage; Consumer Law. Richard Shevitz graduated with honors from Indiana University in 1982, and earned his law degree from Ohio State University in 1985, where he served as Managing Editor of the Ohio State Journal of Alternative Dispute Resolution. In 2017, Richard obtained a recovery of approximately \$5 million in favor of a class of truck drivers who had been overcharged for fuel purchases, in a class action that he handled at the trial court level and argued on

appeal. *Celadon Trucking Services, Inc. v. Charles Wilmoth and Kent Vassey, on behalf of themselves and all others similarly situated*, 70 N.E.3d 833 (Ind.Ct. App.). That same year, he negotiated a class action settlement which provided for \$60 million in refunds and credits to Indiana motorists who had been overcharged for license and registration fees by the state Bureau of Motor Vehicles, after a judgment was obtained in favor of the class at trial. In 2017, Richard also obtained a nationwide recovery of excessive fees that had been overcharged to beneficiaries of a trust headquartered in Indiana. In 2016, Richard obtained a \$5.7 million recovery in a class action against an insurance company for breaching a refund provision in 6,847 automobile insurance policies, which resulted in cash payments averaging over \$550 to the policyholders.

In 2014, he played an instrumental role in pursuing a class action on behalf of Indiana families who had been denied state-owned subsidies for their adoption of special needs children from the state's foster care system, which was resolved through a cash settlement of more than \$15 million. In 2013, he negotiated a class action settlement that provided for a refund of \$30 million to Indiana motorists who had been overcharged for driver's licenses. During this time period, he also obtained class action recoveries for borrowers who had been victimized by predatory lenders in violation of Indiana's payday loan statutes, as well as for elderly Hoosiers who were sold improper estate plans by a trust-mill. In 2010, Richard negotiated a class action settlement that provided for over \$10 million to be paid into cemetery trust funds for the benefit of thousands of pre-need cemetery customers in Indiana whose prepayments for burial services and merchandise had been looted from cemetery trusts. That year, he was also involved in a \$60 million recovery for

Indiana purchasers of ready-mixed concrete in an antitrust action that was resolved after years of litigation.

In 2006, Richard served as trial counsel in a case against outside professionals for an insolvent health benefits trust that resulted in a jury verdict of \$17.9 million on behalf of 8200 Hoosiers who were left with unpaid claims for health care treatment. In 2008, the Indiana Court of Appeals upheld the verdict in all respects, and the matter was settled with the defendants' insurer later that year for \$16.5 million which, when combined with earlier settlements, produced a recovery for the victims of almost 90 cents on the dollar. In 2005, he obtained a class action settlement that provided for payments to hundreds of residents of Anderson, Indiana who were forced to evacuate their homes in response to an explosion at a local magnesium processing plant. The prior year, Richard negotiated a class action settlement valued at over \$40 million which provided for the remediation of moisture and mold problems in thousands of homes in central Indiana which had been improperly constructed by a national builder. Earlier in his career, he played an active role in the historic class action litigation bringing Holocaust-era claims against Swiss banks, which was resolved for \$1.25 billion, as well as the prosecution of Holocaust-related claims against leading German industrial enterprises, which were resolved through a \$5 billion fund.

Prior to joining Cohen & Malad, LLP, Richard served as Deputy Attorney General in the Office of the Indiana Attorney General, where he represented the Indiana Securities Division, the Indiana Department of Insurance, and other government agencies both at trial and on appeal, and presented oral arguments before the U.S. Court of Appeals for the Seventh Circuit, the Indiana

Supreme Court and the Indiana Court of Appeals.

From 1987 to 1990, Richard served as Assistant Director of the Legal Affairs Department of the Anti-Defamation League, where he litigated First Amendment cases and civil rights actions. In 1988, he represented one of the plaintiffs before the U.S. Supreme Court in *American Civil Liberties Union et al v. County of Allegheny*, 492 U.S. 573 (1989). In 1990, he served as co-counsel with Morris Dees of the Southern Poverty Law Center in bringing a wrongful death action against white supremacists who murdered an Ethiopian immigrant in Portland, Oregon, that resulted in a \$12 million jury verdict.

LYNN A. TOOPS, born Teutopolis, Illinois, December 3, 1980; admitted to bar 2006, Indiana. **Education:** Illinois State University (B.S., *summa cum laude*, Entrepreneurship and Small Business Management, 2003); Indiana University School of Law, Indianapolis (J.D., *summa cum laude*, 2006); Student Note Editor, *Indiana International and Comparative Law Review*; Order of the Barristers, Staton Intramural Moot Court Competition. **Member:** Indiana, Indianapolis and American Bar Associations. **Practice Areas:** Class Action Litigation; Complex Litigation; Consumer Protection; Healthcare.

AREND J. ABEL, born Muncie, Indiana June 17, 1960, admitted to the bar, 1986, Indiana; U.S. District Court for the Northern and Southern Districts of Indiana, 1986; U.S. Court of Appeals for the Seventh Circuit, 1987; U.S. Court of Appeals for the Ninth Circuit, 1990; U.S. Court of Appeals for the Sixth Circuit, 1991; United States Supreme Court, 1993; U.S. District Court for the Central District of Illinois, 1997. **Education:**

Ball State University (B.A., Telecommunications, *magna cum laude* 1982); Indiana University School of Law, Bloomington, IN (J.D., *summa cum laude*, 1986). **Memberships:** Indianapolis Bar Association; Indiana State Bar Association; American Bar Association; Indiana Trial Lawyers Association; American Association for Justice. **Practice Areas:** Class Action Litigation; Governmental and Business Litigation; Appeals; Administrative Law.

Arend has practiced in a variety of law firm and governmental settings since his admission to the bar in 1986. He began his career as a law clerk to U.S. Senior Circuit Judge Jesse Eschbach. Following that experience, he worked for five years conducting complex business litigation for one of the state's largest firms.

In 1993, he joined the senior staff of former Indiana attorney general Pamela Carter as special counsel, with responsibility for the State's Supreme Court practice. In that role, he successfully briefed and argued two cases on the merits before the U.S. Supreme Court and numerous cases before the State Supreme and Appellate Courts.

He returned to the private sector in 1996, and since then, has focused on representing businesses, individuals and governmental entities in complex litigation and appeals. His practice includes working with the firm's class action group on appeals and on briefing complex legal issues at the trial court level.

SCOTT D. GILCHRIST, born Indianapolis, Indiana, October 6, 1966; admitted to bar, 1992, Indiana; 1996, Colorado. **Education:** Indiana University (B.A., Journalism, Political Science, 1989); Indiana University School of Law, Bloomington, IN (J.D., *cum*

laude, 1992). Member, Indiana Law Journal, 1990-92. **Memberships:** Indianapolis Bar Association; Indiana State Bar Association; American Bar Association (Litigation Section, 1995—); Association of Trial Lawyers of America. **Practice Areas:** Class Action Litigation; Consumer Protection Litigation; Complex Litigation; Antitrust; Securities Fraud.

Mr. Gilchrist brings a diverse civil and criminal litigation background to his current practice, comprised largely of class actions and complex litigation. Mr. Gilchrist regularly represents individual, corporate and municipal clients in state and federal trial and appellate courts. He has served as counsel in several class actions involving antitrust, consumer protection issues, banking practices, property tax allocation, landowner rights, debtor's rights, securities fraud, telecommunications charges, and product defects. His practice includes actions pending in Indiana and around the country.

Mr. Gilchrist is one of the principal attorneys responsible for prosecuting a class action antitrust case against multiple suppliers of ready-mixed concrete in the Indianapolis area, in which Cohen & Malad, LLP, is Co-Lead Counsel. In recent years he was one of the firm's attorneys responsible for securing a multi-million dollar nationwide settlement with Tele-Communications, Inc. for unlawful consumer charges, as well as similar settlements with Comcast and Time Warner/Brighthouse cable companies on behalf of consumers in central Indiana. Since 1998, he has performed a central role in the litigation of fiber optic trespass class actions in jurisdictions throughout the country, participated in settlement

negotiations and related proceedings, and continues to perform services related to the administration and final approval of a nationwide, multi-defendant settlement on behalf of landowners. Mr. Gilchrist was also active in the prosecution of a consolidated multi-jurisdiction action against AT&T and Sprint Communications to recover hundreds of millions of dollars in alleged unlawful charges imposed as “universal service fees.” That case was certified as a national class action on behalf hundreds of thousands of business customers of AT&T and Sprint, resulting in a multi-million dollar settlement with Sprint and a jury trial against AT&T.

Mr. Gilchrist has represented the City of Indianapolis and the Marion County Sheriff’s Department in a proposed class action on behalf of municipalities throughout Indiana against Ford Motor Company to remedy an alleged dangerous defect in the fuel system of Crown Victoria Police Interceptors. He was one of the firm’s attorneys responsible for prosecuting an action to recover tens of millions of dollars in investor funds from Union Planters Bank that were alleged to have been wrongfully accepted for deposit. The funds, usually comprising the life savings or retirement accounts of Indiana citizens, were deposited into a slush fund at the center of a massive “Ponzi” scheme. Mr. Gilchrist obtained a class settlement on behalf of customers of a central Indiana car dealership who were the victims of forgery, recovering payments of several thousand dollars for each class member. He was also responsible for prosecuting a proposed class action on behalf of hundreds of businesses against a major commercial real estate developer for the alleged fraudulent collection of property taxes that were never

paid to any taxing authority. In addition, Mr. Gilchrist has been active in the litigation of several class actions under the Telephone Consumer Protection Act, and regularly assists in the firm’s representation of plaintiffs and plaintiff classes in consumer fraud, antitrust and securities fraud cases.

VESS A. MILLER, born Garrett, Indiana, July 3, 1981; admitted to bar 2006, Indiana; 2011 California. **Education:** Indiana University (B.S., Computer Science, 2003); Indiana University School of Law, Bloomington (J.D., *cum laude*, 2006), Articles Editor, *Indiana Law Journal*. **Member:** Indiana, Indianapolis and American Bar Associations. **Practice Areas:** Class Action Litigation; Complex Litigation; Consumer Protection; Healthcare; Antitrust; Securities Fraud.

GABRIEL A. HAWKINS, born Litchfield, Illinois, August 25, 1975; admitted to the bar 2002, Indiana; U.S. District Court for the Southern District of Indiana, 2006; U.S. Court of Appeals for the Seventh Circuit, 2006; U.S. District Court for the Northern District of Indiana, 2007; U.S. District Court for the Central District of Illinois, 2011. **Education:** Southern Illinois University (B.A. *cum laude* History, 1998); University of Illinois (M.A. History, 2000); Indiana University Maurer School of Law (J.D. *cum laude*, 2002). **Member:** Indiana Bar Association. **Practice Areas:** Class Action Litigation; Business Litigation; Mass Torts; Securities Fraud; Real Estate Disputes

Gabriel began his legal career as a law clerk for the Honorable Paul Mathias of the Indiana Court of Appeals between 2003 and 2005. During his tenure with the Court, Gabriel assisted in drafting numerous appellate opinions and assisted the Court

with countless oral arguments. After leaving the Court, Gabriel was an associate with Price Waicukauski & Riley, LLC. During this time, Gabriel served as chief brief writer in the well-publicized class action of *In re 2005 U.S. Grand Prix* as well as in the multi-million dollar contract dispute of *ViaStar Energy LLC v. Motorola, Inc*

LISA M. LA FORNARA, admitted to bar 2018, Indiana. **Education:** Canisius College (B.A., *summa cum laude*, Political Science, History, 2015); Indiana University School of Law, Bloomington (J.D., *cum laude*, 2018), Managing Editor, *Indiana Journal of Global Legal Studies*, Associate, *Indiana Journal of Constitutional Design*, Order of the Barristers. **Member:** Indiana and Indianapolis Bar Associations. **Practice Areas:** Class Action Litigation; Complex Litigation; Consumer Protection; Healthcare.

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF CONNECTICUT**

NED SIMERLEIN, JAMES ECKHOFF,
MARICEL LOPEZ, CRAIG KAISER, JOHN
F. PRENDERGAST, RAYMOND and
ROSARIO ALVAREZ, KAREN EASON,
JENNIFER SOWERS, JENNIFER
FRANKLIN, JORDAN AMRANI, CRYSTAL
GILLESPIE, MELISSA STALKER, DILLEN
STEEBY, PAULA McMILLIN, JOSEPH C.
HARP Jr., and JAMES and MELISSA JUGO
TINNEY, individually and on behalf of
all others similarly situated,

CASE NO. 3:17-CV-01091-VAB

v.

TOYOTA MOTOR CORPORATION,
TOYOTA MOTOR NORTH AMERICA,
INC., TOYOTA MOTOR SALES, USA, INC.,
TOYOTA MOTOR ENGINEERING &
MANUFACTURING NORTH AMERICA,
INC. and TOYOTA MOTOR
MANUFACTURING, INDIANA, INC.

**DECLARATION OF ELBERT F. NASIS IN SUPPORT OF
PLAINTIFFS' MOTION FOR ATTORNEYS' FEES
AND SERVICE AWARDS TO THE CLASS REPRESENTATIVES**

I, Elbert F. Nasis, hereby declares under penalty of perjury pursuant to 28 U.S.C. § 1746 as follows:

1. I am a partner of the law firm of Forchelli Deegan Terrana LLP, a member of the firm's Litigation and Employment and Labor practice groups. I am counsel for Class Representative plaintiffs, James Eckhoff ("Mr. Eckhoff") and Maricel Lopez ("Mrs. Lopez") in the above-captioned litigation.

2. I have been admitted to practice and in the state courts of New York since 1996; state courts of New Jersey since 1995; the United States District Court for the Eastern District of New York since 1996;

the United States District Court for the District of New Jersey since 2000; the United States District Court for the Southern District of New York since 2001; and the United States District Court for the Western District of New York since 2004. I have received honorable mention within the last several years as follows: New York Area's Top Rated Lawyers by New York Magazine in 2013; Top Rated Lawyers of 2014 as seen in *Newsday Long Island* and *The Wall Street Journal*; Top Rated Lawyers in New York, Highest in Ethical Standards and Professional Excellence, The Legal Network, in 2016; *Long Island Business News* Who's Who in Intellectual Property and Labor Law, 2017; and *Long Island Business News*, Leadership in Law, 2018.

3. I respectfully submit this declaration in support of Plaintiffs' Motion for Attorneys' Fees, Expenses, and Service Awards to the Class Representatives. I have personal knowledge of the matters set forth herein and am competent to testify with respect thereto.

4. From July 25, 2017 through April 30, 2019, my firm has expended 70.9 hours of work in connection with the above-captioned litigation. Based upon our customary rates in this type of litigation, the total lodestar value of that time is \$33,323.00.

5. My firm's work on this case was performed on a wholly-contingent basis pursuant to a contingency fee contract with Mr. Eckhoff and Mrs. Lopez. My firm of Forchelli Deegan Terrana LLP has not received any amounts in connection with this case, either as attorneys' fees or expense reimbursement.

6. Shown below is a true and correct summary identifying the hours I worked on this litigation, my current, regular hourly billing rate, and the respective lodestar values. I anticipate that additional time and expenses will be incurred for the work Forchelli Deegan Terrana LLP will be performing on this matter through the conclusion of the settlement and this litigation.

7. The hourly rates shown below are the usual and customary lodestar rates charged in Uniondale, New York, and the national venues in which the firm typically handles cases for each individual doing the type of work performed in this litigation. These rates were not adjusted, notwithstanding the complexity of this litigation, the skill and tenacity of the opposition, the preclusion of other employment, or any other factors that could be used to justify a higher hourly compensation. Additionally, my firm has

been retained on hourly matters at these rates and I have personally been paid retainers based upon these rates.

<i>NAME</i>		<i>HOURS</i>	<i>RATE</i>	<i>LODESTAR</i>
Elbert F. Nasis	(P)	70.90	\$470.00	\$33,323.00
TOTAL:				\$33,323.00
(P) Partner				

8. The above amount was derived from contemporaneous daily time records compiled on this matter, which are recorded in our computerized databases. The firm requires regular and contemporaneous recording of time records, which occurred in this case.

9. The lodestar summary reflects Forchelli Deegan Terrana LLP's experience in the field, the complexity of the matters involved in this litigation, and the prevailing rate for providing such services.

10. My firm has not charged for any expenses in connection with the prosecution of this matter. In my opinion, the time expended and incurred in prosecuting this action were reasonable and necessary for the diligent litigation and representation of the interests of Mr. Eckhoff and Mrs. Lopez and the class of this matter.

11. As reflected in the attached resume for my firm, Forchelli Deegan Terrana LLP, I have significant experience in prosecuting and defending complex litigations in state and federal courts as well as prosecuting class action cases on behalf of consumers nationwide, which resulted in settlements on behalf of those consumer classes, achieving substantial recoveries for consumers.

12. Based upon my experience, I believe that the proposed Settlement is fair, adequate, and reasonable based upon -- among other things as detailed in our briefs -- the risks of continued litigation, strength of Plaintiffs' claims, and relief achieved on behalf of the individual Class members. In addition to the significant injunctive relief obtained by the attorneys, consumers are also able to claim the amount that

they have paid in eligible out-of-pocket expenses related to repair of the covered parts of the power sliding doors at issue in this litigation.

13. This case was litigated over the course of nearly two years, involving a significant amount of dismissal motion practice, informal and confirmatory discovery, and expert work. The Class Representatives, including Mr. Eckhoff and Mrs. Lopez, fulfilled their duties to the Class by: ensuring that the proposed Settlement was fair, adequate, and reasonable; staying abreast of litigation; and providing documents and information as necessary. Accordingly, I believe that the proposed service awards to Mr. Eckhoff and Mrs. Lopez as well the other Class Representatives are also appropriate.

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

Dated: May 9, 2019

By: 
ELBERT F. NASIS



FORCHELLI

D E E G A N

T E R R A N A

FOUNDED IN 1976, FORCHELLI DEEGAN TERRANA
LLP IS ONE OF LONG ISLAND'S LARGEST AND
MOST DISTINGUISHED LAW FIRMS.

The Firm represents a broad range of clients including national, regional and local businesses, public, private and family-owned companies, major real estate developers, property owners and operators, contractors, banks, municipalities, educational institutions, not-for-profits and foundations, and individuals. Personal attention and quality representation that is both practical and cost-effective are hallmarks of the Firm.

With over 60 attorneys, the Firm is able to provide expertise in nearly 20 different practice areas, with the talent, skill, and experience necessary to meet the legal needs of virtually any client. These attorneys are supported by a dedicated team of paralegals, law clerks, and administrative and support staff, and cutting-edge office and communications technology.

Headquartered in Uniondale, NY, in one of Long Island's premier office buildings, the Firm is conveniently located for clients in Nassau and Suffolk counties, as well as those in New York City.

WHERE THE WHOLE IS
ALWAYS GREATER THAN
THE SUM OF ITS PARTS.



As Founder and Managing Partner, I have been asked many times why the Firm has been so successful over the years. The answer is pretty simple, actually. We always put our clients first and we always do what is necessary to better serve our clients.

The Firm was formed more than 40 years ago as a three-lawyer, general practice law firm representing local businesses and individuals. Over the years the practice of law has become more complex, as have the needs of our clients. While the Firm's roots were originally in Real Estate and Land Use and Zoning, our clients quickly started to look to us for other matters, and almost immediately we needed to add other disciplines.

As the Firm's reputation grew, so did our clients, and we began to attract bigger ones whose needs were more diverse and complex. We embraced these developments and set a course to establish the Firm as one of Long Island's finest. We recruited the best attorneys we could find in disciplines such as Litigation, Tax Certiorari, Corporate, Banking, Employment and Labor, and Tax, Trusts and Estates. We designed and built out a world-class office and equipped it with state-of-the-art technology. As our clients demanded more, we added subspecialty and cutting-edge practices such as Construction, Bankruptcy, IDA Benefits, and Renewable Energy. Each of these moves was made simply to better and more fully serve our clients.

As the Firm has grown, I am most proud of the great team of attorneys and staff we have assembled and how we all work together to deliver unparalleled client service. As one of my heroes Vince Lombardi once said, "The challenge of every team is to build a feeling of oneness . . . because the question is usually not how well each person performs, but how well they work together." With the breadth and depth of talent we have in our office, we have the unique ability to tackle the most difficult legal challenges and provide our clients with successful resolutions. I would put our team here up against any other legal team out there, and I believe our clients would agree.

– Jeffrey D. Forchelli, Managing Partner

FIRM DISTINCTION

REAL ESTATE

The Real Estate practice group delivers comprehensive, innovative, and practical legal services for life-cycle real estate needs on a local, regional, and national basis, from acquisition and development to the lease, sale, and financing of industrial, commercial, warehouse facilities, retail, multifamily, residential, hotel, and office properties. The group leverages the full range of the Firm's other practice areas such as Tax, Environmental, Tax Certiorari, and Land Use and Zoning.

Our Real Estate practice group counsels clients relative to real estate brokerage, project management, and lease portfolio matters, be it from a service provider or user perspective. In addition, the group's attorneys represent property owners and tenants relative to landlord/tenant disputes and litigation, and developers and investors regarding preparation, review, and negotiation of operating agreements or other joint venture agreements.

The Firm's attorneys also counsel clients regarding implementation of green and sustainable elements into real estate projects, including advising clients about governmental incentives, or achieving status such as LEED certification or other sustainable metrics.

Our attorneys possess an advanced level of expertise in various forms of finance including Fannie Mae, Small Business Administration and Industrial Development Agency financing, and procurement of economic development grants.

TAX CERTIORARI

The Tax Certiorari practice group concentrates on handling tax certiorari proceedings to challenge real estate tax assessments and reduce real estate taxes. Our team approach involves checking every aspect of a property's taxation to ensure that our clients obtain the largest possible tax refund and reduction in future taxes. We have been successful in obtaining millions of dollars in real estate tax refunds and savings for our clients, which include national, regional and local owners, and tenants of all types of commercial and residential property.

Combining the expertise of a boutique tax certiorari firm with the resources of a large regional firm, the group's attorneys and support staff have decades of experience and include a certified New York State Assessor. In addition, the department regularly utilizes the expertise of the Litigation, Real Estate, Zoning and Environmental practice groups, enabling them to be more effective than a firm that exclusively practices tax certiorari.

This practice group also counsels clients in all other aspects of real estate taxation including tax exemptions, estimation of taxes for new construction, lease tax escalation clauses, and the sale, purchase and foreclosure of tax liens. They also work closely with our IDA and Government Development Incentives Department to ensure that all tax advantages are explored.



LAND USE & ZONING

Since our formation over 40 years ago, the Firm has participated in some of the largest and most complex land use and zoning projects on Long Island and the greater metropolitan area. Our attorneys have successfully represented homeowners, small businesses, major developers, national corporations, organizations, associations, and municipalities in every aspect of land use and zoning, including applications for zone changes, subdivisions, site plans, special permits, variances, architectural review, environmental impact statements, and all types of zoning litigation.

The Firm has secured approvals for a number of major corporations and developments including Northrop Grumman Corporation, Cablevision Systems Corporation, Lowe's Home Centers, Roosevelt Raceway Properties, the Westbury Drive-In, Friends Academy, Adelphi University, St. Francis Hospital, NXTech, Diocese of Rockville Centre, and the Long Island Home, among others.

IDA & GOVERNMENT DEVELOPMENT INCENTIVES

Forchelli Deegan Terrana is a leader in representing private-sector businesses and developers in their applications to Industrial Development Agencies (IDAs) across Long Island. The Firm's experience allows us to assist businesses, property owners, and developers in identifying and maximizing potential benefits. We have handled many high-profile clients and projects, including several corporate headquarters relocations, with outstanding results.

IDAs can offer substantial benefits to commercial real estate projects, benefits that are often overlooked by the real estate and business communities. These benefits can often make or break a deal, and IDAs are looking to make deals that might otherwise not happen. IDAs incentivize businesses to locate, expand, and/or remain in New York state. The potential benefits include: a sales tax exemption on construction materials and eligible equipment; a mortgage recording tax exemption; and, often the most valuable, a beneficial PILOT agreement with significant savings on real property taxes. A project may also qualify for tax-exempt and/or taxable bonds, providing lower interest rates and allowing a project to tap credit markets not otherwise available.

It is very important to approach the IDA as early as possible, before a contract, when the deal is being put together.

FIRM COMMITMENT

BANKING & FINANCE

The Banking and Finance practice group provides our institutional and private lender clientele with general counsel, closing, and collection services.

We bring effective counsel and a wealth of experience to lenders, borrowers, and financial institutions in finance and general banking matters. Our success has given us a reputation for excellence as a leading law firm within the lending community. We represent a variety of financial institutions including national, regional, and local banks.

The Firm effectively handles many different types of lender financing transactions, including complex secured, unsecured, leasehold, and construction loans, as well as business loans and lines of credit. Our discipline covers a broad range of loan transactions affecting many types of properties, including residential, commercial, mixed use, industrial properties, shopping centers, multifamily, co-ops, and condominiums.

On the enforcement side, our lending clients rely on our experience and expertise in the areas of commercial, residential and business loan collections, foreclosures, loan workouts, and litigation. The Firm represents mortgage lenders and servicers in all phases of the foreclosure and bankruptcy process. We have successfully prosecuted collection actions in bankruptcy court and represented our clients in state and federal court regarding lender liability claims, priority disputes, title issues, usury claims, and surplus money proceedings.

MUNICIPAL

Our Municipal practice group holds an impressive record of successfully representing Long Island counties, towns, villages, cities, and other government entities in all types of municipal matters, including litigation. A number of Firm attorneys began their careers as full-time city attorneys, deputy county and town attorneys; several currently serve as general and special counsel to incorporated villages, handling zoning, employment, tax certiorari, and other real property matters.



CONDOMINIUM, COOPERATIVE & HOA OFFERING PLANS

Forchelli Deegan Terrana has extensive experience in the preparation and filing of offering plans with the New York State Attorney General, with a reputation for creativity, timeliness, and attention to detail. That track record, combined with our knowledge and experience in land use and subdivision procedures, make the Firm the obvious choice for condominium, cooperative, and HOA offering plans. We also have extensive experience with all aspects of the conversion of existing properties to cooperative and condominium ownership.

ENVIRONMENTAL

The Environmental practice group advises clients on compliance matters including compliance with all major environmental programs and with regard to investigation and remediation of contaminated sites, as well as working with transactional groups to structure transactions that minimize potential environmental liabilities, and with the zoning and land use groups on environmental impact review issues (SEQRA). Our attorneys also represent clients in environmental enforcement actions and superfund cost recovery issues.



RENEWABLE ENERGY

The Renewable Energy practice is dedicated to assisting clients navigate the growing and often confusing array of government and private-sector initiatives aimed at increasing the use of renewable energy and sustainable consumption. Supported by the Firm's talented and specialized areas of practice, the group's objective is to advise clients of the available resources and then quarterback the application of those resources to best suit each client's needs in this developing area of law.



FIRM SOLUTIONS

LITIGATION

The Litigation group takes a pragmatic and collaborative approach to accomplishing the goals of our clients by developing strategies consistent with their business and dispute-resolution needs. We strive to fully understand our clients' businesses and industries and their business relationships to determine if a short-term litigation victory, in fact, accomplishes their long-term business objectives. We utilize sophisticated technology including e-discovery and document-management systems to streamline our efficiency.

Our attorneys are prominent trial lawyers, former judges, and experienced arbitrators and mediators. We successfully represent clients in commercial and business disputes, including contract disputes, controversies involving corporate control and dissolutions, unfair competition and trade, real estate issues, construction disputes, partnership and joint venture disputes, land use, zoning and related environmental matters, insurance disputes, and defending industrial accident cases. Our clients include public companies, insurers, closely held businesses, entrepreneurs, and individuals.

In conjunction with other practice groups, we litigate labor and employment issues, lending and bankruptcy issues, land use and zoning cases, and estate and trust litigation. Our experience defending construction and industrial accident cases facilitates our representation of seriously injured accident victims in plaintiffs' personal injury litigation.

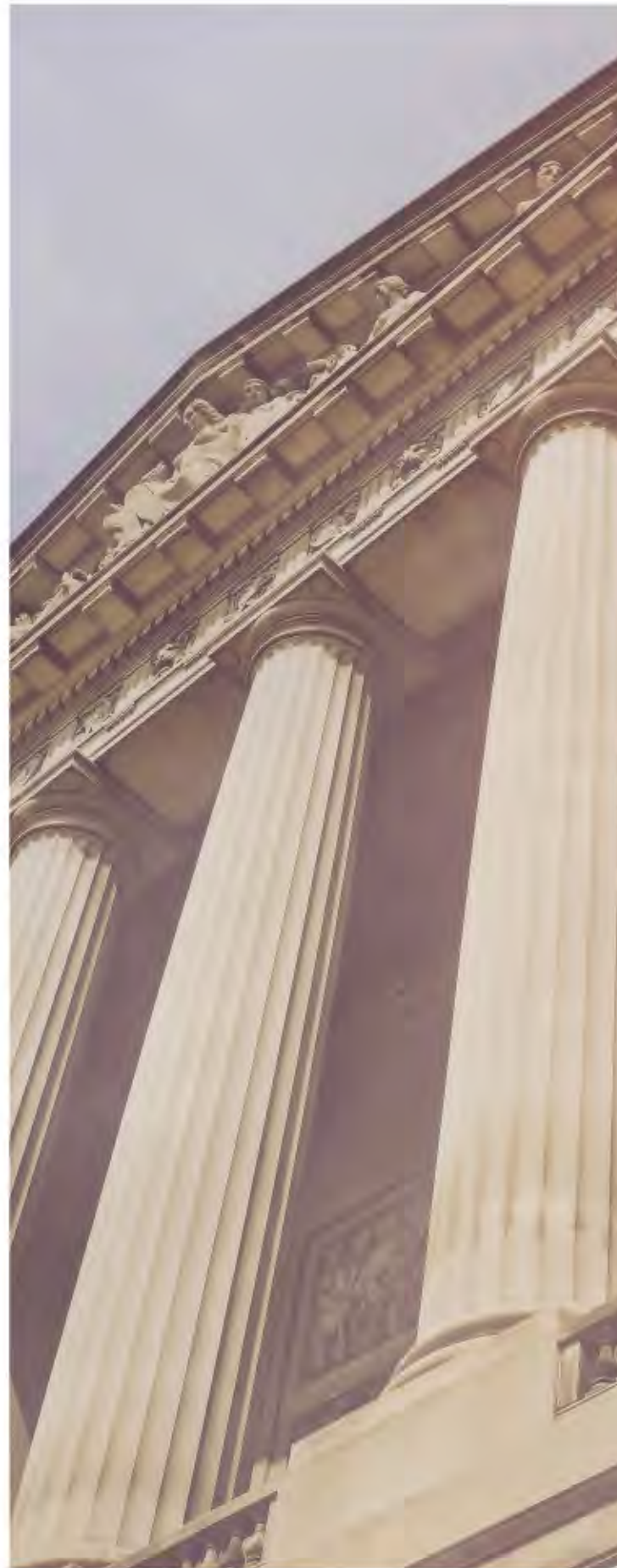
EMPLOYMENT & LABOR

The Firm's Employment and Labor practice has two principal components – counseling and litigation. Our attorneys work with management, human resources, and personnel professionals in connection with various employment decisions, such as terminations and discipline, reductions in force and restructuring, acquisitions and divestitures, restrictive covenants, wage and hour laws, union issues, negotiating collective bargaining agreements and grievances, compliance issues, and preparation of policies, employee handbooks, and employment contracts. We conduct audits of employment practices and policies, and provide employer-sponsored training concerning equal employment opportunity obligations.

On the litigation side, our attorneys regularly handle employment disputes in federal and state courts and before administrative agencies for matters relating to employment discrimination and harassment, wrongful discharge, sexual harassment claims, wage and hour claims, restrictive covenants, unfair competition, theft of trade secrets, breach of contracts, and whistleblower claims.

Our attorneys also handle traditional labor matters such as representing management concerning union issues, collective bargaining issues, defense of unfair labor practice claims before the National Labor Relations Board, grievance arbitrations under collective bargaining agreements, and all other union/management issues.

The Firm also represents executives in connection with the negotiation of employment contracts and severance agreements.



CONSTRUCTION

Forchelli Deegan Terrana's Construction Law practice provides practical advice and legal representation to clients involved in all phases of construction and real estate development from initial contract drafting through resolution of contract claims and disputes.

Our clients include owners, developers, design professionals, general contractors, construction managers, subcontractors, and suppliers, participating in major private and government projects.

Beginning with the inception of a project, our attorneys assist in the structuring of the project team and the drafting and negotiating of construction and consulting contracts and related project documents. On government contracts, we handle bid protests and other bidding and contract award irregularities. During the preconstruction and construction phases, we counsel clients on practical, successful strategies to enforce their contract rights and to avoid and resolve disputes that may arise. For those disputes that cannot be resolved, we have extensive experience prosecuting and defending claims related to nonpayment, extra work/change orders, delays, changed and unforeseen conditions, design errors, construction defects, prevailing wage and project labor issues, defaults and terminations. We are also experienced in bringing and defending against mechanic's lien filings and foreclosures, as well as claims for diversion of trust funds.

Our attorneys have appeared in state and federal trial and appellate courts, administrative agencies, arbitrations, and mediations.

BANKRUPTCY & CORPORATE RESTRUCTURING

The Bankruptcy and Corporate Restructuring group offers innovative solutions to minimize risk and increase financial stability.

We represent debtors, creditors, committees, lenders, equity holders, and landlords in financial workouts, forbearance agreements, and bankruptcy proceedings. Experience includes clients in the construction, real estate, manufacturing, distribution, retail, and healthcare industries.

The Firm has extensive experience in bankruptcy litigation including preference and fraudulent conveyance claims, and litigating issues involving a debtor's discharge.

CORPORATE & COMMERCIAL

The Corporate and Commercial practice at Forchelli Deegan Terrana is one of Long Island's largest and most sophisticated. The group provides a complete array of services including mergers and acquisitions, dispositions, equity and debt financing (including angel, mezzanine, and venture capital financing), private placements, securities regulation and compliance, joint ventures and strategic alliances, business formations, entity organization and governance, shareholder agreements, LLC operating agreements, reorganizations, liquidations, business divorce, shareholder oppression, employment and consulting agreements, severance arrangements, equity incentive plans, private label agreements, licensing agreements, manufacturing, distribution and supply agreements, vendor agreements, and numerous other types of commercial contracts and agreements.

Our wide range of corporate and commercial clients includes privately held companies, public corporations, emerging businesses, start-ups, and entrepreneurs. The Firm serves as outside general counsel to numerous private middle-market companies on Long Island, in the NYC metro area, and beyond. Our attorneys also represent institutional and individual investors (including venture capital funds, corporate venture capital programs, and angel investors), and private equity funds with respect to their portfolio company investments and transactions. The Firm frequently serves as local counsel and special counsel to various national and international companies in a variety of corporate and commercial transactions and matters.

TAX, TRUSTS & ESTATES

The Tax, Trusts and Estates practice group provides guidance and advice in many distinct areas of law that are affected by tax issues, including estate planning. The Firm's tax specialists also develop and implement business succession plans and wealth transfer plans. Our attorneys utilize sophisticated techniques to minimize estate taxes and administrative costs. We advise in transactional matters to achieve the best possible income tax results.

Our attorneys have considerable experience in income, gift, estate, and other tax matters. We have guided clients through the Offshore Voluntary Disclosure Program created by the IRS to deal with assets held in foreign accounts. We have also successfully represented clients in civil tax matters including disputes concerning residency status, unpaid payroll tax liabilities, and unpaid personal and business tax liabilities. The Firm also represents clients before tax agencies during audits, in administrative appeals, and in appropriate courts when required.

In addition to strategic planning, the Firm has specialists who assist clients in the probate and administration of estates including the preparation of estate tax returns. The litigated matters include contested probate/administration proceedings, contested accountings, guardianship issues, and will construction proceedings. The Firm also advises clients on the formation of not-for-profit corporations and obtaining tax-exempt status.



RESTAURANT & HOSPITALITY

Our Restaurant & Hospitality Group provides clients with knowledgeable and experienced counsel, in collaboration with our Real Estate, Corporate and Commercial and other practice groups. In our work for chefs and other founders, restaurants and investors, our attorneys have successfully guided clients through start-up matters, capital raises, sales, and closings. We also provide counsel with respect to commercial contracts, HR matters, lease negotiations, and land use and zoning matters.

VETERINARY

An outgrowth of our corporate and transactional practice, the Firm's expanded Veterinary practice group features a team of attorneys that concentrates on the special needs of veterinarians. With experience in business transactions, employment, real estate, estate and tax planning, land use, finance, environmental matters and litigation, the group provides the veterinary community with professional guidance across a spectrum of legal disciplines.



ENTERTAINMENT & SPORTS

The Entertainment and Sports practice is unique on Long Island and counsels clientele across the broad spectrum of the industry including television, film, theater, music, radio, publishing, athletics, and digital media. Our services and experience include recording deals; artist/talent agreements; television production transactions; life rights agreements; reality show agreements; licensing, merchandising and endorsement arrangements; branding matters; book deals; website agreements; and management contracts.



**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF CONNECTICUT**

NED SIMERLEIN, JAMES ECKHOFF,
MARICEL LOPEZ, CRAIG KAISER, JOHN
F. PRENDERGAST, RAYMOND and
ROSARIO ALVAREZ, KAREN EASON,
JENNIFER SOWERS, JENNIFER
FRANKLIN, JORDAN AMRANI, CRYSTAL
GILLESPIE, MELISSA STALKER, DILLEN
STEEBY, PAULA McMILLIN, JOSEPH C.
HARP Jr., and JAMES and MELISSA JUGO
TINNEY, individually and on behalf of
all others similarly situated,

CASE NO. 3:17-CV-01091-VAB

v.

TOYOTA MOTOR CORPORATION,
TOYOTA MOTOR NORTH AMERICA, INC.,
TOYOTA MOTOR SALES, USA, INC.,
TOYOTA MOTOR ENGINEERING &
MANUFACTURING NORTH AMERICA,
INC. and TOYOTA MOTOR
MANUFACTURING, INDIANA, INC.

**DECLARATION OF R. SCOTT LONG IN SUPPORT OF
PLAINTIFFS' MOTION FOR ATTORNEYS' FEES, EXPENSES,
AND SERVICE AWARDS TO THE CLASS REPRESENTATIVES**

R. SCOTT LONG, admitted to practice *pro hac vice* in the *Franklin, et. al. v. Toyota Motor Corp., et al.*, Case No. 2:17-CV-04633 – VAP – AFM. (C.D. CA) action, which was consolidated with the above-styled matter, hereby declares under penalty of perjury pursuant to 28 U.S.C. § 1746 as follows:

1. I am a founding partner of the law firm of Hendrickson & Long, PLLC (“H&L”), where I co-chair the firm’s class action and product litigation practice groups. H&L was counsel of records in the *Franklin* matter.

2. I am admitted to practice in the State of West Virginia. I have also been admitted to federal courts in the State of West Virginia. I have also appeared in cases pending in State Courts for Indiana, Kentucky, Michigan and South Carolina.¹

3. I respectfully submit this declaration in support of Plaintiffs' Motion for Attorneys' Fees, Expenses, and Service Awards to the Class Representatives. I have personal knowledge of the matters set forth herein and are competent to testify with respect thereto.

4. From March 3, 2017 through April 30, 2019, H&L has expended 356.40 hours of work in connection with this litigation. Based upon our hourly rates in this type of litigation, the lodestar value of that time is \$99,797.50 based upon such rates.

5. My firm's work on this case was performed on a wholly-contingent basis pursuant to contingency fee contracts with certain of the named Plaintiffs. H&L has not received any amounts in connection with this case, either as fee income or expense reimbursement.

6. Shown below is a true and correct summary identifying the attorneys and paralegals who have worked on this litigation, the number of hours, those individuals have worked, their regular hourly billing rates, and their respective lodestar values. We anticipate that additional time and expenses will be incurred for the work that H&L will be performing on this matter through the conclusion of the settlement.

7. The hourly rates shown below are the usual and customary lodestar rates charged in Charleston, West Virginia, in which the firm typically handles cases for each individual doing the type of work performed in this litigation. These rates were not adjusted, notwithstanding the complexity of this litigation, the skill and tenacity of the opposition, the preclusion of other

¹ Other H&L counsel as shown on Exhibit 1 are Guy R. Bucci, John H. Tinney and John K. Cecil. Their biographical information as well as mine is contained in Exhibit 2. Paralegals and their time are also identified in Exhibit 1.

employment, the delay in payment, or any other factors that could be used to justify a higher hourly compensation. *See* Exhibit 1.

8. These amounts were derived from contemporaneous daily time records compiled on this matter, which are recorded in our computerized database. The firm requires regular and contemporaneous recording of time records, which occurred in this case.

9. The lodestar summary reflects H&L's experience in the field, the complexity of the matters involved in this litigation, and the prevailing rate for providing such services.

10. H&L has advanced a total of \$2,094.10 in expenses which were reasonably and necessarily incurred in connection with the prosecution of this matter.

11. These expenses are reflected in the books and records regularly kept and maintained by my firm.

12. In my opinion, the time expended and incurred in prosecuting this action were reasonably and necessary for the diligent litigation of this matter.

13. As reflected in the attached resume for my firm, H&L attorneys on this matter have significant experience in prosecuting and defending a significant number of class action cases on behalf of consumers and others. Many of those cases resulted in settlements on behalf of those classes, achieving hundreds of millions of dollars in recoveries for consumers.

14. Based upon H&L's collective experience, I believe that the proposed Settlement is fair, adequate, and reasonable based upon—among other things as detailed in our briefs—the risks of continued litigation, strength of Plaintiffs' claims, and relief achieved on behalf of the individual Class members. In addition to the significant injunctive relief obtained by the attorneys, consumers are also able to claim the amount that they have paid in eligible out-of-pocket expenses related to repair of the power sliding rear doors at issue in this litigation.

15. This case was litigated over the course of nearly two years, involving a significant amount of dismissal motion practice, informal and confirmatory discovery, and expert work. The proposed Class Representatives fulfilled their duties to the Class by ensuring that the proposed Settlement was fair, adequate, and reasonable, stayed abreast of litigation, and provided documents and information as necessary. Accordingly, I believe that the proposed service awards to each of the proposed Class Representatives are also appropriate.

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

Dated: May 10, 2019

By: /s/ R. Scott Long
R. Scott Long

SUMMARY FEES & EXPENSES
TOYOTA MOTOR CORP.



Attorney	Paralegal	Number of Hours Worked	Hourly Rate	Fees
R. Scott Long		58.90	\$350.00	\$20,615.00
Guy R. Bucci		81.20	\$350.00	\$28,420.00
John H. Tinney		81.50	\$275.00	\$22,412.50
John K. Cecil		120.00	\$225.00	\$27,000.00
	Nodgie P. Kennedy	9.60	\$100.00	\$960.00
	Kimberly K. Dillard	5.20	\$75.00	\$390.00
		356.40		\$99,797.50

Expenses & Advances **\$ 2,094.10**

Fees **\$ 99,797.50**

Total Fees, Expenses & Advances \$101,891.60



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knows you
are looking
for litigation
lawyers you
can trust.

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Best Lawyers

Super Lawyers



ACC of America



Over the past two decades, Hendrickson & Long, PLLC, has grown into a comprehensive, litigation-oriented law firm with attorneys and staff working out of our centrally located office in the heart of West Virginia's capital city. Prior to forming their partnership, both Mr. Hendrickson and Mr. Long had a wide range of experience as partners with one of West Virginia's oldest and largest law firms. H & L has added, as partners, other attorneys with equally prestigious credentials; new, energetic and talented associates; and a staff of legal assistants with extensive litigation knowledge.

Since our inception, we have established a superior and varied client base. The firm is counsel for individuals, local West Virginia businesses, national and international companies and is recognized as one of the most progressive legal establishments in the state. Our team is dedicated to and focused on expanding the firm's range of services in ways that meet clients' needs and expectations.

Hendrickson & Long, PLLC, is a law firm with offices in Charleston, West Virginia. The firm is a member of the West Virginia State Bar and the West Virginia State Bar Association. The firm is also a member of the American Bar Association and the American College of Trial Lawyers. The firm is a member of the West Virginia State Bar and the West Virginia State Bar Association. The firm is also a member of the American Bar Association and the American College of Trial Lawyers. The firm is a member of the West Virginia State Bar and the West Virginia State Bar Association. The firm is also a member of the American Bar Association and the American College of Trial Lawyers.

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document work, handling class-action litigation and the trial of consolidated cases. Our attorneys have served as national counsel to Fortune 100 companies in industry-wide litigation. We also serve a broad range of clients, large and small, on a national, regional and local basis. We routinely litigate in state and federal trial and appellate courts in West Virginia and across the region.

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John H. Timney Jr.

R. SCOTT LONG | H A N D L



Email: scott@handl.com

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1. $\pi_1(\text{Hom}(V, V)) \cong \text{Hom}(V, V)$. All π_1 maps are isomorphisms.



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Jodi Knight

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Founding Partner R. Scott Long is a highly competitive litigator with the ability to relate to clients and juries alike. He and David K. Hendrickson started Hendrickson & Long, PLLC over 20 years ago. Their mutual goal was to establish a litigation boutique firm consisting of attorneys with true trial experience who are driven to obtain superior client results.

Throughout his extensive career, Scott has developed a reputation as a go-to civil litigator in West Virginia (WV). His primary practice areas include personal injury, wrongful death, medical malpractice, product liability, class action, and toxic tort cases, including asbestos defense. Scott briefed and argued *Bower v. Westinghouse Electric Corp.*, a notable WV case involving medical monitoring.

Scott serves both plaintiffs and defendants in his broad-based litigation practice, from individuals and privately held entities to Fortune 100 companies.

Scott is also an astute mediator and a proud member of the WV Chapter of the National Academy of Distinguished Neutrals. The Academy is the premier association for experienced civil alternative dispute resolution practitioners. His experience as a litigator has made him a sought-after mediator by both the plaintiff and defense bars.

While attending the West Virginia University College of Law, Scott was a senior editor of West Virginia Law Review and senior editor of the National Coal Issue.

Scott's ability to obtain superior results for his clients has been recognized by several national publications including *Chambers USA*, *Best*

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PRACTICE

enjoys working with kids who aspire to play college basketball.

PRACTICE AREAS

Arbitration and Mediation, Civil, Personal Injury/Wrongful Death, Product Liability, Toxic Tort

EDUCATION

J.D., West Virginia University College of Law, 1983

B.A., Wake Forest University, 1980

BAR ADMISSIONS

Supreme Court of Appeals of West Virginia

United States Court of Appeals for the Fourth Circuit

United States District Court for the Northern District of West Virginia

United States District Court for the Southern District of West Virginia

United States Court of Federal Claims

AWARDS AND ACHIEVEMENTS

Best Lawyers in America, Bet-the-Company Litigation and Commercial Litigation (since 2006)

Chambers USA, Band 1 Rating for Litigation – Mass Tort in West Virginia

Super Lawyers, Products Liability Litigation (since 2007)

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Neutrals, WV Chapter

Member, Defense Trial Counsel of West Virginia

Former Member, University of Charleston
Board of Trustees

Director, WV Wildcats Select AAU Basketball
Program

REPRESENTATIVE CASES

*Ohio Power Co. v. Dearborn Mid-West
Conveyor Co., Inc.*, Civil Action No. 5:11CV164
(N.D. W. Va. June 29, 2012)

Kahle v. APP Pharm., LLC, 2010 WL 3394079
(N.D. W. Va. Aug. 26, 2010)

Felman Prod., Inc. v. Indus. Risk Insurers, (S.D.
W. Va. Dec. 9, 2010)

Mt. Hawley Ins. Co. v. Felman Prod., Inc., 269
F.R.D. 609 (S.D. W. Va. 2010)

Hamrick v. A & I Co., 2009 WL 1077930 (S.D. W.
Va. 2009)

Mid-State Sur. Corp. v. Thrasher Eng'g, Inc., 575
F. Supp. 2d 731 (S.D. W. Va. 2008)

Ashworth v. Albers Med., Inc., 410 F. Supp. 2d
471 (S.D. W. Va. 2005)

Ashworth v. Albers Med., Inc., 395 F. Supp. 2d
395 (S.D. W. Va. 2005)

Thomas v. Wyeth, 2005 WL 3754203 (S.D. W. Va.
June 16, 2005)

Roberts v. Anchor Packing Co., 2005 WL
1201212 (S.D. W. Va. May 19, 2005)

M/V Drema G. Woods v. Johnson, 97 Fed. Appx.
449 (4th Cir. 2004)

In re Tobacco Litig. (Med. Monitoring Cases),
215 W. Va. 476 (2004)

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State ex rel. Mobil Corp. v. Gaughan, 563 S.E.2d

419 (W. Va. 2001)

State ex rel. Allman v. MacQueen, 551 S.E.2d

369 (W. Va. 2001)

Childers Oil Co., Inc. v. Exxon Corp., 960 F.2d

1265 (4th Cir. 1992)

Costoplos v. Piedmont Aviation, Inc., 399 S.E.2d

654 (W. Va. 1990)

Cline v. White, 393 S.E.2d 923 (W. Va. 1990)

Cardinal Constr. Co. v. Besmec, Inc., 701 F.

Supp. 1274 (S.D. W. Va. 1988)

State v. Clark, 175 W. Va. 58 (1985)

PUBLICATIONS/PRESENTATIONS

Multi-Plaintiff Litigation in West Virginia

West Virginia Class Action and Mass Torts

Asbestos Personal Injury Litigation Seminar,
Defense Research Institute (Nov. 21-22, 1996)

Co-author, Evidentiary Issues in Mass Tort
Litigation

The "Peripheral" Asbestos Defendant:
Confronting *Dartez* Allegations and the
Phantom of Product Exposure



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Jodi Knight

PRACTICE

personal injury lawyer he has represented numerous clients against careless drivers, reckless truck companies, and manufacturers of unsafe products and harmful chemicals. His range of experience as a wrongful death attorney includes cases against hospitals and physicians and others whose unsafe conduct and hazardous activities caused serious personal injury or death.

In his undergraduate years at Pitt, Guy competed as a Division I baseball player as a starter catcher, was a fraternity officer, and participated in usual student activities including working a reporter for the Pitt news. He was inspired mostly by his political science and by his American History studies to become a lawyer. After receiving his Bachelor of Arts in English literature with a history minor at the University of Pittsburgh in 1967, Guy went on to earn his Juris Doctor at the West Virginia University College of Law in 1970. While in law school, he was a member of the prestigious National Moot Court team and the Moot Court Board. He received the American Jurisprudence Award for Administrative Law and he wrote for the student newspaper.

Guy's distinguished public career started in service as counsel to the West Virginia State Tax Commissioner, followed by service as counsel to the West Virginia Legislature and as Assistant Attorney General. And, in later years while in private practice, Guy served as Special Assistant Attorney General. His body of work includes a number of landmark opinions by the Supreme Court of Appeals of West Virginia that helped ensure justice for his clients, and he continues to work with that goal in West Virginia courts and elsewhere in the areas of personal injury and wrongful death, product liability, toxic tort, and other areas of civil litigation. In late 2015, Guy started the Buccini Law Firm after having founded the former

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clear the path to secure the invitation to join the Big 12 Conference for athletics and academics. He was appointed as Special Assistant Attorney General to represent the State of West Virginia in obtaining substantial recoveries in consumer protection and anti-trust cases. Guy provides representation throughout the State of West Virginia as well as with resident lawyers in Pennsylvania and Virginia.

Guy is a long-time supporter of West Virginia University and the West Virginia University College of Law, where he is a Dean's Partner, and he contributes to the College of Law benefit funds. He has also been an invited speaker to legal groups and an invited lecturer at the College of Law. Guy holds the highest peer-reviewed rating of AV-Preeminent by Martindale-Hubbell and has been named a Top Rated Personal Injury Attorney by Super Lawyers.

Throughout his professional career, Guy has contributed to his profession and the community at large. He served as President of the West Virginia Association for Justice and as a member of its Board of Governors for many years, was a member of the Visiting Committee of the West Virginia University College of Law, was a Member and Committee Co-Chair for the Mining and Oil Field Litigation Group of the American Association for Justice, and served as a Trustee and Chairman of the Legal Committee of the West Virginia Investment Management Board. Throughout the years, Guy has also been a member of various local civic and charitable organizations.

Guy is married with four adult children, seven grandchildren, six dogs, and one cat. In his spare time, he enjoys watching sports, chasing after his dogs, reading, and playing golf. He is still trying to break 80 on the golf course.

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CONTACT

B.A., University of Pittsburgh, 1967

BAR ADMISSIONS

Supreme Court of Appeals of West Virginia

United States Supreme Court

United States Court of Appeals for the Fourth Circuit

United States District Court for the Northern District of West Virginia

United States District Court for the Southern District of West Virginia

United States Court of Appeals for the Fifth Circuit

AFFILIATIONS AND COMMUNITY INVOLVEMENT

President and Member of the Board of Governors, West Virginia Association for Justice

Member, Visiting Committee of the West Virginia University College of Law

Member and Committee Co-Chair, Mining and Oil Field Litigation Group of the American Association for Justice

Trustee and Chairman, Legal Committee of the WV Investment Management Board



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Jodi Knight

PRACTICE Jack earned his Bachelor of Arts in history, *cum laude*, from Washington and Lee University in 1992. And he earned his Juris Doctor From Wake Forest University School of Law in 1995, where he also received The Bennett-Liverman Scholarship.

Jack started his legal career in private practice for one of the largest firms in West Virginia. He then served as law clerk to the Honorable Robert B. King on the United States Court of Appeals for the Fourth Circuit. Following his clerkship, Jack joined the United States Attorney's Office for the Southern District of West Virginia as an Assistant United States Attorney, where he prosecuted a variety of criminal cases and represented the United States in the Fourth Circuit Court of Appeals.

In 2001, Jack was a founding Member of The Tinney Law Firm, where he spent 15 years representing a variety clients in federal and state courts, including the Supreme Court of Appeals of West Virginia in two separate constitutional challenges to the court's trial court rules and judicial recusal process. In 2014, Jack was a member of the team that successfully challenged and overturned West Virginia's unconstitutional ban on same-sex marriage in *McGee v. Cole*.

Jack joined the Hendrickson & Long, PLLC in February 2016, where he continues to treat each client as he would wish to be treated: engaged in the client's matter and understanding the client's ultimate goal.

Outside of the law practice, Jack uses his skills and experience to give back to his profession and the community. He is a member of the Criminal Justice Act Advisory Committee for the Southern District of West Virginia and a former board member of the Charleston Sanitary Board.

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PRACTICE AREAS **Real Estate** **Construction** **Banking & Finance** **Insurance** **Intellectual Property** **Litigation** **Securities** **Technology** **Transportation** **Washingt. and Lee University, 1992**

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United States Court of Appeals for the Fourth Circuit

United States District Court for the Northern District of West Virginia

United States District Court for the Southern District of West Virginia

AWARDS AND ACHIEVEMENTS

Best Lawyers

Super Lawyers

AFFILIATIONS AND COMMUNITY INVOLVEMENT

Member, West Virginia State Bar

Member, West Virginia Bar Association

Member, American Bar Association

Member, Kanawha County Bar Association

Barrister, Judge John A. Field American Inns of Court

Member, Criminal Justice Act Advisory Panel, United States District Court for the Southern District of West Virginia

Former Member, Charleston Sanitary Board, 2008 to present

REPRESENTATIVE CASES

This case was resolved by a settlement agreement. The settlement agreement was signed by the parties and approved by the court. The settlement agreement provides for the payment of a sum of money to the plaintiff in exchange for the plaintiff's release of the defendant from all claims and demands. The settlement agreement also provides for the payment of a sum of money to the defendant in exchange for the defendant's release of the plaintiff from all claims and demands. The settlement agreement is a confidential document and its terms are not to be disclosed to the public.

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United States v. Kevin Ball, (S.D. W. Va. 2001)

Norfolk S. Ry. Co. v. Chief Justice Warren

McGraw, No. 02-2032 (S.D. W. Va.)

Mid-State Sur. Corp. v. Thrasher Eng'g, Inc., No.

2:04-813 (S.D. W. Va.)

United States v. Ashworth, No. 2:03-cr-00278

(S.D. W. Va.)



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J. Andrew Skeens

H. Jerome Sparks

John H. Tinney, Jr.

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Email: **info@handl.com**

214 Capitol St.
Charleston, WV 25301





OUR FIRM

OUR PEOPLE ▼

304-346-5500

Jodi Knight

PRACTICE AREAS

John attended West Virginia University, where he was a Golden Key National Honoree, a three-time recipient of the Presidential Award of Academic Excellence, and a member of Phi Beta Kappa. After graduating *summa cum laude*, John attended the West Virginia University College of Law. He was a recipient of the Philip H. Hill Scholarship and CALI Awards for Legal Research and Writing, Administrative Law, and Professional Responsibility. He earned his Doctor of Jurisprudence in 2002.

Following his graduation, John clerked for the Honorable O.C. Spaulding, former Chief Judge for the Twenty-Ninth Judicial Circuit in Putnam County, West Virginia. Since his clerkship, John has focused his practice on litigation, successfully representing individuals, governmental entities, and corporations in both state and federal courts in a variety of cases ranging from contractual disputes to wrongful death actions.

PRACTICE AREAS

Appellate, Business, Civil Litigation, Insurance Defense, Personal Injury, Product Liability

EDUCATION

J.D., West Virginia University College of Law, 2002

B.A., *summa cum laude*, West Virginia University, 1999

BAR ADMISSIONS

Supreme Court of Appeals of West Virginia

United States District Court for the Southern District of West Virginia

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OUR PEOPLE ▼

304-346-5500

5274361 (S.D. W. Va. Sept. 18, 2013)
PRACTICE AREAS ▼ NEWS CONTACT

Wright v. Sutton, 2011 WL 1232607 (S.D. W.Va.
 Mar. 29, 2011)

White v. Am. Gen. Ins. Co., 651 F. Supp. 2d 530
 (S.D. W. Va. 2009)

*State ex rel. Nationwide Mut. Ins. Co. v.
 Kaufman*, 222 W. Va. 37, 658 S.E.2d 728 (2008)

Turnpike Ford, Inc. v. Ford Motor Co., 415 F.
 Supp. 2d 666 (S.D. W. Va. 2006)

State ex rel. Valley Radiology, Inc. v. Gaughan,
 220 W. Va. 73, 640 S.E.2d 136 (2006)



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2741 (revised by Charleston)
 May 23, 2017



**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF CONNECTICUT**

NED SIMERLEIN, JAMES ECKHOFF,
MARICEL LOPEZ, CRAIG KAISER, JOHN
F. PRENDERGAST, RAYMOND and
ROSARIO ALVAREZ, KAREN EASON,
JENNIFER SOWERS, JENNIFER
FRANKLIN, JORDAN AMRANI, CRYSTAL
GILLESPIE, MELISSA STALKER, DILLEN
STEEBY, PAULA McMILLIN, JOSEPH C.
HARP Jr., and JAMES and MELISSA JUGO
TINNEY, individually and on behalf of
all others similarly situated,

CASE NO. 3:17-CV-01091-VAB

v.

TOYOTA MOTOR CORPORATION,
TOYOTA MOTOR NORTH AMERICA, INC.,
TOYOTA MOTOR SALES, USA, INC.,
TOYOTA MOTOR ENGINEERING &
MANUFACTURING NORTH AMERICA,
INC. and TOYOTA MOTOR
MANUFACTURING, INDIANA, INC.

**DECLARATION OF ERIC L. DIRKS IN SUPPORT OF
PLAINTIFFS' MOTION FOR ATTORNEYS' FEES, EXPENSES,
AND SERVICE AWARDS TO THE CLASS REPRESENTATIVES**

I, Eric L. Dirks, hereby declare under penalty of perjury pursuant to 28 U.S.C. § 1746 as follows:

1. I am a founding partner of the law firm of Williams Dirks Dameron LLC, in Kansas City, Missouri where I focus my practice on complex litigation, including nationwide class actions and product liability. I have acted as counsel on dozens of class actions, I have settled numerous class actions, tried a class action to verdict and appeal in federal court, and successfully argued the issue of class certification before the Missouri Supreme Court.

2. I am admitted to practice in the State of Missouri as well as numerous federal courts.

3. My firm filed the first case involving the Toyota Sienna defect at issue in this case. *Steeby v. Toyota Motor Sales, U.S.A. Inc.*, No. 4:17-cv-00486-DGK (W.D. Mo.). It was filed on June 14, 2017. The *Steeby* case was later informally consolidated into the *Combs v. Toyota Motor Corporation*, No. 2:17-cv-04633-VAP-AFM (C.D. Cal.)

4. I respectfully submit this declaration in support of Plaintiffs' Motion for Attorneys' Fees, Expenses, and Service Awards to the Class Representatives. I have personal knowledge of the matters set forth herein and am competent to testify with respect thereto.

5. From May of 2017 through April 30, 2019, my firm has expended 130 hours of work in connection with this litigation (after an exercise of billing judgment). Based upon customary rates in this type of litigation in the Kansas City area, the lodestar value of that time is \$58,975.00.

6. My firm's work on this case was performed on a wholly-contingent basis pursuant to contingency fee contracts with the named Plaintiffs Dillen Steeby and Paula McMillen. My firm has not received any amounts in connection with this case, either as fee income or expense reimbursement.

7. The most recent lodestar rates that have been crosschecked in the Kansas City area for class action litigation range from \$695-\$865 per hour for partners and from \$350-\$475 for associates. *See In re: Syngenta AG MIR 162 Corn Litigation*, No. 14-md-2591 (D. Kan.) (conducting lodestar cross check and finding these rates "generally reasonable" for Kansas City class action firm).¹

¹ I was previously an equity partner at this firm. *See also id.* at Docket No. 3587-1 at 131-132 (chart of rates for timekeepers at Kansas City class action firm).

8. Shown below is a true and correct summary (after the exercise of billing judgment which eliminated the hours of certain individuals and reduced the hours of the individuals listed below) identifying the attorneys who have worked on this litigation, the number of hours, those individuals have worked, their hourly billing rates, and their respective lodestar values. We anticipate that additional time and expenses will be incurred for the work that Williams Dirks Dameron LLC will be performing on this matter through the conclusion of the settlement.

- Eric L. Dirks – Partner – \$26,950.00 (38.5 hours @ \$700/hour)
- Amy Jackson – Associate – \$32,025.00 (91.5 hours @ \$350/hour)

9. These amounts were derived from contemporaneous daily time records compiled on this matter, which are recorded in our computerized database. The firm exercises regular and contemporaneous recording of time records, which occurred in this case.

10. The lodestar summary reflects Williams Dirks Dameron's experience in the field, the complexity of the matters involved in this litigation, and the prevailing rate for providing such services.

11. Williams Dirks Dameron LLC has advanced a total of \$1,040.29 in expenses (after the exercise of billing judgment) reasonably and necessarily incurred in connection with the prosecution of this matter. They are broken down as follows:

- Court Fees: \$806.00
- Electronic Research: \$234.29

12. These expenses are reflected in the books and records regularly kept and maintained by my firm.

13. In my opinion, the time expended and incurred in prosecuting this action were reasonably and necessary for the diligent litigation of this matter.

14. As reflected in the attached resume for my firm, I have significant experience in prosecuting a significant number of class action cases on behalf of consumers nationwide. Many of those cases resulted in settlements on behalf of those consumer classes, achieving millions of dollars in recoveries for consumers.

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

Dated: May 8, 2019

By:


Eric L. Dirks



Williams Dirks Dameron is a Kansas City-based law firm devoted to representing individuals, public entities, and businesses in high-stakes, complex litigation. The firm and its attorneys have extensive experience representing consumers and other claimants in cases alleging violations of consumer protection laws and antitrust laws.

The firm was founded by three partners who started their careers litigating at large, national law firms. The firm's attorneys have received numerous recognitions from their peers including being repeatedly named in the Kansas City Business Journal's "Best of the Bar", Missouri and Kansas Super Lawyers, including Top 50 in Missouri and Kansas, The National Trial Lawyer's Top 100 Civil Plaintiff's Trial Lawyers and is AV rated, the highest rating for both legal skill and ethics standards, by publisher Martindale Hubbell.

Collectively and throughout their careers, the firm's attorneys have recovered over \$100 million for claimants in complex litigation.

Michael A. Williams

Michael specializes in Labor & Employment law, litigating discrimination and retaliation claims on behalf of plaintiffs.

After graduating from the University of Missouri with his B.A. in 1995 and his J.D. in 1998, Michael joined Lathrop & Gage LLC defending large and medium-sized corporations across the United States in discrimination and retaliation claims. In 2002, he became one of the firm's youngest lawyers in history to serve as first chair at a federal trial. Michael was elected to firm partnership, effective January, 2006.

In 2010, Michael established his own firm to pursue his passion for defending the rights of individuals denied their civil and equal employment rights. Since founding Williams Law LLC, the firm has grown to six attorneys, and is now Williams Dirks Dameron LLC.

In addition to his legal work, Michael is a member of the Missouri Bar, Kansas City Metropolitan Bar Association, American Association for Justice, Missouri Association of Trial Attorneys and National Employment Lawyers Association. In 2004, he became the first African American to serve on the Kansas Bar Association Board of Governors. He also previously served on the Board of Governors for the Young Lawyers Section of the Missouri Bar.

Michael has twice returned to the University of Missouri School of Law as an adjunct professor and has received Distinguished Recent Alumni Awards both from the School of Law and the MU College of Arts and Sciences. In 2014, he received the the Alumni Award from the University of Missouri.

Michael serves as a mentor and board member for Higher M-PACT, a non-profit group working with at-risk inner-city youth. He also works closely with



Hope House, the United Way Young Leaders Society, and numerous other organizations. The Missouri Bar awarded him the Tom Cochran Community Service Award in 2014.

Michael currently resides in Kansas City, Missouri with his wife and daughter.

EDUCATION

University of Missouri Columbia School of Law, J.D.

University of Missouri Columbia, B.A.

BAR ADMISSIONS

Missouri

Kansas

Eric L. Dirks

Eric represents consumers who have been injured on a contingency basis. Eric's litigation practice includes: class action, commercial disputes, wage and hour and personal injury. Eric has extensive experience on both the plaintiff and defense side of cases. Now he focuses on representing individuals and businesses who are looking for an alternative to paying a lawyer by the hour.

Eric started his career at one of Kansas City's largest law firms. While there, he represented well-known corporate clients in the areas of products liability, class actions, and complex litigation. From there, he became a partner at one of Kansas City's most prestigious plaintiffs law firms.

Eric is routinely recognized by "Best of the Bar" and "Super Lawyers" as one of the top attorneys in Missouri and Kansas. In fact, Eric has been recognized as one of the top 50 lawyers in Kansas City by Super Lawyers. Eric is AV rated by Martindale Hubbell. He is also active in his community. For example, in July 2015, Governor Jay Nixon appointed Eric to the Missouri Ethics Commission. The Missouri Senate confirmed Eric to the Commission in 2016. The Missouri Ethics Commission serves the public interest by promoting and maintaining transparency, accountability, and compliance with campaign finance, lobbying and conflict of interest laws. Eric served the Commission and the State of Missouri through 2018. Eric also serves on the board of Steam Studio, a nonprofit STEM program for students in the City's core.

Eric has represented individuals and classes nationwide and obtained relief for clients totaling over \$75 million, including settlements against companies such as Bank of America and Wells Fargo. He has also handled numerous copyright and trademark disputes for plaintiffs and defendants across the country achieving favorable verdicts and settlements. Eric won the first ever wage and hour overtime class action trial in the state of Kansas against Tyson Foods in 2011. Eric also successfully argued the issue of class certification before the Missouri Supreme Court in *State ex rel. Fogle Enterprises, et al. v. Johnson*, No. SC95949. Eric has also helped recover millions of dollars for clients injured by the negligence of others.



Eric serves as lead counsel on numerous class and collective actions in the Midwest and elsewhere. As a contingency lawyer, Eric provides legal representation for those who need outstanding representation without the cost and expense of a large firm.

Eric's success as a contingency lawyer was no accident — he worked hard to become such an accomplished professional. He attended the University of Iowa for law school where he received his J.D., with high distinction and was elected to the Order of the Coif. Eric received his B.A. in English from the University of Kansas in 1999.

Before college, Eric enlisted in the United States Army Reserves where he was a combat medic and went on to obtain the rank of Sergeant. He takes the discipline, professionalism, and respect for others he learned in the military with him whenever he goes to court — contingency fee cases are no exception.

EDUCATION

University of Iowa College of Law, Iowa City, Iowa, J.D.

Honors: High Distinction

Honors: Order of the Coif

University of Kansas, B.A.

BAR ADMISSIONS

Missouri

U.S. District Court Western District of Missouri

U.S. District Court Eastern District of Missouri

U.S. District Court District of Kansas

U.S. District Court District of Colorado

U.S. Court of Appeals 10th Circuit

U.S. Court of Appeals 9th Circuit

Matthew L. Dameron

Matt's practice focuses on representing businesses, individuals, and classes in complex litigation. Matt's work includes class actions, individual cases, and commercial disputes.

Matt earned his law and undergraduate degrees from the University of Missouri. In law school, he served as Editor in Chief of the Journal of Dispute Resolution.

Matt previously clerked for the Honorable Nanette K. Laughrey, United States District Judge for the Western District of Missouri. Before law school, Matt served as the Campaign Coordinator for Congressman Ike Skelton. He is a native of Sedalia, Missouri.

Matt is currently handling the following matters:



- An antitrust matter on behalf of the Mississippi Attorney General's Office concerning alleged anticompetitive conduct by manufacturers of automotive component parts.
- A proposed class of investors who held warrants in a global corporation.
- A proposed class on behalf of citizens in St. Louis County who paid unlawful water ISRS fees.
- A proposed class of Missourians who were victims of a data breach against their health insurer.
- A proposed class on behalf of individuals whose alcohol and drug treatment health records were wrongfully disclosed.
- A proposed class of Nissan owners who experienced floorboard rust in their vehicles due to the vehicle's defective design.
- A case on behalf of investors in a defunct corporation against the corporation's board and officers alleging fraud and misrepresentation.
- Two proposed classes on behalf of Missouri consumers who paid unlawful fees for their medical health records.
- In addition to his litigation work, Matt is an advisor and counsel for a variety of other ventures, including:
- An investment management company with over \$100 million in assets under management;
- A mobile payment start-up company founded in Kansas City; and
- A not-for-profit association that works to enhance economic opportunities between twelve Midwest states and China.

Matt also previously was appointed to serve as a Special Prosecutor for the Prosecuting Attorney's office in Jackson County, Missouri.

EDUCATION

University of Missouri Columbia School of Law, J.D.

University of Missouri Columbia, B.A.

BAR ADMISSIONS

Supreme Court of the United States

Missouri

Kansas

New York

U.S. District Court, Western District of Missouri

U.S. District Court, District of Kansas

Kevin J. McManus

Kevin focuses his legal practice primarily in the areas of personal injury and business disputes in state and federal court. His legal experience is broad and diverse and includes cases involving serious injury or wrongful death, product liability, breach of contract, fraud, shareholder disputes, and real estate/construction litigation.



Kevin is passionate about protecting the rights of those he represents. In addition to his legal expertise, he has a keen eye for detail and the ability to see the whole picture. These qualities, together with his client-centered, results-driven approach, make him someone you want in your corner regardless of the situation.

Kevin began his legal career as an attorney at a large, national Kansas City firm, and more recently, he was a partner at a regional law firm based in Kansas City. Kevin has been as recognized as “Best of the Bar” by the Kansas City Business Journal and as a Super Lawyers “Rising Star” in Missouri and Kansas. In 2017, Ingram’s magazine named Kevin as a “Forty under 40” honoree. He is a member of the Missouri and Kansas Bars and a graduate of the Ross T. Roberts Trial Academy Program of the Kansas City Metropolitan Bar Association.

In addition to practicing law, Kevin represents the 6th District of the City Council for Kansas City, Missouri. Prior to serving on the City Council, Kevin served in the Missouri House of Representatives for five years, first elected in 2010 and re-elected in 2012 and 2014. The Missouri Bar awarded Kevin its Legislative Award in 2012 for his outstanding commitment to improving the administration of justice in Missouri.

Kevin earned his undergraduate degree in Government from the University of Notre Dame and his law degree from Saint Louis University. While in law school, Kevin served as a judicial intern for the Honorable Richard E. Webber, U.S. District Court of the Eastern District of Missouri.

Kevin, his wife, and their two sons live in Kansas City, Missouri.

EDUCATION

Saint Louis University School of Law, J.D., Magna cum laude
Order of the Woolsack
Law Journal, Note and Comment Editor
1843 Scholar
University of Notre Dame, B.A., Summa cum laude

BAR ADMISSIONS

Missouri
Kansas
U.S. District Court, Western District of Missouri
U.S. District Court, District of Kansas



Thomas J. Bailey

Tom is an associate attorney at Williams Dirks Dameron. He is an experienced trial attorney with more than 30 cases tried before juries and judges. Tom has managed all aspects of litigation including investigation, discovery, depositions and the trial of cases. He is also experienced in writ litigation and recently authored a motion that was argued at the Missouri Supreme Court.

Prior to joining the firm, Tom was an attorney with the Missouri State Public Defender representing clients throughout northwest Missouri. In the Jackson County Trial Office, he served as both the juvenile coordinator and a trial team leader with supervisory responsibility of other attorneys. Tom is a frequent lecturer at continuing legal education seminars on numerous topics for both the public and private bar. A yearly award given in the Jackson County Trial Office for achieving outstanding results bears Tom's name.

During law school, Tom was the research assistant for professor Tiffany Murphy, the former legal director of the Midwestern Innocence Project. He also interned with the Federal Public Defender of the Western District of Missouri and was the Vice President of the Delta Theta Phi Legal Fraternity.

Tom currently resides in Kansas City, Missouri with his wife.

EDUCATION

The University of Missouri-Kansas City School of Law, J.D.
Northwest Missouri State University, B.S., Cum laude

BAR ADMISSIONS

Missouri



Amy R. Jackson

Amy is an associate attorney at Williams Dirks Dameron. She represents clients on an individual and class-wide basis in a broad range of legal disputes. Her practice primarily focuses on: class actions, commercial litigation, workplace discrimination, personal injury, and employment contract disputes.

Amy was born and raised in the Kansas City area and brings a unique perspective to the firm. Prior to law school, Amy was a paralegal for a nationally based litigation firm and was part of trial teams litigating cases across the United States.

During law school, Amy excelled as a member of the editorial board for Law Review and her article, *Montanile v. Board of Trustees of the National Elevator Industry Health Benefit Plan: Collaring the ERISA Beast*, was chosen for publication.

In addition, Amy was President of the student chapter of the Missouri Association of Trial Attorneys, a board member of the Hispanic Law Students Association, a member of the Association of Women Law Students, and inducted into the International Legal Honor Society of Phi Delta Phi.

Throughout her law school experience, she competed in various mock trial competitions. Amy was also a recipient of the Tiera Farrow Scholarship Award and the Advocacy Scholarship.

Amy lives in Kearney, Missouri and enjoys spending time with family and friends.

EDUCATION

The University of Missouri-Kansas City School of Law, J.D.

The University of Missouri-Kansas City, B.S.

BAR ADMISSIONS

Missouri

Kansas

U.S. District Court, Western District of Missouri

U.S. District Court, District of Kansas

PROFESSIONAL ASSOCIATIONS

The Missouri Bar Leadership Academy, 2018-2019

The Kansas City Metropolitan Bar Association

The Kansas City Metropolitan Bar Association, Young Lawyers Section

The Missouri Association of Trial Attorneys

The Association of Women Lawyers of Greater Kansas City

The Hispanic Bar Association of Greater Kansas City

University of Missouri-Kansas City School of Law Young Alum - Council Member



Jennifer L. Hubbard

Jennifer zealously assists people who have been discriminated against or harassed at their place of employment with their legal claims. When it comes to labor lawyers, Jennifer is one of the best. Labor law can be complicated, but Jennifer helps people who have suffered discrimination, harassment, or retaliation based on their race, color, sex, national origin, ancestry, age, disability, or religion. Additionally, Jennifer assists people with their legal claims for sexual harassment and FMLA interference and retaliation. It takes a passionate and knowledgeable labor lawyer to provide due diligence in these cases, and Jennifer is just the professional to do it.

Jennifer graduated from the University of Tulsa College of Law, serving as the Notes & Comments Editor of the Tulsa Law Journal. Jennifer, one of our most skilled labor lawyers, also received the CALI AM JUR Award in appellate brief writing.

Jennifer resides in Overland Park with her husband and two children.

EDUCATION

University of Tulsa College of Law, J.D.

Drury University

BAR ADMISSIONS

Missouri

Kansas

Texas

California

U.S. District Court for the District of Kansas



Drew W. Rogers

Drew is an associate attorney at Williams Dirks Dameron. He represents clients on an individual and class-wide basis in a broad range of legal disputes. His practice primarily focuses on: class actions, commercial litigation, wage and hour class litigation, workplace discrimination, personal injury, and employment contract disputes.

Drew hails from the Kansas City region. Coming from an entrepreneurial family, he learned the value of hard work from a young age. Before law school, he worked at a software company based in Mission, Kansas.

Drew sought out a variety of leadership roles during law school, serving as the Treasurer of the ACLU Student Alliance; a Class Representative in the Student Bar Association; Senator on behalf of the law school to the Student Government Association; and finally, President of the Student Government Association. In addition to law school, he also graduated with his Master of Business Administration.

Drew lives in the Waldo neighborhood of Kansas City. He enjoys walking the trolley trail with his dog, competing in recreational sports, attending professional and collegiate sporting events, volunteering with Big Brother Big Sisters of Greater Kansas City, and spending time with friends and family.

EDUCATION

The University of Missouri-Kansas City School of Law, J.D.
The University of Missouri-Kansas City, MBA
Kansas State University, B.S.

BAR ADMISSIONS

Missouri
U.S. District Court, Western District of Missouri
U.S. District Court, Eastern District of Missouri

PROFESSIONAL ASSOCIATIONS

The Kansas City Metropolitan Bar Association
Young Professionals Board of Legal Aid of Western Missouri
Missouri Association of Trial Attorneys

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF CONNECTICUT**

NED SIMERLEIN, JAMES ECKHOFF,
MARICEL LOPEZ, CRAIG KAISER, JOHN
F. PRENDERGAST, RAYMOND and
ROSARIO ALVAREZ, KAREN EASON,
JENNIFER SOWERS, JENNIFER
FRANKLIN, JORDAN AMRANI, CRYSTAL
GILLESPIE, MELISSA STALKER, DILLEN
STEEBY, PAULA McMILLIN, JOSEPH C.
HARP Jr., and JAMES and MELISSA JUGO
TINNEY, individually and on behalf of
all others similarly situated,

CASE NO. 3:17-CV-01091-VAB

v.

TOYOTA MOTOR CORPORATION,
TOYOTA MOTOR NORTH AMERICA,
INC., TOYOTA MOTOR SALES, USA, INC.,
TOYOTA MOTOR ENGINEERING &
MANUFACTURING NORTH AMERICA,
INC. and TOYOTA MOTOR
MANUFACTURING, INDIANA, INC.

**DECLARATION OF JEFFREY S. HURST IN SUPPORT OF
PLAINTIFFS' MOTION FOR ATTORNEYS' FEES, EXPENSES,
AND SERVICE AWARDS TO THE CLASS REPRESENTATIVES**

JEFFREY S. HURST hereby declares under penalty of perjury pursuant to 28 U.S.C. § 1746 as follows:

1. I am a partner of the law firm of MONTELEONE & McCRORY, LLP. I joined MONTELEONE & McCRORY, LLP in 1996. While at the firm I have participated in construction defect litigation, extra work claims against public entities, payment bond litigation and class action litigation as legal counsel. I have been lead trial counsel in at least four (4) class action cases and co-counsel in numerous others.

2. I received my undergraduate degree from the University of California in San Diego in 1985, where I graduated eligible for honors. I received my law degree from the University of California at Los Angeles in 1988. I became a partner at MONTELEONE & McCRORY, LLP in 2005 and am currently a senior partner. I am AV rated by Martindale & Hubbard. I have received several peer reviewed honors such as Southern California Super Lawyers and Best Attorneys among several others.

3. I am admitted to practice in the State of California, including the Central District Federal Court. I acted as sole local counsel in this case which included the initial filing of the complaint, filing of Pro Hac Vice and insurance of compliance with the California Rules of Court and Local Rules. I reviewed all pleadings in this case and orders from the Court. I am informed and believe that no pleadings filed by plaintiffs were rejected for failure to comply with California Rules of Court or Local Rules.

4. I respectfully submit this declaration in support of Plaintiffs' Motion for Attorneys' Fees, Expenses, and Service Awards to the Class Representatives. I have personal knowledge of the matters set forth herein and competent to testify with respect thereto.

5. From June 22, 2019 through May 6, 2019 my firm has expended 39.5 hours of billable work by myself and paralegals in connection with this litigation. Based upon our customary rates in this type of litigation, the lodestar value of that time is \$12,590.00 based upon current rates.

6. My firm's work on this case was performed on a wholly-contingent basis pursuant to contingency fee contracts with the named Plaintiffs. MONTELEONE & McCRORY, LLP has not received any amounts for attorneys' in connection with this case. MONTELEONE & McCRORY, LLP has been reimbursed for expenses by various co-counsel.

7. Shown below is a true and correct summary identifying the attorneys and paralegals who have worked on this litigation, the number of hours, those individuals have worked, their regular hourly billing rates, and their respective lodestar values. I anticipate that additional time and expenses will be incurred for the work that MONTELEONE & McCRORY, LLP will be performing on this matter through the conclusion of the settlement. This declaration is based upon billable and paralegal time through May 6, 2019.

8. I have been practicing law for 30 years in Los Angeles. I am familiar with the rates charge by similar sized firms who perform similar work in Los Angeles both through the review of motions for attorneys' fees and speaking directly with my colleagues in similar firms about the rates the routinely charge for paralegals and attorneys. The hourly rates shown below are the usual and customary lodestar rates charged in Los Angeles in which the firm typically handles cases for each individual doing the type of work performed in this litigation. These rates were not adjusted, notwithstanding the complexity of this litigation, the skill and tenacity of the opposition, the preclusion of other employment, the delay in payment, or any other factors that could be used to justify a higher hourly compensation. Additionally, MONTELEONE & McCRORY routinely charges and is paid these rates for work it does on an hourly basis and I have personally been paid retainers and received attorneys' fees awards based upon these rates.

- Jeffrey S. Hurst – Partner - \$10,455.00 (24.6 hours @ \$425/hour)
- Sallie A. Raspa – Paralegal - \$1,335.00 (8.9 hours @ \$150/hour)
- Pamela Vankesteren – Paralegal - \$300.00 (2 hours @ \$150/hour)
- Elena Swatek – Paralegal - \$500.00 (4 hours @ \$125/hour)

9. These amounts were derived from contemporaneous daily time records compiled on this matter, which are recorded in our computerized database. The firm requires regular and contemporaneous recording of time records, which occurred in this case.

10. The lodestar summary reflects MONTELEONE & McCRORY, LLP's experience in the field, the complexity of the matters involved in this litigation, and the prevailing rate for providing such services. I personally reviewed all of the billing summaries on a monthly basis to ensure accuracy.

11. My firm advanced the below filing fees and other reimbursable expenses totaling \$3,284.38. I reviewed all of the billed fees and expenses to ensure accuracy at the end of each month reviewed an electronic summary of these filing fees and expenses in preparation for drafting this declaration. All of these fees and expense were necessary for the prosecution of this litigation and have been reimbursed by co-counsel. Therefore, MONTELEONE & McCRORY, LLP is not owed anything for fees and expenses as they are included in co-counsel's respective Declarations in support of this Motion for Attorneys' Fees, Expenses and Service Awards for Class Representative.

- Court Fees: \$3,000.00
- Messenger Expense: \$195.88
- Service of Process: \$88.50

12. These expenses are reflected in the books and records regularly kept and maintained by my firm.

13. In my opinion, the time expended and incurred in prosecuting this action were reasonably and necessary for the diligent litigation of this matter and proper compliance with Federal Rules of Civil Procedure and Local Rules.

14. As reflected in this declaration, I have significant experience in prosecuting a significant number of class action cases on behalf of plaintiffs and defendants in California State and Federal Courts.

15. Based upon my experience, I believe that the proposed Settlement is fair, adequate, and reasonable based upon—among other things as detailed in our briefs—the risks of continued litigation, strength of Plaintiffs’ claims, and relief achieved on behalf of the individual Class members. In addition to the significant injunctive relief obtained by the attorneys, consumers are also able to claim the amount that they have paid in eligible out-of-pocket expenses related to repair of the power sliding rear doors at issue in this litigation.

16. This case was litigated over the course of nearly two years, involving a significant amount of dismissal motion practice, informal and confirmatory discovery, and expert work. I am informed and believe that the proposed Class Representatives fulfilled their duties to the Class by ensuring that the proposed Settlement was fair, adequate, and reasonable, stayed abreast of litigation, and provided documents and information as necessary. Accordingly, I believe that the proposed service awards to each of the proposed Class Representatives are also appropriate.

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

Executed on May 10, 2019 in Los Angeles, CA.

By: /s/ Jeffrey S. Hurst
JEFFREY S. HURST

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF CONNECTICUT**

NED SIMERLEIN, JAMES ECKHOFF,
MARICEL LOPEZ, CRAIG KAISER, JOHN
F. PRENDERGAST, RAYMOND and
ROSARIO ALVAREZ, KAREN EASON,
JENNIFER SOWERS, JENNIFER
FRANKLIN, JORDAN AMRANI, CRYSTAL
GILLESPIE, MELISSA STALKER, DILLEN
STEEBY, PAULA McMILLIN, JOSEPH C.
HARP Jr., and JAMES and MELISSA JUGO
TINNEY, individually and on behalf of
all others similarly situated,

CASE NO. 3:17-CV-01091-VAB

v.

TOYOTA MOTOR CORPORATION,
TOYOTA MOTOR NORTH AMERICA,
INC., TOYOTA MOTOR SALES, USA, INC.,
TOYOTA MOTOR ENGINEERING &
MANUFACTURING NORTH AMERICA,
INC. and TOYOTA MOTOR
MANUFACTURING, INDIANA, INC.

**DECLARATION OF ANGELA OWENS IN SUPPORT OF
PLAINTIFFS' MOTION FOR ATTORNEYS' FEES, EXPENSES,
AND SERVICE AWARDS TO THE CLASS REPRESENTATIVES**

ANGELA OWENS, hereby declares under penalty of perjury pursuant to 28 U.S.C. § 1746

as follows:

1. I am an attorney with the law firm of Gary C. Johnson, PSC.
2. I am admitted to practice in the Commonwealth of Kentucky. I have also been admitted to federal courts in the Commonwealth of Kentucky.

3. I respectfully submit this declaration in support of Plaintiffs' Motion for Attorneys' Fees, Expenses, and Service Awards to the Class Representatives. I have personal knowledge of the matters set forth herein and are competent to testify with respect thereto.

4. From May 17, 2017 through April 30, 2019, my firm has expended 64 hours of work in connection with this litigation. Based upon our customary rates in this type of litigation, the lodestar value of that time is \$275 for attorney time and \$50 per hour of paralegal and assistant time.

5. My firm's work on this case was performed on a wholly-contingent basis pursuant to contingency fee contracts with the named Plaintiffs. Gary C. Johnson, PSC, has not received any amounts in connection with this case, either as fee income or expense reimbursement.

6. Shown below is a true and correct summary identifying the attorneys, legal assistants and paralegals who have worked on this litigation, the number of hours, those individuals have worked, their regular hourly billing rates, and their respective lodestar values. We anticipate that additional time will be incurred for the work that Gary C. Johnson, PSC will be performing on this matter through the conclusion of the settlement.

7. The hourly rates shown below are the usual and customary lodestar rates charged in Lexington, Kentucky, and the national venues in which the firm typically handles cases for each individual doing the type of work performed in this litigation. These rates were not adjusted, notwithstanding the complexity of this litigation, the skill and tenacity of the opposition, the preclusion of other employment, the delay in payment, or any other factors that could be used to justify a higher hourly compensation.

Attorney:	Angela Owens	30 hours	\$275 per hour
Paralegal:	Tabitha George	22 hours	\$50 per hour

Legal Asst: Sara Evans 12 hours \$50 per hour

8. In my opinion, the time expended and incurred in prosecuting this action were reasonably and necessary for the diligent litigation of this matter.

9. Based upon my experience, I believe that the proposed Settlement is fair, adequate, and reasonable based upon—among other things as detailed in our briefs—the risks of continued litigation, strength of Plaintiffs' claims, and relief achieved on behalf of the individual Class members. In addition to the significant injunctive relief obtained by the attorneys, consumers are also able to claim the amount that they have paid in eligible out-of-pocket expenses related to repair of the power sliding rear doors at issue in this litigation.

10. This case was litigated over the course of nearly two years, involving a significant amount of dismissal motion practice, informal and confirmatory discovery, and expert work. The proposed Class Representatives fulfilled their duties to the Class by ensuring that the proposed Settlement was fair, adequate, and reasonable, stayed abreast of litigation, and provided documents and information as necessary. Accordingly, I believe that the proposed service awards to each of the proposed Class Representatives are also appropriate.

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

Dated: May 10, 2019

By:


Angela Owens