

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

ROBERT THOMAS, SCOTT
PATRICK HARRIS, MICHAEL
BELL, SANDRA PALUMBO,
FRANK KARBARZ, and THOMAS
DAVIS on behalf of Themselves and
all others similarly situated,

Plaintiffs,

v.

LENNOX INTERNATIONAL, INC.,

Defendant.

Case No. 1:13-cv-07747

Hon. Sara L. Ellis

Class Action

**PLAINTIFFS' MOTION FOR ATTORNEYS' FEES,
COSTS, AND INCENTIVE AWARDS**

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Pursuant to Fed. R. Civ. P. 23, Plaintiffs Robert Thomas, Scott Patrick Harris, Michael Bell, Sandra Palumbo, Frank Karbarz, and Thomas Davis, by their counsel, respectfully submit the following as their Motion for Attorneys' Fees, Costs, and Incentive Awards.

INTRODUCTION

Plaintiffs' Counsel ("Class Counsel") in the above-entitled matter (the "Class Action") respectfully submit this Memorandum in Support of Their Joint Petition for an Award of Attorneys' Fees and Reimbursement of Costs and Expenses (the "Joint Petition") in the amount of \$1.25 million and for an order making a service award of \$2500 to each of the six Class Representative Plaintiffs. The award sought here is justified as Class Counsel, through arduous negotiation, have secured for the Class an important settlement that provides substantial benefits to each and every member of the proposed Settlement Class. Notably, the Class is not in any way paying for the requested fee, as the settlement requires Lennox itself to pay the fees without any reduction in Class benefits. Indeed, the fees were negotiated *only* after first reaching agreement on the terms of the underlying Class relief, and the fee negotiation occurred at arms length under the supervision and assistance of Retired Federal Magistrate Judge Edward Infante, formerly of the United States District Court for the Northern District of California.

As discussed herein, the proposed fee is small in relation to the \$35,118,311 million value of the settlement achieved here. In comparison to this valuation, the \$1.25 million fee and expense award Class Counsel seek is reasonable under the law in this Circuit governing fee petitions. Class Counsel undertook a significant risk in undertaking this litigation, expending thousands of hours of effort and tens of thousands of dollars in expenses, all without any guarantee that they would be reimbursed.

Given the course of this litigation, the terms of the Settlement achieved, and the risk taken over the course of the case, Class Counsel have earned the fee requested in this case, which would give Class Counsel a *negative* multiplier of 0.78 and would represent as little as two or three percent, and no more than thirty-five percent, under Class Counsel's valuation of certain quantifiable components of the Settlement and in consideration of other highly valuable benefits that were not precisely quantified.¹ Regardless of which measure is used to determine a reasonable fee – either the “lodestar” or the “percentage of recovery” method - the fee sought is in full compliance with applicable Seventh Circuit and other relevant precedent, and the fee is particularly consistent with the Seventh Circuit's directive that “court[s] must [] be careful to sustain the incentive for attorneys to continue to represent such clients on an inescapably contingent basis.” *Florin v. NationsBank of Ga., N.A.*, 60 F.3d 1245, 1247 (7th Cir. 1995).

ARGUMENT

I. CLASS COUNSEL'S UNOPPOSED FEE REQUEST IS REASONABLE AND SHOULD BE GRANTED.

It is well-settled that attorneys who achieve a benefit for class members are entitled to compensation for their services. *Boeing Co. v. Van Gemert*, 444 U.S. 472, 478 (1980) (“this Court has recognized consistently that a litigant or a lawyer who recovers a common fund for the benefit of persons other than himself or his client is entitled to a reasonable attorney's fee from the fund as a whole”). This rule “is based on the equitable notion that those who have benefited from litigation should share in its costs.” *Sutton v. Bernard*, 504 F.3d 688, 692 (7th Cir.2007) (citing *In re Synthroid Mktg. Litig.*, 264 F.3d 712, 718 (7th Cir.2001)). Attorney fee awards are committed to the sound discretion of the court. *See* Fed. R. Civ. P. 23(h) (courts “may award

¹ Class Counsel's methodology is supported by the declaration of Lisa Snow, an experienced economist with the consulting firm of Duffy & Phelps. Ms. Snow's declaration is attached to the Plaintiffs' Memorandum in Support of the Motion for Certification of Settlement and Class and Final Approval of the Settlement as Ex. C.

reasonable attorney's fees and nontaxable costs that are authorized by law or by the parties' agreement").

In determining a reasonable fee, "the judge must assess the value of the settlement to the class and the reasonableness of the agreed-upon attorneys' fees for class counsel..." *Redman v. RadioShack Corp.*, 768 F.3d 622, 629 (7th Cir. 2014). Courts in this Circuit and elsewhere evaluate the reasonableness of Class Counsel's petition for fees using either the "percentage of recovery" approach or the "lodestar" approach. *See Florin v. Nation's Bank of GA, NA.* 60 F.3d 1245, 1247, n.2 (7th Cir. 1995). Under the lodestar approach, a "lodestar" figure is calculated by multiplying the number of reasonable hours expended by each individual attorney's hourly rate. This base "lodestar" may be adjusted upward via a "multiplier" to reflect the benefit of the settlement to the Class as well as the contingent nature of the attorney's undertaking based on the likelihood of success in obtaining a judgment or settlement measured at the time the attorney began work on the case. *Skelton v. Gen. Motors Corp.*, 860 F.2d 250, 255 (7th Cir. 1988) (citations and quotations omitted). Under the percentage approach, a flat percentage of the settlement fund is awarded as fees. *Id.* However, under either approach, the court's task is to do its "best to award counsel the market price for legal services, in light of the risk of nonpayment and the normal rate of compensation in the market" at the outset of the litigation when the risk of loss still existed. *Sutton v. Bernard*, 504 F.3d at 692 (7th Cir. 2007).

The decision of which method to apply is left to the discretion of the court. *See Americana Art China Co., Inc. v. Foxfire Printing and Packaging, Inc.*, 743 F.3d 243, 247 (7th Cir. 2014) (quoting *Florin*, 34 F.3d at 566 ("[W]e are of the opinion that both the lodestar approach and the percentage approach may be appropriate in determining attorney's fee awards, depending on the circumstances ... The decision whether to use a percentage method or a lodestar method remains

in the discretion of the district court.”). In cases like this one, where there is no actual “common fund,” courts often opt to apply the lodestar method to determine Class Counsel’s reasonable fee. *See, e.g., Dewey v. Volkswagen of Am.*, 728 F. Supp 2d 546, 593 (D.N.J. 2010). The Seventh Circuit has further explained that a district court “must set a fee by approximating the terms that would have been agreed to *ex ante*, had negotiations occurred.” *Americana Art China Co., Inc. v. Foxfire Printing and Packaging, Inc.*, 743 F.3d 243, 246–47 (7th Cir. 2014) (citations omitted.) The Seventh Circuit has nevertheless recognized, however, that “[s]uch estimation is inherently conjectural.” *In re Trans Union Corp. Privacy Litig.*, 629 F.3d 741, 744 (7th Cir. 2011).

In any event, as Class Counsel explain below, under any method of evaluation, Class Counsel’s request is reasonable and should be granted.

A. The Fee Requested Was the Product of Negotiation Which is Strongly Encouraged in This Circuit.

Before analyzing the reasonableness of the request, it is important to note that courts strongly encourage negotiated fee awards in class action settlements. *See Hensley v. Eckerhart*, 461 U.S. 424, 437 (1983) (“A request for attorneys’ fees should not result in a second major litigation. Ideally, of course, litigants will settle the amount of the fee.”). Accordingly, negotiated fee awards should be given particular deference. *See Williams v. MGM-Pathé Comms. Co.*, 129 F.3d 1026, 1027 (9th Cir. 1997) (noting specifically that the attorneys’ fees were negotiated in coming to the conclusion that the fee request was fair); *In re Prudential Ins. Co. of Am. Sales Practices Litig.*, 106 F.Supp. 2d 721, n.1 (D.N.J. 2000) (giving deference to the negotiated attorneys’ fees and noting that “if such agreements are likely to be subject to further reduction by the Court notwithstanding the absence of any collusion or opportunity for collusion, and notwithstanding the absence of any impact on the class recovery, then future plaintiffs’ counsel will have little incentive to make such agreements”); *Manners v. Am. Gen. Life Ins. Co.*,

1999 WL 33581944, *28 (M.D. Tenn 1999) (“the Court gives great weight to the negotiated fee in considering the fee and expense request.”). This is particularly true when, as is the case here, a neutral mediator was involved in the negotiations.

B. The Parties Negotiated the Process From Which the Fee Resulted Was Proper As It Was Negotiated at Arms-Length and Only After the Negotiation of the Class Benefit Had Been Concluded.

The fee was negotiated only after all class compensation was agreed upon. (Shub Decl., ¶7.); (Infante Decl., ¶4). This approach is expressly endorsed by the *Manual for Complex Litigation*. See Manual, at 21.7 (4th ed. 2004) (“Separate negotiation of the class settlement before an agreement on fees is generally preferable.”). Put simply, once the material terms of the settlement were agreed upon, Lennox had every incentive to negotiate as low a fee as possible to decrease its overall costs. Throughout the fee negotiations, Class Counsel remained ready to litigate the attorneys’ fees issue if the parties did not reach an agreement. (Shub Decl., ¶7.) In the end, the negotiated fee reflects an arm’s length compromise, in which both parties measured and attempted to manage risk.

Importantly, *the fee award does not in any way diminish the consideration each class member receives*. In a traditional common fund recovery, an awarded attorney fee is withdrawn from the fund before claims are paid to class members, thus reducing the amount available to the class. Here, however, the fee requested by Class Counsel will in no way reduce the amount available for payment to the Class. Rather, the fees will be paid separately from the class benefit. This additionally bolsters the request for fees. See *In re Vitamin Antitrust Litig.*, 2004 WL 6080000, *5 (D.D.C. Oct. 22, 2004) (“The fact that “the proposed fee [did] not diminish the Plaintiffs’ recovery was an important factor supporting this Court’s approval of the first fee petition.”) (citations omitted).

C. The Requested Fee is Reasonable Under Either the Lodestar or Common Value Approaches.

1. Class Counsel Performed Substantial Work on Behalf of the Class, and The Requested Fee Actually Results in a Negative Multiplier.

Class Counsel expended tremendous effort in bringing about this settlement on behalf of class member. Lennox's skilled attorneys mounted a hard defense at every stage, first in litigation context, and then through months of mediation. Following the agreements reached at the mediation, the formal settlement agreement itself took several additional months to negotiate and finalize. (Shub Decl, ¶6.)

The hours Class Counsel expended in battling Lennox, which total more than 2,359.7 (See Class Counsel Fee Declarations, Attached as Exhibits 1, 2, and 3 herein), included the following:

- **Pre-Complaint Factual Investigation.** Class Counsel began conducting a factual and legal investigation in 2013 to determine whether there was a cause of action against Lennox. This involved working with potential clients and gathering factual background and the analysis and testing of coils.
- **Pre/Post-Complaint Legal Investigation.** With the initial factual investigation ongoing, Class Counsel investigated the litigation landscape. In addition, Class Counsel researched: (1) choice of law issues; (2) the appropriate venue and potentially applicable statutes and common law claims under Illinois and various other states' laws; and (3) the elements and potential defenses for each of the proposed claims. Once the initial factual and legal research were concluded, Class Counsel began: (1) formulating the consumer fraud and breach of contract claims; (2) drafting, preparing, and filing the Complaint; and (3) engaged in ongoing correspondence with clients regarding the complaint and the case in general. Throughout this process, there were strategic conferences amongst Class Counsel to present the most viable Complaint on behalf of the plaintiffs and putative class.
- **Discovery.** The Parties engaged in significant formal and informal discovery. Class Counsel engaged in an extensive survey of the cause of the alleged defect at issue here. Class Counsel collected and analyzed leaks in dozens of Lennox coils and retained two experts to assist them. Lennox produced documents to Class Counsel, and Class Counsel reviewed and analyzed them.

Furthermore, Class Counsel deposed a senior Lennox official to confirm the basis for the settlement terms.

- **Interactions With Clients and the Members of the Class.** This case generated significant publicity. During the course of the past 24 months, Class Counsel have received hundreds of inquiries Class Members, which has required Class Counsel to take the time to communicate with each individual, collect data to help investigate the case, and regularly keep Class Members updated with progress in the case.
- **Settlement.** This court is already well-aware of the substantial and protracted settlement negotiations Class Counsel conducted with Defendants that spanned more than a year. The parties first hired a well-respected mediator, retired Judge Richard E. Neville, to assist with negotiations. The parties reached an impasse in the settlement negotiation. They then hired another well-respected mediator, retired Judge Edward Infante. Class Counsel researched and drafted many memoranda regarding potential settlement structures, analyzed settlements in similar cases, consulted with experts, reviewed discovery provided on an informal basis, and attended several in-person mediation sessions as well as numerous follow-up telephone conferences and E-mail exchanges. After several more months of negotiations, the parties were able to reach an agreement on substantive terms that would provide immediate and direct benefits to the Class. After the class benefit and fees were agreed to, the parties next spent several months finalizing all the details of the settlement.

The affidavits from the three petitioning law firms detail the hours each firm expended in the prosecution of this litigation (this does not include any costs or fees associated with preparing this submission). There was little or no duplication of effort and Class Counsel efficiently and productively litigated this case.

To arrive at the base lodestar figure of \$1,420,539.00, Class Counsel multiplied the total hours by the current hourly rates² of the attorneys and paralegals who worked on this Class Action. A reasonable hourly rate should be in line with the prevailing rate in the “community for

² Current hourly rates are generally applied in calculating the lodestar figure. *See Skelton*, 860 F.2d at 255 n.5. Moreover, Class Counsel’s rates vary appropriately between attorneys and between paralegals, depending on the position and experience level. The rates for each individual attorney and paralegal are set forth in the Declarations and in the charts and exhibits to the Declarations.

similar services by lawyers of reasonably comparable skill, experience and reputation.” *Jeffboat, LLC v. Director, Office of Workers' Comp. Programs*, 553 F.3d 487, 489 (7th Cir. 2009). Exhibits to each petitioning firm’s affidavit also detail the calculation of hours for each attorney and paralegal that worked on the case, as well as provide a summary describing the services performed.³ The hours reported were compiled from contemporaneous time records maintained by each attorney and paralegal. Class Counsel respectfully submit that the hours expended on this litigation were reasonable and necessary in this case.

Nor is the work of class Counsel in this case complete. Because Class Counsel is filing this Petition for Attorneys’ Fees prior to final approval, the lodestar calculation and description of work set forth above does not account for all of the time Class Counsel will spend on this Class Action. Inclusion of this additional time will raise Class Counsel’s lodestar thereby further demonstrating the reasonableness of the fees requested.⁴

Indeed, the work yet to be performed by Class Counsel in this case is likely to be significant. Unlike other class action settlements where the efforts of counsel end when final approval is obtained, counsel in this case must continue their efforts to monitor and administer

³ Class Counsel’s detailed reports provide the specific services performed in this Class Action, and have been prepared in accordance with guidelines set forth in previous fee decisions. *See, e.g., Williams v. State Board of Elections*, 696 F.Supp.2d 1561 (N.D. Ill. 1988).

⁴ There is no doubt that time spent to achieve a benefit for the class is compensable. *Boeing*, 444 U.S. at 478. Here, the class will receive no benefit if the Settlement Agreement does not receive final approval. Thus, any time spent on obtaining final approval, including time spent on the final approval petition should be included in any lodestar calculation. *See Harman v. Lyphomed, Inc.*, 945 F.2d 969 (7th Cir. 1991) (while district court calculated lodestar, it examined detailed billing data for three sample periods of the fee petition, including “final settlement approval”).

the Settlement for years to come because the Settlement provides numerous future benefits which could extend the benefit for some class members until the year 2025.

With the base lodestar in mind, the Court may in its discretion adjust the base lodestar depending on certain factors. *See, e.g., Cook v. Niedert*, 142 F.3d 1004, 1015 (7th Cir. 1998); *Skelton*, 860 F.2d at 255. These factors include “the complexity of the legal issues involved, the degree of success obtained, and the public interest advanced by the litigation.” *Gastineau v. Wright*, 592 F.3d 747, 748 (7th Cir. 2010). Here, Class Counsel’s request for a \$1.25 million fee results in a *negative* multiplier meaning that request will *not* compensate Class Counsel for each hour that they expended.

The risk taken by Class Counsel on a contingent basis also supports the request, as Class Counsel faced a significant risk of nonpayment, not only for their time, but of unreimbursed out-of-pocket costs. *See Sutton*, 504 F.3d at 694 (“We recognized that there is generally some degree of risk that attorneys will receive no fee (or at least not the fee that reflects their efforts) when representing a class because their fee is linked to the success of the suit.”) (citations omitted); *see also Florin I*, 34 F.3d at 565 (“A court must assess the riskiness of the litigation by measuring the probability of success of this type of case at the outset of the litigation.”). As the Seventh Circuit has emphasized, “court[s] must also be careful to sustain the incentive for attorneys to continue to represent such clients on an inescapably contingent basis.” *Florin*, 60 F.3d 1245 at 1247.

Class Counsel also advanced the public interest in a significant manner in this case. They were able to extend warranties and provide additional warranty benefits and hold accountable a company that manufactured and allegedly sold a sub-standard product. As Justice Brandeis once

said, “Sunlight is the best disinfectant.” Brandeis, L. D. (1933). *Other people's money: And how the bankers use it*. Washington: National Home Library Foundation.

2. The Requested Fees Represent Only a Small Percentage of the Common Benefit Provided to the Class — Well Below Market and the Range that has Been Found Reasonable by the Courts.

Class Counsel’s fee request is also reasonable under the percentage of recovery approach. In deciding the appropriate fee under the percentage of recovery method, the Seventh Circuit has “consistently directed district courts to ‘do their best to award counsel the market price for legal services, in light of the risk of nonpayment and the normal rate of compensation in the market at the time.’” *Sutton*, 504 F.3d at 692 (quoting *In re Synthroid Mktg. Litig.*, 264 F.3d 712, 718 (7th Cir. 2001)); see also *Montgomery v. Aetna Plywood, Inc.*, 231 F.3d 399, 408 (7th Cir. 2000) (“the measure of what is reasonable [as an attorney fee] is what an attorney would receive from a paying client in a similar case”).

The fee agreements between Class Counsel and Plaintiffs are contingent in nature. (Shub Decl., ¶2.) Courts have found that in commercial, non-class litigation, attorneys regularly negotiate contingent fee arrangements for a fee of between 33.3% and 40% of the recovery. *Retsky Family Ltd. P’ship v. Price Waterhouse LLP*, 2001 WL 1568856, *4 (N.D. Ill. Dec. 10, 2001) (citing *Kirchoff v. Flynn*, 786 F.2d 320, 324 (7th Cir. 1986)); see also Richard Posner, *Economic Analysis of Law* § 21.9, at 534-35 (3d ed. 1986) (explaining established practice to reward attorneys for taking the risk of non-payment by paying them a premium over their normal hourly rates for winning contingency cases).

The same is equally true in the class action context, including in the Seventh Circuit. See *Berger v. Xerox Corp. Ret. Income Guarantee Plan*, 2004 WL 287902, *2 (S.D. Ill. Jan. 22, 2004) (finding that 29% of the gross settlement is a reasonable fee award); *Gaskill*, 160 F.3d at

362-3 (noting that typical contingency fees are between 33% and 40% and that “[s]ome courts have suggested 25% as a benchmark figure for a contingent-fee award in a class action”). *Will v. Gen. Dynamics Corp.*, 2010 WL 4818174, *2 (S.D. Ill. Nov. 22, 2010) (stating that, where the market for legal services in a class action is only for contingency fee agreements, and there is a substantial risk of nonpayment for the attorneys, “the normal rate of compensation in the market” is “33.33% of the common fund recovered”); *Summers v. UAL Corp. ESOP Comm.*, 2005 WL 3159450, *2 (N.D. Ill. Nov. 22, 2005) (finding that attorneys’ fees amounting to 16% of the gross settlement “is clearly within the range of what has been deemed reasonable by the Seventh Circuit”), citing *In re Matter of Cont’l Ill. Sec. Litig.*, 962 F.2d at 572; *Meyenburg v. Exxon Mobil Corp.*, 2006 WL 2191422, *2 (S.D. Ill. July 31, 2006) (“33 1/3% to 40% (plus the cost of litigation) is the standard contingent fee percentages in this legal marketplace for comparable commercial litigation.”). A Federal Judicial Center Study further supports the norm in attorney fee awards, finding that, in federal class actions, median attorney fee awards were in the range of 27% to 30%. Willging, Hooper & Niemic, *Empirical Study of Class Actions in Four Federal District Courts: Final Report to the Advisory Committee on Civil Rules*, at 69 (Fed. Judicial Center 1996).

Here, Plaintiffs are requesting – and Lennox has agreed to pay – \$1.25 million in attorneys’ fees and costs.⁵ As explained above, the potential value of those components of the Settlement quantified by Plaintiffs’ expert is more than \$35 million, and thus even if only ten percent of Class Members submit claims for the Settlement’s very substantial benefits, the

⁵ The Seventh Circuit recently held that in calculating the attorney’s fee percentage in a class action settlement a court should compare the attorney’s fee with the total amount recovered by plaintiffs, exclusive of administrative costs. See *Redman v. RadioShack Corp.*, 768 F.3d 622, 630 (7th Cir. 2014).

Settlement is still worth more than \$3.5 million.⁶ Thus, at the most, the requested attorneys' fees equate to just over thirty-five percent of the total benefit the Class will receive over the ten year life span of the Settlement program, and very likely substantially less, potentially as low as two or three percent. While the going rate in the market for class action legal fees clearly suggests a fee substantially in excess of the fee requested here, Class Counsel specifically agreed to limit their fee and cost reimbursement request to \$1.25 million in the interests of compromise. This compromise is well within the presumptive benchmarks set by the Seventh Circuit (and the market) and should be approved.

D. Class Counsel Should Be Reimbursed For Their Reasonably Incurred Litigation Expenses.

Courts regularly award reimbursement of those expenses that are reasonable and were necessarily incurred. *See Spicer v. Chi. Bd. Options Exch., Inc.*, 844 F. Supp. 1226, 1256 (N.D. Ill. 1993). In the prosecution of this Class Action, Class Counsel have advanced litigation costs and expenses in the amount of \$138,767.34. These costs and expenses are supported in the affidavits provided by each petitioning firm, and Class Counsel respectfully submit that the costs and expenses were reasonable and necessary to obtain the Settlement Agreement. Class Counsel anticipate additional costs and expenses will be incurred up to the time of final approval and after, and these expenses are included in the \$1.25 million fee request. Again, the costs and expenses awarded to Class Counsel will be paid by Lennox and not to the detriment of the Settlement Class.

⁶ Indeed, and as explained more completely in the accompanying Memorandum of Law in Support of Class Certification and Final Approval of the Settlement, taking into account the Settlement's broad protective value to all Class Members, who are in effect receiving an automatic enhancement of their existing Original Warranty coverage that consumers ordinarily pay considerable money for in the form of extended warranties, the overall value of the Settlement to the Class would be tens of millions of dollars higher than the conservative \$35 million valuation provided by Plaintiffs' expert. Even a nominal \$5 per Class Member would result in more than \$15 million in added value, bringing the total to more than \$50 million.

II. THE REQUESTED INCENTIVE AWARDS TO THE REPRESENTATIVE PLAINTIFFS ARE MODEST AND PROPER.

The Settlement Agreement calls for the payment of \$2,500 to each of the Six Class Representatives as “incentive” or “special” awards. Incentive awards are common in class action litigation such as this case, and they serve to encourage class members to serve as class representatives and to reward individual efforts that they take on behalf of the class(es) they seek to represent. *See, e.g., Cook*, 142 F.3d at 1016 (awarding \$25,000 incentive award); *Spicer v. Chi. Bd. Options Exch., Inc.*, 844 F. Supp. 1226, 1267-68 (N.D. Ill. 1993) (\$30,000 awarded from settlement fund of \$10 million); *In re Domestic Air Trans. Antitrust Litig.*, 148 F.R.D. 297, 348 (N.D. Ga. 1993) (\$142,500 awarded from settlement fund of \$50 million); *In re Dun & Bradstreet Credit Servs. Customer Litig.*, 130 F.R.D. 366, 373-74 (S.D. Ohio 1990) (\$215,000 awarded from settlement fund of \$18 million); *Enterprise Energy Corp. v. Columbia Gas Transmission Corp.*, 37 F.R.D. 240, 250-51 (S.D. Ohio 1991) (approving \$50,000 incentive awards). Such awards compensate class representatives for actual costs in time, money and the disruption of life incurred in the prosecution of the litigation.

The requested incentive awards here are reasonable. Plaintiffs were actively involved in the litigation and devoted material time and effort to the case. (Shub Decl., ¶9). These Plaintiffs, through their counsel, sought successfully to remedy a widespread wrong and have conferred valuable benefits upon their fellow Settlement Class Members. Plaintiffs participated in all aspects of written discovery. Additionally, each Plaintiff consulted with counsel on a regular basis; provided and reviewed a wide variety of documents related to these matters; and offered advice and direction at critical junctures, including the Settlement of the litigation. *Id.*

Most importantly, Plaintiffs were prepared to litigate this action through trial to properly represent the Class and fight for significant class relief. *Id.* Their actions, input, and participation

have conferred a significant benefit on the millions of individuals that comprise the Settlement Class. Furthermore, as with attorneys' fees, the parties negotiated this payment only *after* all substantive relief to the Class was agreed to in its principal form. (Shub Decl. ¶7.)

Therefore, the \$2,500.00 incentive award provided to each Class Representative is entirely reasonable and appropriate and should be approved.

CONCLUSION

Class Counsel's request for an award of attorneys' fees and costs in the amount of \$1.25 million, and the award of a \$2,500 incentive fee to each of the named Plaintiffs, is fair, appropriate, and reasonable. As such, Class Counsel and Plaintiffs respectfully request that the Court grant this request for relief and any other further relief that the Court deems just and appropriate.

Dated: November 4, 2015

Respectfully submitted,

ROBERT THOMAS, et al., Class
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EXHIBIT 1

IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

ROBERT THOMAS, on behalf
of Himself and all others
similarly situated,

Plaintiffs,

v.

LENNOX INTERNATIONAL,
INC.,

Defendant.

No. 1:13-cv-07747

**DECLARATION OF
JONATHAN SHUB IN
SUPPORT OF JOINT
MOTION FOR ATTORNEYS'
FEES AND COSTS FILED
ON BEHALF OF
KOHN, SWIFT & GRAF, P.C.**

I, Jonathan Shub, declare:

1. I am an attorney admitted to practice before this Court, and am a shareholder in the law firm of Kohn, Swift & Graf, P.C. (herein "KSG"). I am one of the attorneys for Plaintiffs and the Class herein, and I make this declaration in support of Plaintiffs Motion in Support Attorneys' Fees, Costs, and Incentive Awards. If called as a witness, I would and could testify to the following:

2. I have personally been involved in the prosecution of this Class Action prior to filing the Complaint on October 29, 2013, and through to the present. At the inception of

this case, all of the Plaintiffs signed retention agreements with my previous firm, Seeger Weiss, LLP, agreeing that my firm's rate was contingent in nature.

3. Plaintiffs filed the Amended Complaint on January 14, 2014. Lennox answered the Amended Complaint on March 28, 2014, and Discovery commenced shortly thereafter. It became apparent early in the litigation that both parties recognized the risk and expense of litigation, and, thus were seeking creative ways to resolve the case in a manner that addressed the claims of the Class members and with a form of relief that was fair and reasonable to the Class. The Named Plaintiffs were actively involved in the litigation and devoted material time and effort to the case.

4. The Parties began discussing in earnest the possibility of settlement early in the case. After back-and-forth discussions between themselves, the Parties engaged the mediator, Judge Richard E. Neville (Ret.), in Chicago, Illinois. Judge Neville is a former and highly respected state court judge. Although he conducted two mediations, the parties were unable to reach a settlement as the parties reached an impasse on several important issues regarding the class benefit.

5. In a last ditch effort to ascertain whether a settlement was feasible, the Parties retained another mediator, the Honorable Edward A. Infante, a former federal magistrate in the Northern District of California. Judge Infante was able to bring the Parties together in a series of compromises that eventually led to the settlement. Throughout the mediation process, Lennox continued to deny any wrongdoing and remained ready at all times to vigorously defend the lawsuit.

6. After the third formal mediation session (the parties also conducted their own negotiation session), the Parties agreed on the form of a settlement agreement. The settlement agreement itself took another several months to negotiate.

7. The requested attorneys' fees and incentive fees in this matter were not negotiated until *after* the material terms of the settlement had been reached. By deferring negotiations on fees, we ensured that, during settlement negotiations, Class Counsel's and the Class Representative's interests were aligned with those of the Settlement Class. However, at any given point during fee negotiations, we remained willing to litigate the issue of the amount of attorneys' fees and incentive fees paid in this matter if the parties were unable to reach an agreement. We recognized that, while Lennox might have been required to pay more than what has now been agreed upon if we continued to litigate the issue, we also realized that if the fee issue was litigated, the Court could award more or less than what the Parties agreed to.

8. The Parties agree that Class Counsel should be awarded total attorneys' fees in the amount of \$1.25 million inclusive of fees and costs. Lennox has agreed to pay these amounts separate and apart from the Class benefits.

9. KSG has expended a substantial amount of time and effort in prosecuting this action and achieving substantial benefits for the Class. This fee is reasonable and appropriate based on the risk of the litigation, its complexity, Class Counsel's refusal of alternative employment opportunities with guaranteed payment, and the substantial benefit obtained for the Class. Specifically, my firm took on this representation with no guarantee of success and with no guarantee that we would recover fees. We invested substantial resources (both in terms of attorney time and costs) in the prosecution of this case.

10. Attorneys, Law Clerks, and Paralegals at my firm keep regular records of their time. In computing the total compensable time, the staff at my firm exercised their billing judgment by reducing or eliminating time entries that we deemed redundant.

11. My firm spent a total of 754.6 hours prosecuting this case to date. I bill at the rate of \$750 per hour. My rate closely reflects the fair market rate for attorneys of similar experience, skill, and reputation engaged in similar type practice in the Philadelphia legal market and comparable markets nationwide.

12. For example, the National Law Journal's survey of billing rates is a source of reasonable billing rates, *see, e.g., Minor v. Christie's, Inc.*, 2011 WL 902235 at 7-8 (N.D. Cal. 2011) (approving partner rates of \$700 and \$600 an hour after taking into account the National Law Journal's report), and thus supports that my rate and the rate of my attorneys is reasonable. Thus, the charts below – showing rates for national firms with offices in either Philadelphia or Chicago, taken from the National Law Journal and the Wall Street Journal – further establishes that the rates charged by me and attorneys at my firm are reasonable.

National Law Journal 2012 Billing Survey: ¹				
	Partner Billing Rate High	Partner Billing Rate Average	Associate Billing Rate High	Associate Billing Rate Average
DLA Piper	\$1120	\$775	\$760	\$585
Locke Lord	\$950	\$660	\$600	\$400
Bryan Cave	\$795	\$553	\$550	\$373
Perkins Coie	\$910	\$560	\$605	\$365
Brinks Hofer Gilson & Lione	\$835	\$560	\$450	\$325

¹ THE NATIONAL LAW BULLETIN, *The 2012 Law Firm Billing Survey* (Dec. 17, 2012) available at <http://www.law.com/jsp/nlj/PubArticleNLJ.jsp?germane=1202581351631&id=1202581266427&interactive=true>.

The Wall Street Journal: ²	
Firm	Partner Billing Rate High
Kirkland Ellis	\$1,250
Paul Hastings	\$1,021
Jones Day	\$1,075
Latham Watkins	\$1,025

² THE WALL STREET JOURNAL, *Top Billers* (Feb. 23, 2011), available at http://online.wsj.com/public/resources/documents/st_TOPRATE0222_20110223.html.

13. Neil Glazer, an attorney with 22 years of experience, has spent 383.6 hours litigating this case. Mr. Glazer bills at a rate of \$550 per hour. Mr. Glazer's rate closely reflects the fair market rate for attorneys of similar experience, skill, and reputation engaged in similar type practice in the Philadelphia legal market and comparable markets nationwide. (*See* paragraph 12, *supra*.)

14. Kevin Laukaitis, a third-year legal assistant at my firm who just finished law school, has spent 131.4 hours assisting in the prosecution of this case to date. Mr. Laukaitis bills at a rate of \$215 per hour. His rate closely reflects the fair market rate for legal assistants of similar experience.

15. Collectively, my firm has spent 754.6 hours prosecuting this case through October 31, 2015. I anticipate that attorneys at my firm will spend an additional 50-100 hours prosecuting this case to its conclusion. A summary of the actions on which this time was spent is attached hereto as Exhibit A. My firm's total base lodestar amount is thus \$417,251.00. *See*, Ex. A.

16. Additionally, my firm has spent \$19,318.21 in un-reimbursed expenses incurred in connection with this case to date. A summary of the costs incurred is attached hereto as Exhibit B. The costs and expenses were necessary for the prosecution of this case and should be awarded. *See*, Ex. B.

17. My firm, Kohn, Swift & Graf, P.C., substantially concentrates its practice in the prosecution of class actions. Attorneys at my firm have been appointed as Lead Class Counsel in numerous class actions, which are highlighted in the firm's resume, attached hereto as Exhibit C.

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

Executed on November 4, 2015 in Philadelphia, Pennsylvania



Jonathan Shub

EXHIBIT A

THOMAS v. LENNOX INTERNATIONAL

TIME REPORT

FIRM NAME: KOHN, SWIFT & GRAF, P.C.													
REPORTING PERIOD: INCEPTION (APRIL 2015) THROUGH OCTOBER 31, 2015													
Name (Status)	1	2	3	4	5	6	7	8	9	10	Cumulative Hours	Hourly Rate	Cumulative Lodestar
JOSEPH C. KOHN (P)			1.50		7.50						9.00	\$725.00	\$6,525.00
JONATHAN SHUB (P)	5.50	38.50			177.50	3.50				1.00	226.00	\$750.00	\$169,500.00
WILLIAM P. HOESE (P)					1.60						1.60	\$650.00	\$1,040.00
CRAIG W. HILLWIG (P)					1.00						1.00	\$575.00	\$575.00
NEIL L. GLAZER (A)	40.80	25.30	141.30	25.30	121.50	3.00			26.40		383.60	\$550.00	\$210,980.00
KEVIN LAUKAITIS (LC)	1.90	1.00	3.00		117.90	1.60	6.00				131.40	\$215.00	\$28,251.00
VALERIE L. SNOW (PL)			0.10								0.10	\$200.00	\$20.00
SAMUEL LEVINSON (PL)	0.80								0.30		1.10	\$200.00	\$220.00
YOHANNEST. EJIGU (PL)									0.80		0.80	\$175.00	\$140.00
											0.00		\$0.00
											0.00		\$0.00
											0.00		\$0.00
											0.00		\$0.00
											0.00		\$0.00
											0.00		\$0.00
TOTALS	49.00	64.80	145.90	25.30	427.00	8.10	6.00	0.00	27.50	1.00	754.60		\$417,251.00

P = Partner A = Associate PL = Paralegal LC = Law Clerk

1. Investigations, Facts Research
2. Depositions
3. Pleadings, Briefs, PT Motions
4. Court Appearance
5. Settlement

6. Litigation Strategy, Meetings of Counsel
7. Client Conference
8. Case Administration
9. Document Coding, Document Discovery
10. Experts

EXHIBIT B

FIRM NAME: KOHN, SWIFT & GRAF, P.C.

REPORT PERIOD: INCEPTION (APRIL 2015) THROUGH OCTOBER 31, 2015

DESCRIPTION	CUMULATIVE EXPENSES
Assessments	
Attorney's Fees	
Books/Publications	
Computer Research (PACER/Westlaw)	\$636.02
Court Costs	\$50.00
Deliveries/Federal Express	\$20.58
Depositions/Meetings	
Meals	
Photocopying/Printing/Scanning (inside)	\$394.35
Postage	\$3.11
Telephone/Fax	\$779.43
Transcripts	\$635.15
Travel	\$4,299.57
Witness/Expert Fees	\$12,500.00
TOTAL EXPENSES	\$19,318.21

EXHIBIT C

KOHN, SWIFT & GRAF, P.C.

Since its founding in 1969, the firm of Kohn, Swift & Graf, P.C., has been a national leader in the prosecution of antitrust class actions and other complex commercial litigation. Kohn, Swift & Graf, P.C. and its attorneys have been selected by courts and co-counsel to be lead counsel, or members of the executive committee of counsel, in scores of class actions throughout the country in the antitrust, securities fraud, tort and consumer protection fields.

The firm has been co-lead counsel in the Holocaust Era cases and other ground breaking international human rights litigation which have resulted in settlements totaling billions of dollars for plaintiff classes from Swiss banks and German and Austrian industries. The firm also maintains a general business litigation practice representing plaintiffs and defendants, including Fortune 500 and other publicly traded corporations, in state and federal courts.

The firm and its shareholders have been recognized for their excellence in antitrust, business and human rights litigation by numerous publications, including the Best Lawyers in America, Chambers USA America's Leading Business Lawyers and Pennsylvania Super Lawyers.

The Kohn firm has been a leader in the prosecution of antitrust class actions for the past 40 years. The firm was recently appointed one of the lead counsel in In re Automotive Parts Antitrust Litigation, Master File No. 12-md-02311 and MDL No. 2311 (MDL No. 2311 includes In re Wire Harness Antitrust Litigation; In re Instrument Panel Cluster Antitrust Litigation; In re Heater Control Panel

Antitrust Litigation; In re Occupant Safety Systems Antitrust Litigation; and In re Bearings Antitrust Litigation). The firm has also served as lead or co-lead counsel in the following antitrust class actions, among others: In re Packaged Ice Antitrust Litigation, Case No. 08-MD-01952 and MDL No. 1942 (E.D. Mich.); In re Fasteners Antitrust Litigation, MDL No. 1912 (E.D. Pa.); In re Graphite Electrodes Antitrust Litigation, MDL No. 1244 (E.D. Pa.) (over \$133 million in settlements obtained for the class); In re Automotive Refinishing Paint Antitrust Litigation, MDL No. 1426 (E.D. Pa.) (settlements totaling \$105.75 million); In re Plastics Additives Antitrust Litigation, MDL No. 1684 (E.D. Pa.) (settlements of \$46 million); In re Residential Doors Antitrust Litigation, MDL 1039 (E.D. Pa.) (\$18 million in settlements); In re Chlorine and Caustic Soda Antitrust Litigation, 116 F.R.D. 622 (E.D. Pa. 1987) (settled on eve of trial for \$51 million); Cumberland Farms, Inc. v. Browning Ferris Indus., Inc., 120 F.R.D. 642 (E.D. Pa. 1988) (class action alleging price fixing in waste hauling industry-case settled shortly before trial for \$50 million); In re Compact Disc Minimum Advertised Price Antitrust Litigation, MDL No. 1361 (D. Me.) (settlements totaling \$143 million approved); In re Stock Exchanges Options Antitrust Litigation, MDL No. 1283 (S.D.N.Y.) (settlements reached with over 40 defendants for \$44 million); In re Pillar Point Partners Antitrust Litigation, MDL No. 1202 (D. Arizona) (settlements of \$50 million); In re Amino Acid Lysine Antitrust Litigation, 918 F.Supp. 1190 (N.D. Ill. 1996) (settlements in excess of \$50 million); In re Toys “R” Us, Inc., Antitrust Litigation, MDL 1211 (E.D.N.Y.) (\$55 million settlement value); In re Plywood Antitrust Litigation, MDL 159 (D. La.)

(tried to verdict for plaintiffs; affirmed by Fifth Circuit; total settlements of approximately \$173 million).

In addition, the Kohn firm is and has been a member of a steering committee or executive committee of counsel in dozens of antitrust class actions, including: In re Currency Conversion Fee Antitrust Litigation, (S.D.N.Y.); In re Carbon Fiber Antitrust Litigation (C.D. Cal.); In re Linerboard Antitrust Litigation (E.D.Pa.); In re Relafen Antitrust Litigation (D.Mass.); In re Brand Name Prescription Drugs Antitrust Litigation (N.D. Ill.); In re Commercial Explosives Antitrust Litigation (D. Utah); In re Catfish Antitrust Litigation (N.D. Miss.); In re Commercial Paper Antitrust Litigation (M.D.Fla.); In re Glassine and Greasproof Paper Antitrust Litigation (E.D. Pa.); In re Corrugated Container Antitrust Litigation, (S.D. Tex.); In re Sugar Industry Antitrust Litigation (E.D. Pa.).

The Kohn firm also maintains a business litigation practice and has represented private clients as plaintiffs in antitrust cases where it was the sole counsel, or assisted by a few co-counsel. These cases were hard fought and several have proceeded through trial and appeals: Alvord-Polk, Inc. v. F. Schumacher & Co., 37 F.3d 996 (3d Cir. 1994), cert. denied, 514 U.S. 1063 (1995) (summary judgment in favor of defendants reversed by Third Circuit; certiorari denied by the Supreme Court; case tried to conclusion before a jury and settled after trial); Gulfstream III Associates, Inc. v. Gulfstream Aerospace Corp., 995 F.2d 425 (3d Cir. 1993) (jury verdict in favor of plaintiff; case settled); Big Apple BMW, Inc. v. BMW of North America, Inc., 974 F.2d 1358 (3d Cir. 1992), cert. denied, 507 U.S. 912

(1993) (summary judgment in favor of defendant reversed by Third Circuit; case settled prior to trial).

In addition to its antitrust practice, the Kohn firm has been retained by institutional investors, including several multi-billion dollar pension funds, to monitor their investments and to commence litigation when appropriate. The firm has brought litigation on behalf of the Retirement System of the City of Philadelphia, the Police and Fire Retirement System of the City of Detroit and the General Retirement System of the City of Detroit. The Kohn firm has been lead or co-lead counsel in the following securities class actions among others: In re KLA-Tencor Corp. Securities Litigation, Master File No. 06-cv-04065-MJJ (N.D. Cal) (\$65 million settlement approved); In re Marvell Technology Group, Ltd. Securities Litigation, Master File No. 06-06286-RMW (N.D. Cal.) (\$72 million settlement approved); In re Calpine Corporation Securities Litigation, Master File No. C-02-1200 (N.D. Cal) (settled on an individual basis after trial preparation nearly complete); In re Schulman Partnerships Securities Litigation, MDL 753-AAH (C.D. Ca.); Goldenberg, et al. v. Marriott PLP Corp., et al., No. PJM 95-3461 (D. Md.); In re Intelligent Electronics, Inc. Securities Litigation, Master File No. 92-CV-1905 (E.D. Pa.); WEBBCO v. Tele-Communications, Inc., et al., No. 94-WM-2254 (D. Colo.); The Carter Revocable Trust v. Tele-Communications, Inc., et al., No. 94-WM-2253 (D. Colo.); Rabin v. Concord Assets Group, Inc., et al., 89 Civ. 6130 (LBS) (S.D.N.Y.); Sadler v. Stonehenge Capital Corp., et al., 89 Civ. 6512 (KC); Ramos, et al. v. Patrician Equities Corp., et al., 89 Civ. 5370 (TPG) (S.D.N.Y.); In re

Advacare Securities Litigation, (E.D. Pa. 1993); Solo, et al. v. Duval County Housing Finance Authority, et al., No. 94-1952-CA (Duval Cty. Fla.); In re Clinton Oil Securities Litigation, (D. Kan. 1982).

The firm also has litigated numerous consumer and mass tort class actions, such as: In re Synthroid Marketing Litigation, MDL No. 1182 (N.D. Ill.); In re Temporomandibular Joint (TMJ) Implants Products Liability Litigation, MDL No. 1001 (D. Minn.); In re Bolar Pharmaceutical Co., Inc. Generic Drug Consumer Litigation, MDL No. 849 (E.D.Pa.); In re General Motors Corporation Pickup Truck Fuel Tank Products Liability Litigation, MDL No. 961 and Master File No. 92-6450 (E.D.Pa.); In re Factor VIII or Factor IX Concentrate Blood Products Litigation, Civil Action No. 93-5969 and MDL No. 986 (N.D.Ill.); In re Copley Pharmaceutical, Inc., "Albuterol" Products Liability Litigation, MDL Docket No. 94-140-1013 (D. Wyo.).

Courts throughout the country have praised the firm's ability to handle complex class litigation:

In re Automotive Refinishing Paint Antitrust Litigation, MDL No. 1426 (E.D. Pa.). Judge Surrick stated: "I want to commend counsel on both sides of this litigation. I think the representation on both sides of this litigation is as good as I've ever seen in my entire professional career." Transcript of hearing, August 9, 2007, pp. 18-19.

In re Graphite Electrodes Antitrust Litigation, Master File No. 97-CV-4182, MDL No. 1244 (E.D. Pa.). Judge Weiner wrote that "[c]lass counsel exhibited the

highest level of skill and professionalism in their conduct of this litigation.” Order of September 8, 2003.

In re Compact Disc Minimum Advertising Price Antitrust Litigation, MDL No. 1361 (D. Me.). In selecting the firm as lead counsel, Judge Hornby stated that “I have concluded that the firm Kohn, Swift & Graf has the experience, skill, resources, and expertise best able to move this matter forward, and I hereby designate that firm as lead counsel.” Order of January 26, 2001, p. 2.

In re Amino Acid Lysine Antitrust Litigation, MDL No. 1083 (N.D. Ill.). After selecting Kohn Swift & Graf, P.C. as sole lead counsel, at the conclusion of the case Judge Shadur praised the firm’s “extraordinarily professional handling” of the matter, which justified the selection of the firm *ab initio*. Transcript of hearing, February 27, 1998, pp. 3 -4.

In re: Rio Hair Naturalizer Products Liability Litigation, MDL 1055 (E.D. Mich.). Judge Rosen stated that “the work of [lead counsel] and the manner in which they conducted themselves exhibited the very highest level of professionalism and competence in our legal system.” 1996 U.S. Dist. LEXIS 20440, *57 (E.D. Mich., December 20, 1996).

In re: Montgomery Ward Catalog Sales Litigation, Master File No. 85-5094, MDL No. 685 (E.D. Pa). Judge Green praised “the efficient and excellent quality of the attorneys’ work.” Memorandum and Order, August 24, 1988.

EXHIBIT 2

IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

ROBERT THOMAS, on behalf
of Himself and all others
similarly situated,
Plaintiffs,

v.

LENNOX
INTERNATIONAL, INC.,
Defendant.

No. 1:13-cv-07747

**DECLARATION OF
JEFFREY A. LEON IN
SUPPORT OF JOINT
MOTION FOR ATTORNEYS'
FEES AND COSTS FILED
ON BEHALF OF
QUANTUM LEGAL LLC**

I, JEFFREY A. LEON, declare:

1. I am an attorney licensed to practice by the State of Illinois and I am admitted to this Court. I am a partner with the law firm of Quantum Legal LLC, one of the firms appointed as interim Class Counsel for Plaintiffs in this proceeding.

2. I led my firm's work in this litigation, and I make this declaration in support of Class Counsel's application for an award of attorneys' fees and expenses in connection with services rendered by counsel for Plaintiffs in this case, of my own personal knowledge and, if called as a witness, I could and would testify competently to the matters stated below.

3. My firm was involved in all aspects of this litigation from the early fact investigation, preparation of the complaint, and participation the numerous mediation sessions as the extended period of drafting and negotiating the final settlement documents. The tasks undertaken by my firm included legal research; review and analysis of informal discovery; consultation with experts and review of expert engineering materials; engaged in meet and confers with opposing counsel; propounded discovery requests; participated in all mediation sessions and conference calls; communicated with class members and participated in drafting settlement documents.

4. The schedule attached hereto as Exhibit A is a summary indicating the

hours worked by the partners, associates, and professional support staff who were involved in this litigation at my firm, through the date of this declaration. Exhibit A also identifies my firm's current billing rates for each timekeeper and a lodestar for each timekeeper. The time reflected on Exhibit A does not include the substantial additional time which will be spent in preparing the final approval papers, preparing for and participating in the final approval hearing, further communications with class members and other tasks associated with implementing the settlement. Time spent in preparing this application for fees and reimbursement of expenses is not included. The schedule was prepared from contemporaneous, daily time records regularly prepared and maintained by my firm, which are available at the request of the Court for in camera review. My firm has spent 840.10 hours on this litigation from the inception of the case through October 14, 2015. The total lodestar amount based on the firm's current rates is \$513,283.00. The hourly rates set forth in Exhibit A are similar to the rates charged by litigation firms in the area for complex litigation, and/or have been accepted and approved in other consumer class action litigation.

5. As detailed in Exhibit B, my firm has incurred a total of \$70,810.28 in unreimbursed expenses in connection with the prosecution of this litigation. The expenses are reflected on the books and records of my firm which are prepared from invoices received, expense vouchers, receipts, check records and other source materials and represent an accurate recordation of the expenses incurred.

6. Also attached is Exhibit C which is a brief biography of my firm and the attorneys in my firm who were principally involved in this litigation.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct to the best of my knowledge.

Executed at Highland Park, Illinois on October 19, 2015.



Jeffrey A. Leon

Exhibit A

THOMAS v. LENNOX INTERNATIONAL

TIME REPORT

FIRM NAME:		Quantum Legal LLC										
REPORTING PERIOD:		Inception through October 14, 2015										
Name (Status)	1	2	3	4	5	6	7	8	9	Cumulative Hours	Hourly Rate	Cummulative Lodestar
David Sorensen (PL)			11.30							11.30	\$255.00	\$2,881.50
Deb Searls (PL)	0.80		30.90		12.00	8.70			2.30	54.70	\$165.00	\$9,025.50
Jeffrey Leon (P)	24.00		94.00	4.00	43.80	96.00			1.50	263.30	\$720.00	\$189,576.00
Grant Lee (P)	0.20		21.30							21.50	\$680.00	\$14,620.00
Greg Mueller (PL)			8.00							8.00	\$220.00	\$1,760.00
Jamie Weiss (P)	23.90		35.70		15.50	6.10				81.20	\$645.00	\$52,374.00
Richard Burke (P)	26.70					6.80				33.50	\$720.00	\$24,120.00
Tom McClurg (PL)	1.30		9.40		3.10			1.30	0.50	15.60	\$255.00	\$3,978.00
Thomas Flowers (A)					19.20				39.50	58.70	\$350.00	\$20,545.00
Zachary Jacobs (A)	19.60		60.50			0.50			13.80	94.40	\$550.00	\$51,920.00
Paul Weiss (OC)	29.60		79.60		48.10	14.60			26.00	197.90	\$720.00	\$142,488.00
										0.00		\$0.00
										0.00		\$0.00
										0.00		\$0.00
										0.00		\$0.00
TOTALS	126.10	0.00	350.70	4.00	141.70	132.70	0.00	1.30	83.60	840.10		\$513,288.00

P = Partner A = Associate PL = Paralegal LC = Law Clerk

1. Investigations, Facts Research
2. Depositions
3. Pleadings, Briefs, PT Motions
4. Court Appearance
5. Settlement
6. Litigation Stretegy, Meetings of Counsel
7. Client Conference
8. Case Administration
9. Document Coding, Document Discovery

Exhibit B

LENNOX AIR CONDITIONER EVAPORATOR COILS**EXPENSES REPORT****FIRM NAME:** QUANTUM LEGAL LLC**REPORTING PERIOD:** Cumulative - From Inception through October 14, 2015

Description	Cumulative Expenses
Assessments	\$ 38,946.62
Books/Publications	\$ -
Computer Research	\$ 6.70
Court Service Fees	\$ 400.00
Deliveries	\$ 37.83
Deposition Transcripts	\$ -
Expert Report	\$ -
Investigation Fees	\$ -
LEXIS/NEXIS Research	\$ 1,364.68
Meals	\$ -
Mediation Fees	\$ -
Miscellaneous	\$ -
Photocopying (Inside)	\$ 372.70
Postage	\$ 40.40
Professional Fees	\$ 22,413.10
Process Server Fees	\$ -
Pro Hac Vice Fees	\$ -
Research	\$ -
Retainer Fees	\$ -
Subpoena Fees	\$ -
Subscriptions	\$ -
Telephone/Fax	\$ 378.33
Travel	\$ 6,850.42
Total	\$ 70,810.28

Exhibit C

Courts have recognized that the lawyers who work at QUANTUM LEGAL LLC have “extensive experience in litigating complex cases and in serving as class counsel in class actions.” *Abelesz et al. vs. Magyar Nemzeti Bank*, 2013 WL 4525399 (N.D. Ill., Aug. 20, 2013). These lawyers have been at the forefront of significant plaintiff’s class action lawsuits and complex litigation for the last fifteen years. Senior District Judge John Kane of the District of Colorado recently described one of the settlements negotiated by Quantum Legal’s attorneys as “remarkable given the scope and difficulty of Plaintiffs’ case and the nature of the relief obtained.” *Tennille v. Western Union*, Case No. 09-cv-00938-JLK-KMT (D. Colo. July 8, 2014).

The lawyers at Quantum Legal have not only delivered excellent results for their clients, but they have made groundbreaking law as well and are particularly recognized for their success in shepherding multi-state consumer class actions to class certification under the laws of numerous states. *See, e.g., Butler, et al. v. Sears, Roebuck and Co.*, 702 F.3d 359 (7th Cir. 2012), cert. petition granted, judgment vacated 133 S.Ct. 2768 (2013), judgment reinstated 727 F.3d 796 (7th Cir. 2013). Quantum Legal has regularly been appointed lead or co-lead counsel in class actions throughout the nation.

Quantum Legal’s clients include individual consumers, medical professionals and associations, small and large businesses, and county and municipal governments, some of whom have retained Quantum Legal to pursue individual lawsuits on their behalf as well. Quantum Legal has obtained aggregate recoveries of many hundreds of millions of dollars in consumer fraud, products liability, breach of contract, and antitrust actions in state and federal courts throughout the United States

The lawyers who work at QUANTUM LEGAL also have prosecuted the following notable cases:

➤ ***Florida Online Tax Litigation.*** The lawyers who work at Quantum Legal obtained an excellent result for a county government client in litigation brought by Monroe County, Florida against Online Travel Companies (Expedia, Orbitz, Travelocity, and Hotwire) involving

unpaid taxes. This Online Travel case was certified as a class action with lawyers who work at Quantum Legal selected as one of Class Counsel representing over 30 Florida municipalities, *The County of Monroe, Florida v. Priceline.Com, Inc., et al.*, 265 F.R.D. 659 (S.D. Fla. 2010). A settlement valued at over \$6 million received final approval on January 6, 2011 which permitted the Online Travel Companies to receive 100% of the taxes owed.

➤ **Cell Phone Early Termination Fee Litigation.** Litigation against the major cellular carriers for charging unlawful early termination fees was consolidated before Judge Linares in the District of New Jersey. Lawyers who now work at Quantum Legal were appointed to leadership in the following cases that were part of the consolidated proceedings:

- **Cingular / AT&T Early Termination Fee Litigation.** This Case ultimately settled for over \$18 million as part of the consolidated settlement of Early Termination Fee (“ETF”) litigation against AT&T Corp. and Cingular Wireless pending before Judge Linares. *Larson v. AT&T Mobility, et al.*, 07-05325-JLL (D.N.J. 2008).
- **T-Mobile Early Termination Fee Litigation.** \$14 million settlement reached in case that challenged T-Mobile’s imposition of Early Termination Fees in cell phone contracts. In 2011 the settlement was granted final approved by the United States District Court, District of New Jersey. *Millron, et al. v. T-Mobile USA, Inc.*, No. 08-cv-4149-JLL (D.N.J.).
- **Sprint Early Termination Fee Litigation.** \$17.5 million settlement was granted final approval by the United States District Court, District of New Jersey. *Larson, et al. v. Sprint Nextel, et al.*, No. 07-cv-05325-JLL (D.N.J.) in 2012.

➤ **HERC Loss Damage Waiver Litigation.** Lawyers who work at Quantum Legal were appointed Rule 23(g) Co-Lead Class Counsel in a certified, national class action that challenged HERC’s Loss Damage Waiver (“LDW”). The District Court certified a national class, applying HERC’s New Jersey choice of law clause, and the Third Circuit Court of

Appeals denied HERC's request for Rule 23(f) interlocutory review, *Pro v. Hertz Equipment Rental Corp.*, 2008 WL 5218267 (D.N.J. Dec. 11, 2008), *appeal denied* (3rd Cir. 08-8063) (Apr. 14, 2009). The case settled in 2013 for over \$50 million in benefits to the class.

➤ **Sprint Picture Mail Litigation.** Lawyers who work at Quantum Legal were appointed Rule 23(g) Co-Lead Class Counsel in a case challenging Sprint's practice of charging for picture messaging despite the fact that these customers subscribed to the "Everything Messaging" Plan which was supposed to include unlimited picture, text, and video messaging. In December 2012, the Court granted final approval of a settlement valued at \$19 million. *Eoff v. Sprint Nextel Corp.*, No. 10-cv-01190 (D.N.J.).

➤ **LG Energy Star Litigation.** Lawyers who work at Quantum Legal were appointed Rule 23(g) Co-Lead Class Counsel in a case that challenged LG's alleged fraudulent labeling of its high-end French Door style refrigerators as being in compliance with federal "Energy Star" ratings when in fact the refrigerators consumer far more energy. *Walsh, et al. v. LG USA*, No. 10-cv-4499-DMC-JAD (D.N.J.) In 2011, the New Jersey federal district court granted final approval to a settlement valued at over \$30 million.

➤ **Effexor Pay For Delay Antitrust Litigation.** Quantum Legal is currently serving as a court-appointed executive committee member on behalf of end-payor purchasers of Effexor in this antitrust class action currently pending before Judge Sheridan. *In re Effexor XR Antitrust Litigation*, No. 11-cv-5590-JAP (D.N.J). The Effexor suit challenges the way Effexor's manufacturer Wyeth used patents to attempt to delay the entry of generic competition.

➤ **In re NationsRent Rental Fee/Loss Damage Waiver Litigation.** Lawyers who work at Quantum Legal were appointed Co-Lead Rule 23(g) Class Counsel in a case that challenged improper "environmental" fees assessed by a rental company. *In re: NationsRent Rental Fee Litigation*, No. 06-60924-CIV-Brown (S.D. FL.) The District Court certified a national "unjust enrichment" class, *see* 2009 WL 636188 (S.D. Fla. Feb. 24, 2009), and this order was denied review by the

United States Appellate Court for the Eleventh Circuit. *In re: Nationsrent, Inc.* Petitioner, No. 09-90008-H (11th Cir. Apr. 24, 2009). A settlement was granted final approval in 2010.

➤ **Nationwide Insurance Company UCR Litigation.** Lawyers who work at Quantum Legal served as Co-Lead Class Counsel in lawsuit challenging Nationwide Insurance Company and outside vendor Mitchell Medical's auditing of medical bills and use of allegedly biased Mitchell "Decision Point" software to chisel reimbursement payments to medical providers and insured persons. The Court granted final approval of a settlement in December 2012 valued at over \$3 million as compensation to the medical providers and insured individuals. *K. Roche, D.C. v. Nationwide Ins. Co.*, No. 11-cv-894 (N.D. Ohio)

➤ **Sirius / XM Radio Inc. Merger Litigation.** Lawyers who work at Quantum Legal were Class Counsel in an action that challenged the legality of Sirius' merger with competitor XM. *Blessing, et al., v. Sirius XM Radio, Inc.*, No. 09-cv-10035-HB (S.D.N.Y.) In August 2011, the Court granted final approval to a settlement valued at over \$180 million. The United States Court of Appeal for the Second Circuit affirmed the settlement in January 2013.

➤ **CorVel Silent PPO Insurance Litigation.** Lawyers who work at Quantum Legal served as Lead Counsel in a case that challenged CorVel Corporation's Preferred Provider Organization ("PPO") network and discounts taken by CorVel and its insurance company/payor clients. The case settled in January 2011 for \$2.1 million, with checks being mailed directly to medical providers / class members. *Kathleen Roche, D.C. v. CorVel Corp.*, No. 05 L 101 (Illinois Circuit Court, 20th Judicial Circuit).

➤ **AOL Unauthorized Charges Litigation.** Lawyers who work at Quantum Legal served as Co-Lead Class Counsel in a lawsuit that challenged AOL's imposition of unauthorized charges on AOL account holders. The case settled for over \$50 million consisting of cash and direct account credits. *O'Leary et al v. America Online, Inc., et al.*, No. 03 L 491 (Illinois Circuit Court, 20th Judicial District).

➤ *Genocide Victims of Krajina, L3/MPRI Litigation.* Quantum Legal is proposed Co-Lead Counsel in actions against L-3 Communications Corp. and its wholly owned private military contractor, Military Professional Resources, Inc., for its role in facilitating and aiding and abetting the massacre of tens of thousands of civilians in the Krajina region of Croatia in 1994. No. 10-5197 (N.D. Ill. 2010). In August 2011, Northern District of Illinois federal judge Ruben Castillo denied L3's motion to transfer venue.

➤ *Hungarian "Holocaust" Litigation.* Quantum Legal is currently serving as Co-Lead Counsel in actions against various Hungarian Banks and the national railroad of Hungary on behalf of Jewish victims and survivors of the Holocaust. The action against the Hungarian banks alleges that the defendants breached their fiduciary duty to their Jewish depositors and aided and abetted in depriving the Jewish community of their assets. The Plaintiffs seek a full accounting, disclosure, disgorgement and restitution by the banks. *Holocaust Victims of Bank Theft v. Magyar Nemzeti Bank et al.*, No. 10-cv-01884 (N.D. Ill.) ("Hungarian Banks"). The action against the Hungarian Railroad alleges that the defendant aided and abetted the Nazi genocide of 1944 and looted Jewish passengers of their possessions. The Plaintiffs seek compensation, restitution, reparations and damages. *Victims of the Hungarian Holocaust v. The Hungarian State Railways (MAV)*, No. 10-cv-00868 (N.D. Ill.) ("Hungarian Railways"). The United States Court of Appeal for the Seventh Circuit issued a series of opinions that affirmed, in large part, the district court's opinions allowing the case to proceed in the United States. *Abelesz v. Erste Group Bank AG*, 695 F.3d 655 (7th Cir. 2012) and *Abelesz v. Magyar Nemzeti Bank*, 692 F.3d 661 (7th Cir. 2012).

The lawyers who comprise **QUANTUM LEGAL** include:

RICHARD J. BURKE is resident Partner of the St. Louis, Missouri office. Rich has worked on over 150 class action cases throughout the country. In his 30 years of practice, Rich has tried over 100 cases to verdict including medical malpractice, federal and state criminal cases, products liability and complex commercial litigation. Richard specializes in complex litigation including consumer and insurance class

actions, telecommunications, and appellate practice in the state and federal courts. He has briefed and argued significant cases before the Supreme Courts of Illinois and Missouri, the United States Courts of Appeal for the Seventh and Eighth Circuits, and intermediate state appellate courts. Rich is also a member of the bar of the Supreme Court of the United States.

Rich has been appointed class counsel in numerous high profile class action law suits, including cases against AOL, Behr Process Corporation, Hilton Hotels, Hollywood Entertainment Corporation, Homecomings, Sprint, Travelers Property Casualty Company, United Parcel Service, and United Services Automobile Association.

Rich graduated with a B.A. from Knox College in 1975, and received his J.D. from Washington University School of Law in 1978.

THOMAS C. FLOWERS is an Associate in Quantum Legal's Highland Park, Illinois office and a member of the Illinois Bar. Prior to joining Quantum Legal, Thomas worked for Patzik, Frank & Samotny where he was involved in state and federal litigation in numerous jurisdictions.

Thomas is a 2007 graduate of the University of Notre Dame with a B.A. in Political Science and Economics. Thomas is a 2012 graduate of the DePaul College of Law, where he was a consistent member of the Dean's List of Achievement. While attending law school, Thomas also clerked full time with several Chicago law firms, managing offices and overseeing legal staff.

ZACHARY JACOBS is an Associate at Quantum Legal and a member of the Illinois bar. Zachary is also admitted to practice before the Northern District of Illinois. Prior to joining Quantum Legal, Zachary worked for a Chicago consumer protection law firm where he was involved in state and federal class action litigation on behalf of consumers throughout the United States.

Zachary is a 2002 graduate of the University of South Dakota with a B.S. in History and a minor in Political Science. Zachary is a 2007 graduate of Chicago-Kent College of Law, where he received the 2005 Ilana Diamond Rovner Award for Outstanding Appellate Advocate, which is awarded each year to Chicago-Kent's top appellate advocate. He also served on the board of the Moot Court Honor Society and

remains active in Chicago-Kent's appellate advocacy program. During law school Zachary interned for Justice Themis Karnezis in the Illinois Appellate Court.

GRANT Y. LEE is a Partner at Quantum Legal and a member of the Illinois bar. Grant is also admitted to practice before the Third and Seventh Circuit Court of Appeals. Prior to joining Quantum Legal, Grant worked as an associate attorney for a multinational law firm where he was involved in complex commercial litigation, class action defense, and product liability matters in state and federal court. Grant also has experience in e-Discovery and regulatory compliance matters and has handled various cases in mediation and arbitration.

Grant is a 2006 *cum laude* graduate of the University of Notre Dame Law School where he was awarded the Dean's Award in Deposition Skills and also worked at the Legal Aid Clinic. Grant earned a B.A., *summa cum laude*, from the University of Notre Dame in 2000 with a double major in Government and Computer Applications & Programming. Prior to law school, Grant worked as a Technology Risk Consultant for a former Big 5 accounting firm where he was involved in internal audits and regulatory compliance matters.

JEFFREY A. LEON is a Partner at Quantum Legal and heads its antitrust and RICO practice. Jeff is a 1991 *summa cum laude* graduate of the Indiana University School of Law-Bloomington where he was third in his class, an editor of the Indiana Law Journal, champion of the Sherman Minton Moot court competition and a member of Order of the Coif. Jeff graduated *cum laude* from the University of Redlands in 1987 with degrees in political science and history. Jeff was a championship debater at Redlands, and was selected as the fifth most outstanding individual speaker at the 1987 National Debate Tournament.

Jeff has a broad and deep understanding of the antitrust laws gained from his eighteen years of practicing antitrust law first as associate at Kirkland and Ellis (1991-1996), associate (1996-2000) then partner at Winston & Strawn (2000-2007) and partner at Ungaretti & Harris (2007-2008). From a trial perspective, Jeff is one of the most experienced antitrust lawyers in the country. Unlike most antitrust lawyers, Jeff has actually tried cases. Jeff has:

- defended ITW Corporation in a two and one-half month jury trial against claims it had engaged in a conspiracy to fix the prices of high pressure laminate, gaining a complete defense verdict in favor of his client. The class in that case was seeking \$1.3 billion in damages;
- defended Chicago Bridge & Iron in a three-month bench trial at the Federal Trade Commission against a challenge to its acquisition of Pitt-Des Moines, Inc.;
- defended Yukon Fuel in a contested consent decree proceeding and temporary restraining order hearing concerning its merger with its largest competitor, defeating challenges to the merger in both proceedings.

Jeff has also represented some of the largest corporations in the country against antitrust challenges including Ameritech Corporation (now SBC), Bell Atlantic (now Verizon), Abbott Laboratories, and American Home Products. In addition, he has made numerous representations of Fortune 500 companies against consumer fraud lawsuits.

Jeff now uses his unique perspective as an experienced trial lawyer and defense lawyer to vindicate the interests of those aggrieved by anticompetitive conduct including price fixing, monopolization, and unlawful mergers and acquisitions. Jeff understands keenly how lawyers for these large companies will defend their clients, because he used to be one of those lawyers. He also understands how to prepare a case for trial, and is not afraid to see a case end up in a trial if a trial benefits his clients.

Jeff has written and spoken on antitrust issues. He has lectured on antitrust law at the Kellogg School of Business at Northwestern and he has published several articles on antitrust law including, for example, Disaggregation of Economist Liability Testimony in Section One Litigation, *ABA Section of Antitrust Law Economics Committee Newsletter* and The Evidentiary Role of Antitrust Compliance Policies in Section One Civil Litigation, *ABA Sherman Act Section One Committee Newsletter*.

JAMIE E. S. WEISS is a founding Partner of Quantum Legal and its Managing Partner. Jamie is admitted to the Illinois bar, and is admitted to practice in the Northern District of Illinois and is also a

member of the District of Colorado and the bar of the Supreme Court of the United States. Jamie attended Indiana University, receiving Bachelors of Art in Psychology and Telecommunications, and received her Juris Doctorate from Chicago-Kent College of Law-Illinois Institute of Technology, where she also earned a Certificate in Environmental Law.

Prior to forming Quantum Legal, Jamie worked with a Chicago law office on antitrust and securities class action cases, and for a boutique plaintiffs' personal injury firm in Chicago that prosecuted and settled over two dozen toxic tort personal injury cases against Kerr McGee (over its West Chicago, Illinois site). Jamie is involved in animal welfare and in local government, including several years of prior service as a member of Deerfield's caucus nominating committee.

EXHIBIT 3

IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

ROBERT THOMAS, on behalf of
Himself and all others similarly
situated,
Plaintiffs,

v.

LENNOX INTERNATIONAL,
INC.,
Defendant.

No. 1:13-cv-07747

**DECLARATION OF SCOTT
ALAN GEORGE IN
SUPPORT OF JOINT
MOTION FOR ATTORNEYS'
FEES AND COSTS FILED
ON BEHALF OF SEEGER
WEISS LLP**

I, Scott Alan George, declare:

1. I am an attorney licensed to practice by the States New Jersey, New York and Pennsylvania, and am admitted to this Court. I am counsel with the law firm of Seeger Weiss LLP, one of the Class Counsel for Plaintiffs in this proceeding.

2. I make this declaration in support of Class Counsel's application for an award of attorneys' fees and expenses in connection with services rendered by counsel for Plaintiffs in this case, of my own personal knowledge and, if called as a witness, I could and would testify competently to the matters stated below.

3. My firm acted as Class Counsel in this class action. Details of my firm's activities and a history of this litigation are contained in the Declaration of

Jonathan Shub submitted herewith and incorporated by reference herein. The tasks undertaken by my firm can be summarized as follows: researched legal issues; reviewed documents; drafted pleadings; engaged in extended consultation with experts; engaged in meet and confers with opposing counsel; propounded discovery requests; responded to discovery requests; conducted and defended depositions; and participated in settlement discussions.

4. The schedule attached hereto as Exhibit A is a summary indicating the hours worked by the partners, associates, and professional support staff who were involved in this litigation at my firm, through the date of this declaration (additional time will be spent in preparation for the settlement hearing, any further proceedings, and in implementing the settlement), and the lodestar calculation based upon my firm's current billing rates. Time spent in preparing this application for fees and reimbursement of expenses is not included. The schedule was prepared from contemporaneous, daily time records regularly prepared and maintained by my firm, which are available at the request of the Court for in camera review. My firm has spent 765 hours on this litigation from the inception of the case through October 14, 2015. The total lodestar amount based on the firm's current rates is \$490,000.00. The hourly rates set forth in Exhibit A are the same rates that my firm charges its hourly clients, are similar to the rates charged by litigation firms in the area for complex litigation, and/or have been accepted and approved in other consumer class action litigation.

5. As detailed in Exhibit B, my firm has incurred a total of \$48,638.85 in unreimbursed expenses in connection with the prosecution of this litigation. The expenses incurred in this action are reflected on the books and records of my firm. These books and records are prepared from expense vouchers, check records and other source materials and represent an accurate recordation of the expenses incurred.

6. With respect to the standing of counsel in this case, attached hereto as Exhibit C is a brief biography of my firm and any attorneys in my firm who were principally involved in this litigation.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct to the best of my knowledge.

Executed at Philadelphia, PA, on October 19, 2015.



Scott Alan George

Exhibit A

LENNOX AIR CONDITIONER EVAPORATOR COILS**TIME REPORT****SEEGER WEISS LLP****REPORTING PERIOD:** Cumulative - From Inception through October 14, 2015

Name (Status)	1	2	3	4	5	6	7	8	Cumulative Hours	Hourly Rate	Cumulative Lodestar
Constance Guistwhite (PL)						2.00			2.00	\$ 215.00	\$ 430.00
Eileen Lavin (A)					0.20		16.50		16.70	\$ 350.00	\$ 5,845.00
Jonathan Shub (P)	256.00	5.50		27.00	16.50	99.00	7.00	8.50	419.50	\$ 750.00	\$ 314,625.00
Kevin Laukaitis (LC)	74.50	2.00		6.00	44.00		2.50		129.00	\$ 215.00	\$ 27,735.00
Lauren Griffith (PL)				0.50		3.50			4.00	\$ 215.00	\$ 860.00
Scott George (A)	2.90	18.90		15.80	82.60	52.90		20.70	193.80	\$ 725.00	\$ 140,505.00
Totals	333.40	26.40	-	49.30	143.30	157.40	26.00	29.20	765.00		\$ 490,000.00

P = Partner A = Associate PL = Paralegal LC = Law Clerk

1. Investigations, Fact Research, Document Coding
2. Discovery
3. Pleadings, Briefs, PT Motions
4. Court Appearance
5. Settlement
6. Litigation Strategy and Analysis
7. Class Certification
8. Case Administration

Exhibit B

LENNOX AIR CONDITIONER EVAPORATOR COILS**EXPENSES REPORT****FIRM NAME:** SEEGER WEISS LLP**REPORTING PERIOD:** Cumulative - From Inception through October 14, 2015

Description	Cumulative Expenses
Assessments	\$ 10,930.25
Books/Publications	\$ -
Computer Research	\$ 78.07
Court Service Fees	\$ -
Deliveries	\$ 840.85
Deposition Transcripts	\$ -
Expert Report	\$ 2,800.00
Investigation Fees	\$ -
LEXIS/NEXIS Research	\$ -
Meals	\$ 2,730.92
Mediation Fees	\$ 1,704.77
Miscellaneous	\$ 411.10
Photocopying (Inside)	\$ 28.85
Postage	\$ -
Professional Fees	\$ 7,600.00
Process Server Fees	\$ -
Pro Hac Vice Fees	\$ -
Research	\$ -
Retainer Fees	\$ 3,333.33
Subpoena Fees	\$ -
Subscriptions	\$ -
Telephone/Fax	\$ 101.78
Travel	\$ 18,078.93
Total	\$ 48,638.85

Exhibit C



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Firm Biography

SEEGER WEISS LLP is one of the nation's leading plaintiffs' law firms. The Firm currently numbers approximately 30 attorneys operating out of offices in New York City; Newark, NJ; and Philadelphia, PA. It focuses on mass tort and class action litigation, with particular emphasis in the areas of products liability, pharmaceutical injury, consumer protection, environmental and toxic tort, securities fraud, antitrust, insurance, ERISA, employment, and *qui tam* litigation. The Firm is made up of experienced litigators, including former state and federal prosecutors. Seeger Weiss's reputation for leadership and innovation has resulted in its appointment to numerous plaintiffs' steering and executive committees in a variety of multidistrict litigations throughout the United States, and it regularly serves as court-appointed Liaison Counsel in New York and New Jersey federal and state courts.

The Firm's manifold accomplishments—including favorable jury verdicts for \$47.5 million in *Humeston v. Merck & Co.* (N.J. Super. Ct. Atlantic County); over \$10.5 million in *Kendall v. Hoffman-La Roche, Inc.* (N.J. Super. Ct. Atlantic County); \$11.05 million in *Owens, et al v. ContiGroup Companies, et al* (Mo. Cir. Ct., Jackson County); and \$25.16 million in *McCarrell v. Hoffman-La Roche, Inc.* (N.J. Super. Ct. Atlantic County)—earned it the distinction of being one of only 8 law firms named by the *National Law Journal* to its exclusive "Plaintiffs' Hot List," among numerous awards and recognitions bestowed upon the firm.

Mass Torts and Pharmaceutical Litigation

During the past 15 years, Seeger Weiss has emerged as one of the premier mass torts firms in the United States, particularly in the area of pharmaceutical torts. The Firm's expertise in this area has been recognized by courts throughout the U.S. which have appointed the Firm to numerous plaintiffs' steering committees in a variety of multidistrict litigations, including, among others:

Vioxx. Seeger Weiss has served at the helm of the nationwide Vioxx litigation since its inception, playing highly prominent roles in both the federal and New Jersey state court litigations against Merck & Co, the manufacturers of the prescription arthritis drug now thought to lead to an increased risk of heart attack and stroke. On April 8, 2005, the Honorable Eldon E. Fallon, who presides over the Vioxx multidistrict litigation in New Orleans, Louisiana, appointed firm partner, Christopher A. Seeger, as Co-Lead of the Plaintiffs' Steering Committee. Additionally, partner David R. Buchanan was appointed Co-Liaison counsel in the New Jersey state Vioxx litigation before the Honorable Carol E. Higbee, J.S.C. In a 2005 class certification ruling involving claims brought on behalf of all third-party payors, including health-maintenance organizations, managed-care organizations, employers and unions, challenging Merck's advertising practices and pricing policies, Judge Higbee recognized Seeger Weiss's prominence in Vioxx-litigation in noting that "there is probably no other law firm as knowledgeable about Vioxx."

In 2007, Mr. Seeger served as Lead Co-Counsel in *Humeston v. Merck & Co.* in New Jersey Superior Court, Atlantic County. There, he and other Seeger Weiss partners David R. Buchanan, Moshe Horn and Laurence Nassif obtained a \$47.5 million jury verdict for the plaintiff for injuries caused by Vioxx—as cited in the "Top 20 Personal Injury Awards of the Year (2007)" published by the *New Jersey Law Journal*.

Only months after achieving that verdict, Mr. Seeger, along with co-counsel on the Vioxx Negotiating Committee, concluded a \$4.85 billion global settlement with Merck, covering more than 45,000 personal injury claims for heart attack, sudden cardiac death, and ischemic stroke. It represents the largest "global" settlement of personal injury claims stemming from a pharmaceutical product in U.S. history.

Zyprexa. In 2004, Seeger Weiss partner Christopher Seeger was appointed by the Honorable Jack B. Weinstein of the U.S. District Court for the Eastern District of New York to serve as Liaison Counsel in the multidistrict litigation against Eli Lilly & Co. relating to the anti-psychotic drug Zyprexa. On June 7, 2005, Eli Lilly and Mr. Seeger, on behalf of the Plaintiffs' Steering Committee, announced a \$700 million settlement of over 8,000 Zyprexa claims alleging that Zyprexa caused diabetes and diabetes-related injuries. Mr. Seeger was one of the chief architects and leading negotiators of this landmark settlement. He also took a leading role in negotiating a second-round settlement of \$500 million between plaintiffs and Eli Lilly.

Accutane. In 2005, Seeger Weiss partners Christopher Seeger and Dave Buchanan were jointly named to serve on the Plaintiffs' Steering Committee in connection with consolidated litigation against New Jersey based Hoffman-LaRoche, Inc., involving the company's acne medication, Accutane. The mass tort litigation, which came before the Honorable Carole E. Higbee in Atlantic County, involved the consolidation of claims throughout the state of New

Jersey alleging severe side effects resulting from the use of Accutane, including birth defects; suicidal impulses among young adults; and inflammatory bowel disease (“IBD”), including Crohn’s disease and ulcerative colitis, a debilitating and life-altering disease with no known cure.

To date, Mr. Buchanan—who, with Seeger Weiss partner Christopher Seeger, served as liaison counsel for the New Jersey coordinated proceedings in the Accutane litigation—has served as co-trial counsel in the three cases tried in New Jersey that involved Accutane-related injuries, all of which resulted in verdicts for the Plaintiff. One, *McCarrell v. Hoffman-La Roche, Inc.*, in New Jersey Superior Court, Atlantic County, resulted in a \$25.16 million verdict for the Plaintiff, an Alabama resident who suffered IBD from using Accutane. Seeger Weiss partner Michael Rosenberg also served on the trial team in that case. Another, *Kendall v. Hoffman-La Roche, Inc.*, in the same court, resulted in a verdict for the plaintiff, a Utah woman who suffered the same ailment from using Accutane, of nearly \$10.6 million. The third, a consolidated trial for *Mace v. Hoffmann LaRoche Inc., Speisman v. Hoffmann LaRoche Inc., and Sager v. Hoffmann LaRoche Inc.*, garnered a \$12.9 million award from the New Jersey jury in November 2008.

Rezulin. Seeger Weiss plays a major role in products liability actions against Pfizer and Warner Lambert involving Rezulin, a prescription drug used to treat Type II diabetes. The Firm is a court-appointed member of the Executive Committee in the federal suits coordinated by the Judicial Panel on Multidistrict Litigation (“JPML”) before Judge Lewis A. Kaplan in the U.S. District Court for the Southern District of New York. The Firm is also a member of the New Jersey Rezulin Steering Committee in *In re: Rezulin Litigation*, currently pending before the Superior Court of New Jersey, Middlesex County. The Firm also successfully represented numerous individuals who commenced personal injury damage actions in various courts throughout the country, all of which claims have been resolved through confidential settlement.

Notably, in March 2003, following a six-week jury trial, the Firm achieved a \$2 million verdict against Pfizer on behalf of Concepcion Morgado, a Brooklyn resident who sustained liver injury and was hospitalized for 10 days following her Rezulin use. The case was the first and only Rezulin matter to be tried in New York and represented a watershed result in the nationwide Rezulin litigation.

Vytorin and Zetia. Seeger Weiss has taken the lead in Zetia and Vytorin litigation, negotiating a \$41.5 million settlement with Merck & Co., Inc and Schering-Plough Corporation, which resolved nationwide fraud claims that arose from the sale and marketing of the companies’ co-ventured prescription drugs. Plaintiffs contend that Merck conspired with Schering-Plough in 2003 to combine Zocor—an enormously popular statin cholesterol drug, with Zetia—another widely used non-statin cholesterol drug, under the new name Vytorin. The two companies began marketing Vytorin as more effective in reducing cholesterol than Zetia and Zocor alone, as well

as being effective in blocking arterial plaque that can cause heart attack and stroke. The lawsuits allege that the companies have known since 2006 that Vytorin was no more effective than the generic version of Zocor in blocking plaque, despite being effective in lowering LDL, or “bad” cholesterol. In failing to disclose these facts, Merck and Schering-Plough were allegedly able to cause consumers and third-party purchasers to pay significantly higher prices than the cost of equally effective alternatives available on the market.

Founding partners Christopher A. Seeger and Stephen A. Weiss served as Co-Liaison Counsel for the Plaintiffs’ Executive Committee for *In Re Vytorin/Zetia Marketing, Sales Practices and Products Liability Litigation*, the coordinated group of 140 actions against the two pharmaceutical companies, located in Newark before the Honorable Dennis M. Cavanaugh of the United States District Court of New Jersey. Seeger acted as the principal negotiator for the Plaintiffs’ Executive Committee, aided by Weiss and Seeger Weiss partner Diogenes P. Kekatos.

Noteworthy Current Pharmaceutical Mass Tort Prosecutions

Gadolinium. The Firm is at the forefront of litigation against multiple defendant manufacturers of Gadolinium-based contrast agents (“GBCAs”) used in certain diagnostic imaging procedures. In December 2006 the U. S. Food and Drug Administration (“FDA”) issued a second and stronger Public Health Advisory concerning a link between GBCAs used during Magnetic Resonance Imaging (“MRI”) and Magnetic Resonance Angiography (“MRA”) procedures, and a debilitating and potentially fatal skin disorder known as Nephrogenic Systemic Fibrosis or Nephrogenic Fibrosing Dermopathy (“NSF/NFD”). Since it released its first Public Health Advisory in June 2006, the FDA has been further investigating the apparent relationship between contrast agents containing gadolinium and NSF/NFD. As of December 2006, the FDA had received reports of 90 patients that developed NSF/NFD within 2 days to 18 months after exposure to such contrast agents.

In February 2008, the Judicial Panel on Multidistrict Litigation ordered all federal actions involving personal injuries stemming from Gadolinium-based contrast dyes centralized in the U.S. District Court for the Northern District of Ohio, before the Honorable Dan Aaron Polster, who has appointed Seeger Weiss partner Christopher Seeger to serve on the Plaintiffs’ Steering Committee and Executive Committee in the multidistrict litigation against multiple defendant manufacturers of GBCAs used in MRI and MRA diagnostic imaging procedures. Partner Dave Buchanan serves as court-appointed Federal-State Liaison Counsel for the litigation. Also in 2008, Seeger Weiss partners Christopher Seeger and Dave Buchanan were appointed Liaison Counsel in connection with the consolidated mass tort litigation against manufacturers of GBCAs in New Jersey, before the Honorable Jamie D. Happas of the Superior Court of New Jersey, Middlesex County.

Fosamax. In August 2006, the JPML ordered all federal litigation involving Merck & Co.’s prescription medication Fosamax—used in the treatment of osteoporosis but found to have caused a number of adverse effects, in particular, osteonecrosis (death of bone tissue)—centralized in the U.S. District Court for Southern District of New York (Manhattan), before the Honorable John F. Keenan. Seeger Weiss partner Christopher A. Seeger has been appointed Plaintiffs’ Liaison Counsel, and also served on the Executive Committee of the Plaintiffs’ Steering Committee in the multidistrict litigation.

Mirena. In April 2013, the JPML ordered all federal litigation involving Bayer’s intrauterine (“IUD”) device marketed under the brand name Mirena—an IUD containing a hormone, levonorgestrel, designed to be implanted in the uterus for as long as five years—centralized in the U.S. District Court for Southern District of New York (in White Plains, New York), before the Honorable Cathy Seibel. Meanwhile, many hundreds of lawsuits in the New Jersey state courts have been centralized before the Honorable Brian R. Martinotti in Bergen County. The Plaintiffs allege that Bayer failed to warn about the longer-term risks of migration of the Mirena device and perforation of the user’s uterus, having warned about the risk of migration and perforation only at the time of device’s insertion. Other complications that Bayer failed to warn about include migration and embedment of the device in the uterus. Seeger Weiss partners Diogenes P. Kekatos and David R. Buchanan have been appointed as Plaintiffs’ Liaison Counsel in the federal multidistrict and New Jersey state multicounty Mirena litigation, respectively.

Yaz, Yasmin, and Ocella. In November 2009, Seeger Weiss partner Christopher A. Seeger was named to the Plaintiff’s Steering Committee in the *Yasmin and YAZ (Drospirenone) Marketing, Sales Practices and Products Liability Litigation* (MDL No. 2100) by Judge David R. Herndon, United States District Court, Southern District of Illinois. More than a hundred lawsuits have been filed against Bayer Healthcare, the pharmaceutical giant that produces Yaz and Yasmin. This litigation, which is expected to include hundreds of women asserting severe health complications resulting from taking these birth control pills, was centralized in the Southern District of Illinois in October 2009 by order of the United States Judicial Panel on Multidistrict Litigation.

Actos. In November 2012, founding partner Christopher A. Seeger was appointed to the Multidistrict Litigation (MDL) Actos Product Liability Plaintiffs’ Steering Committee. In June 2011, a European study found that among a group of 155,000 patients, one fifth of those who developed bladder cancer had been taking the drug Actos. However, the health warnings that accompany the prescription fail to alert users of this risk. The governments of France and Germany have now banned the type-2 diabetes medication, and the FDA has issued warnings to American doctors who prescribe the drug. Takeda Pharmaceutical Co., the makers of Actos and Asia’s largest pharmaceutical company, may face up to as many as 10,000 claims.

Other Pharmaceutical and Medical Device Prosecutions

Depuy Orthopaedics, Inc ASR Hip Implant Products. Seeger Weiss partner Christopher A. Seeger was named to the Plaintiffs' Executive Committee in the *In Re: Depuy Orthopaedics, Inc ASR Hip Implant Products* (MDL No. 2197) by Judge David A. Katz, United States District Court, Northern District of Ohio in January 2011. More than a hundred lawsuits have been filed against Johnson & Johnson, the pharmaceutical giant that is also the parent company of Depuy Orthopaedics, Inc. In August 2010, Johnson & Johnson and its medical device subsidiary, DePuy Orthopaedics, recalled two acetyabular cups hip replacement systems because of their high rate of failures, after a study from the National Joint Registry of England and Wales showed that 1 out of every 8 patients (12%-13%) who had the devices had to undergo revision surgery within five years of receiving it. By the time of the recall, more than 93,000 patients worldwide were fitted with an ASR hip implant. Roughly a third of those were patients in the United States. This litigation was centralized in the North District of Ohio in December 2010 by order of the United States Judicial Panel on Multidistrict Litigation.

PPA. Seeger Weiss remains actively involved in litigation against numerous manufacturers of pharmaceutical products containing PPA (phenylpropanolamine), until 2000 an ingredient in virtually every over-the-counter cold medication and many appetite suppressant products. The Firm serves on the Plaintiffs' Steering Committee in the federal suits consolidated by the JPML in the U.S. District Court for the Western District of Washington, and as the court-appointed Liaison Counsel in the New York PPA actions coordinated before Judge Helen Freedman. In 2003, the Firm was one of the lead negotiators of a nationwide settlement agreement with the manufacturers of Dexatrim, a leading over-the-counter appetite suppressant that until 2000 contained PPA. The settlement covers the claims of all individuals who suffered stroke-related injuries resulting from the ingestion of PPA-containing Dexatrim.

Propulsid. Seeger Weiss held national leadership positions in pharmaceutical products liability litigation against Johnson & Johnson and Janssen Pharmaceutica, Inc., the manufacturers of Propulsid—a prescription drug used to treat nocturnal heartburn. Seeger Weiss LLP was a member of the court-appointed Plaintiffs' Steering Committees in both the federal litigation, which have been consolidated by the JPML in the Eastern District of Louisiana, and in the statewide consolidated actions in Middlesex County, New Jersey. The Firm served as counsel to numerous individuals who have commenced personal injury damage actions in various courts throughout the country.

Guidant and Medtronic Heart Device Litigations. Seeger Weiss served as a court-appointed member of the Plaintiffs' Steering Committee in multidistrict litigation in the U.S. District Court for the District of Minnesota against Medtronic and Guidant involving defective

heart defibrillators and pacemakers. The heart devices at issue are surgically implanted in persons who have a type of heart disease that creates the risk of a life-threatening heart arrhythmia (abnormal rhythm). Both Medtronic and Guidant had disclosed defects in certain of their defibrillators that caused the devices to fail without warning. The Firm filed one of the first actions in the U.S. against Guidant on behalf of patients.

Other Pharmaceutical Products. In addition to aforementioned pharmaceutical, the Firm serves or has served as counsel in numerous lawsuits in state and federal courts throughout the country brought by individuals who have suffered personal injury or death resulting from the use of various pharmaceutical or medical device products, including **Baycol, Celebrex, Elidel, Ephedra, Fen-Phen, Kugel Mesh** hernia patches, **Lamisil, Neurontin, OxyContin, Ortho Evra** birth control patches, **Protopic, Serevent, Serzone,** and **Sporanox.**

Consumer Litigation

Seeger Weiss LLP has achieved notable recoveries and currently holds leadership roles in many major consumer class action litigations throughout the country. Among the consumer class action litigations in which Seeger Weiss LLP plays or has played a major role are, in alphabetical order:

In re AOL Version 5.0 Software Litigation: Pending in the United States District Court for the Southern District of Florida pursuant to a JPML consolidation order. Plaintiffs seek to recover damages for violations of federal antitrust laws, as well as for damage inflicted on their computers as a result of installing the software. Seeger Weiss LLP is a member of the proposed Plaintiffs' Steering Committee.

In re Armstrong World Industries, Inc.: \$7 million settlement achieved in the United States Bankruptcy Court for the District of Delaware after transfer. The Firm represented the State of Connecticut, one of numerous property damage claimants which sought injunctive relief and monetary damages resulting from the presence of Armstrong-manufactured asbestos-containing resilient floor tile and sheet vinyl in residences and buildings throughout the United States.

In re Bridgestone/Firestone, Inc. ATX, ATX II and Wilderness Tires Products Liability Litigation: Seeger Weiss represented Firestone tire owners and purchasers of Ford Explorers equipped with certain models of Firestone tires. Plaintiffs sought damages flowing from design defects that resulted in severe, life-threatening accidents. Specifically, the consumer class sought a tire recall, recovery for the cost of tire replacement, and recovery for the diminution in the value of Ford Explorer vehicles resulting from the subject design defects. Following the filing of a number of federal class actions, the litigations were transferred for pre-trial proceedings to the

Federal court in Indianapolis. In those coordinated actions, which the JPML had centralized before the Honorable Sarah Evans Barker of the U.S. District Court for the Southern District of Indiana (Indianapolis), Seeger Weiss served as a member of the Plaintiffs' Law Committee. Following extensive discovery and motion practice, Plaintiffs achieved a favorable nationwide settlement of their class claims.

Ecker v. Ford: In 2008, the Superior Court of California granted final approval to the class action settlement in this litigation. The settlement provides full cash reimbursement for qualifying parts and labor for all California owners and lessees of Ford Focus vehicles who experienced premature front brake wear, including reimbursement for brake pads and rotors. The court had earlier appointed the Firm to act as co-lead counsel in the litigation. Seeger Weiss partner Christopher Seeger and associate Scott Alan George were primarily responsible for the litigation.

IBM Deskstar 75GXP Litigation: The Firm represents statewide classes of purchasers of an IBM manufactured hard disk drive, known as the Deskstar 75GXP, in 9 different state and federal courts throughout the country. The actions include claims for violations of consumer protection statutes and breach of warranty resulting from IBM's commercial practices in the marketing and sale of hard disk drives that it knew were inherently unreliable and that it knew would fail at epidemically high rates. In August 2003, Judge Ronald Sabraw issued a tentative ruling certifying a California statewide class of purchasers of the 75GXP in *Michael Granito v. IBM*, pending in California Superior Court in Alameda County. In addition to California, cases are also pending in New Jersey, New York, Florida, Illinois, Connecticut, Ohio, Michigan, and Pennsylvania. The Firm serves as co-lead counsel in these cases.

In re Industrial Life Insurance Litigation: The Firm represents purchasers of industrial life insurance policies who were charged race-based and discriminatory rates. The Firm serves on the Plaintiffs' Steering Committee in connection with the several cases that have been sent to the Eastern District of Louisiana by the JPML.

Lester v. Percudani: Pending in the U.S. District Court for the Middle District of Pennsylvania. The Firm represents over 170 first-time homeowners who purchased homes at inflated valuations based upon fraudulent appraisals and in violation of federal mortgage lending guidelines. The action includes federal civil RICO and state consumer fraud claims against a group of RICO co-conspirators. In 2008, the district court denied motions for partial summary judgment that had been filed by two of the Defendants (Chase Home Finance LLC and one of its officers), and later denied their motion for reconsideration of that ruling. Following those rulings, the parties entered court-approved mediation, which recently resulted in a settlement that will provide millions of dollars' worth of relief to the aggrieved homeowners, including substantial mortgage rate reductions.

In re MCI Non-Subscriber Telephone Rates Litigation: \$88 million class settlement completed in the United States District Court for the Southern District of Illinois following a transfer to that district by the JPML. Final approval of the class settlement was entered in March 2001 resolving claims brought by class members to recover overcharges arising from MCI's improper imposition of non-subscriber rates and surcharges on certain of its customers. Seeger Weiss LLP was a member of the Plaintiffs' Steering Committee and served as Chair of the Discovery Committee.

Sims v. Allstate and Dorries v. State Farm: Pending in Illinois state court. The Firm serves as co-counsel in these separate class actions, representing automobile policyholders seeking to recover payment for the diminution in value of their vehicles following accidents in which certain types of body damage was sustained. These cases were certified as class actions in December 2000.

Sternberg v. Apple Computer, Inc. and Gordon v. Apple Computer, Inc.: Nationwide settlement completed in California state court. Plaintiffs recovered class-wide damages resulting from Apple's deceptive advertisements for its iMac and G4 brand computers—specifically the functionality of the DVD playback feature. Seeger Weiss LLP served as co-lead counsel for the classes.

Tennille v. The Western Union Company. Seeger Weiss served as co-Class Counsel in consolidated nationwide class action suits filed in the U.S. District Court for the District of Colorado, alleging that Western Union, in violation of consumer fraud laws, wrongly failed to inform customers who purchased money transfers if a money transfer failed to go through to the intend recipient and that it sat on the funds for years, earning income and administrative fees off them. In many cases, the funds eventually escheated to state governments. Following years of extensive discovery and motion practice, including Western Union's unsuccessful bid to compel arbitration of the claims, in November 2012, the parties reached a settlement, brokered by the Tenth Circuit's chief mediator after Western Union's appeal of the district court's denial of its motion to compel arbitration. Under the settlement, Western Union agreed to the establishment of a cash fund (valued at over \$135 million at the time of final approval of the settlement) for the return to class members of funds not already escheated to states; the payment of interest to those class members whose wire transfer funds had already escheated to a state government; the formation of a process for assisting class members in securing the return of their funds if they have already escheated; the creation of a 7-1/2 year notice plan, whereby Western Union is required to inform customers within 60 days if their wire transfers are unsuccessful; and the undertaking of robust efforts to update customers' stale contact information. The settlement received final approval from U.S. District Judge John L. Kane in June 2013.

Truth-in-Lending Act Litigation: The Firm served as co-counsel in several dozen proposed nationwide class actions that were filed in 2007 and 2008 in the various federal courts in California against banks and other mortgage lenders, asserting claims under the federal Truth-in-Lending Act (“*TILA*”), and California consumer fraud statutes and common law. These actions sought recovery of damages as well as equitable relief, including rescission, in connection with highly-deceptive so-called Option Adjustable Rate Mortgage (“*ARM*”) loans. The loan documents given to Option ARM borrowers failed to adequately disclose to borrowers that the initial “teaser” interest rate of 1%-3% would last only 30 days and that, after that time, the minimum payment specified in the payment schedule would be insufficient to cover even monthly interest charges, let alone loan principal. As a result, borrowers who secured these deceptive loans lost equity in their homes and were no longer able to secure the refinancing necessary to get out from under these loans. In several of the lawsuits, the courts sustained the Plaintiffs’ claims against the defendant lenders’ dispositive motions, and several cases resulted in the certification of classes. A number of the suits culminated in settlements providing cash and/or other relief to borrowers. Seeger Weiss partners Christopher A. Seeger, Jonathan Shub, and Diogenes P. Kekatos all played a substantial role in these hard-fought litigations.

In re Vonage Marketing and Sales Practice Litigation: Nationwide settlement proposed in the U.S. District Court for the District of New Jersey. The lawsuit involves Vonage’s promotional “one month free” and “money back guarantee” offers and application of certain charges (disconnection, cancellation and termination fees, and subscription fees despite requests for cancellation), which allegedly violated certain laws. Vonage has agreed to pay \$4.75 million to fund the settlement, which offers eligible class members reimbursements for certain payments made by Vonage subscribers. Seeger Weiss partner Jonathan Shub serves as co-lead counsel in the litigation.

Workers’ Compensation Litigation: The Firm served as co-counsel in proposed class actions brought in thirteen different states against most of the country’s largest workers’ compensation insurance carriers. The actions sought to recover damages on behalf of numerous corporate entities resulting from the inappropriate imposition of “residual market loads.” In 2006, these cases settled for an aggregate amount of \$25 million.

In re Zynga Privacy Litigation: Pending in the U.S. District Court for the Northern District of California. The suit accuses Zynga, a Facebook partner and game developer, of deliberately sharing personal data of Facebook users. Zynga breached their own privacy policy, as well as industry standards, which that it "does not provide any Personally Identifiable Information to third-party advertising companies." Partner Jonathan Shub was named Interim Co-Lead Class Counsel in December 2010 by Judge James Ware, United States District Court, Northern District of California.

Securities Litigation

Seeger Weiss has emerged as a leading innovator in the realm of securities litigation, with special emphasis on IPO litigation, auction rate securities, securities fraud class action, and, recently, the Bernard Madoff Ponzi scheme. The Firm brought action against some of the largest financial entities in the world, including Goldman Sachs, Morgan Stanley, Credit Suisse, JPMorgan Chase, Bank of America and Merrill Lynch.

IPO Litigation

In re Initial Public Offering Securities Litigation is one of the largest and most significant coordinated securities fraud prosecutions in United States history. In this coordinated action, Seeger Weiss serves on the Plaintiffs' Steering Committee and as Co-Chair of the Plaintiffs' Legal Committee. The litigation consists of 310 class actions involving IPOs marketed between 1998 and 2000. The defendants include 310 individual companies and 55 investment bank underwriters, which includes Wall Street's largest and most well-known investment houses, including Goldman Sachs, Morgan Stanley, and Credit Suisse. The class actions allege that the IPOs were manipulated by the issuers and investment banks to artificially inflate the market price of the securities of those companies by inducing customers to engage in aftermarket "tie-in" agreements in exchange for IPO allocations. The cases further allege that the investment banks extracted significant undisclosed compensation from their customers in exchange for giving them the IPO allocations. The actions are coordinated before Judge Shira A. Scheindlin in the U.S. District Court for the Southern District of New York (Manhattan).

In connection with these actions, the Firm was instrumental in defeating a recusal motion brought by certain of the underwriter-defendants in 2001, and was the principal author of the electronic data preservation protocol that was entered by Judge Scheindlin in the litigation. The Firm has been extensively involved in all phases of the litigation, which recently entered a new phase of class certification proceedings following the U.S. Court of Appeals' 2007 reversal of Judge Scheindlin's certification of six test classes.

Auction Rate Securities

Seeger Weiss is part of a consortium of law firms that have taken a leading role in bringing actions against the broker-dealers involved in the auction rate securities market's collapse. Seeger Weiss has sued UBS, DeutscheBank, Merrill Lynch, Wachovia, TD Ameritrade, Morgan Stanley, JPMorgan Chase, E*Trade, Raymond James, Wells Fargo, Oppenheimer, Bank of America and Royal Bank of Canada, alleging that they knew, but failed to disclose material facts about the auction rates market and the securities they sold to their investors, including that the securities were not cash alternatives, like money market funds but, rather, were complex, long-term financial instruments with 30-year or longer maturity dates; and that they were only liquid at the time of sale because the broker-dealers were artificially supporting and manipulating the auction market to maintain the appearance of liquidity and stability. Indeed, the broker-dealers simultaneously withdrew their support of the auction rate securities market on the same day in February 2008, resulting in its collapse. One *New York Times* reporter has referred to the collapse of the auction rates market as a "hostage crisis," in which thousands of investors, including senior citizens, have hundreds of billions of dollars in investments that they cannot access despite having been told that they were liquid investments that were as good as cash.

The Honorable Shira A. Scheindlin of the U.S. District Court for the Southern District of New York (Manhattan) has appointed Seeger Weiss to serve as Liaison Counsel in *Waldman v. Wachovia*, No. 08 Civ. 2913 (SAS) (S.D.N.Y.). Seeger Weiss also was appointed as Liaison Counsel in *Chandler v. UBS AG*, No. 08 Civ. 2697 (SAS) (LMM) (S.D.N.Y.); *Humphrys v. TD Ameritrade*, No. 08 Civ. 2912 (PAC) (S.D.N.Y.); and *Ciplet v. JPMorgan Chase & Co.*, 08 Civ. 4580 (RMB) (S.D.N.Y.). Additionally, counsel with whom Seeger Weiss is working have been appointed Lead Counsel in these and several other cases against the broker-dealers.

Securities Fraud Class Actions

The Firm holds leadership roles in a variety of national securities class action litigations. For example, Seeger Weiss LLP served as lead counsel in an action against *ATEC Group, Inc.*, in which the Firm recovered \$1.7 million for the class in the United States District Court for the Eastern District of New York. Additionally, Seeger Weiss LLP serves as lead counsel in an action against *The Miix Group*, a medical malpractice insurance carrier based in New Jersey, and several of its former and current directors and officers which is pending in the District of New Jersey, and chaired the Executive Committee in a derivative action against *Legato Systems, Inc.* in California.

The Firm also represents or has represented shareholders in a variety of securities litigations, including those against *ATEC Group* (E.D.N.Y.); *Axonyx* (S.D.N.Y.); *Bell South* (N.D. Ga.); *Bradley Pharmaceutical* (D.N.J.); *Broadcom Corp.* (C.D. Ca.); *Buca, Inc.* (D.

Minn.); *Cryo-Cell International, Inc.* (M.D. Fl.); *eConnect, Inc.* (C.D. Ca.); *FirstEnergy Corp.* (N.D. Ohio); *Friedman, Billings, Ramsey Group* (S.D.N.Y.); *Gander Mountain* (D. Minn.); *Genta* (D.N.J.); officers and directors of *Global Crossing* (C.D. Ca.); *Grand Court Lifestyles, Inc.* (D.N.J.); *Impath* (S.D.N.Y.); *IT Group Securities* (W.D. Pa.); *Mattel, Inc.* (C.D. Ca.); *Matrixx Initiatives* (D. Ariz.); *MBNA* (D. Del.); *MIIX Group* (D.N.J.); *Molson Coors Brewing Company* (D. Del.); *Mutual Benefits Corp.* (S.D. Fla.); *New Era of Networks, Inc.* (M.D.N.C.); *Nuance Communications* (N.D. Ca.); *NVE Corporation* (D. Minn.); *Omnivision Technologies, Inc.* (N.D. Ca.); *Par Pharmaceuticals* (D.N.J.); *Pixelplus, Co.* (S.D.N.Y.); *Procter & Gamble Co.* (S.D. Ohio); *Priceline.com* (D. Conn.); *Purchase Pro* (S.D.N.Y.); *Quintiles Transnational* (D. Colo.); *Read Rite Corporation* (N.D. Ca.); *Sagent Technology* (N.D. Ca.); *Sina Corporation* (S.D.N.Y.); *The Singing Machine, Inc.* (S.D. Fl.); *Terayon, Inc.* (C.D. Ca.); and *Tesoro Petroleum Corp.* (E.D. Tex); *Viisage Technology, Inc.* (D. Mass.), among others.

Madoff Investment Securities Litigation

Seeger Weiss LLP has moved to the forefront of litigation against Bernard L. Madoff Investment Securities, the engine of Madoff's \$50 billion Ponzi scheme, and has been retained to represent more than \$500 million in claims from defrauded shareholders around the world. Madoff's brand of deception, though similar to a pyramid scheme, proved far more insidious because it relied Madoff's good standing and the fundamental trust the trading community placed in his abilities. Investors were lead to believe that their investments would be handled competently by Madoff and that their returns would be produced through sound investments. Thousands of investors and institutions have been defrauded by Madoff and his firm.

Seeger Weiss, along with co-counsel from Milberg LLP, filed a petition in April 2009 that, if granted, could make Madoff's personal assets available for investors to recover a portion of their investments. The petition was filed soon after Judge Louis Stanton reversed an earlier decision that blocked that option. The SEC and the prosecution maintained that nearly all of Madoff's personal assets were linked to his financial crimes, and personal bankruptcy could delay recovery by victims of his Ponzi scheme, but Judge Stanton disagreed, and reversed the prior holding.

General Complex Class Action Litigation

Seeger Weiss has long excelled at general complex class action litigation, having achieved major victories in the past and working on several important class action cases in the present, against large agricultural and pharmaceutical corporations.

Bayer CropScience Rice Contamination MDL. The Firm served as a member of the court-appointed Plaintiffs' Executive Committee in this MDL brought on behalf of national rice-

growers who sought to recover damages against Bayer CropScience and numerous parents and affiliates to the value of their rice crops resulting from contamination by LLRICE 601 and LLRICE 604, varieties of long-grain rice that have been genetically modified to produce rice crops resistant to glufosinate—the active ingredient in Liberty[®] Herbicide, another Bayer product. This “glufosinate-tolerant” trait allows growers to spray Liberty[®] herbicide over the entire crop, killing all weeds without risking any damage to the rice crop. Following revelations in August 2006 and again in March 2007 that U.S. rice crops had been found to be contaminated with these varieties (which, at the time, had not been approved for commercial use), the world’s leading importers of American rice, including the European Union, Japan, and South Korea, quickly announced embargoes of U.S. rice, triggering sharp declines in the market price of U.S. rice. The JPML centralized these actions, and others similar, before the Honorable Catherine D. Perry of the U.S. District Court for the Eastern District of Missouri (St. Louis). Following the district court’s denial of class certification, the cases proceeded to completion of discovery and trial. Following multiple bellwether trials before Judge Perry, both resulting in significant victories for the Plaintiffs, the parties entered into a global settlement totaling \$750 million.

In re “StarLink” Corn Products Litigation. Similar to the rice contamination litigation against the Bayer companies, this litigation was centralized by the JPML in the U.S. District Court for the Northern District of Illinois, Eastern Division (Chicago). The U.S. Environmental Protection Agency had licensed “StarLink” brand corn—which had been genetically-modified to create its own insecticidal protein, making it resistant to various corn pests—only for the growing of corn used for animal feed and industrial purposes (such as the growing of corn for manufacturing ethanol), was found to have entered the U.S. food chain. The news swiftly led to Japan and other major overseas buyers of U.S. corn placing embargoes on American corn, and the resulting collapse of the export market for U.S. corn and a sharp decline in the market price of U.S. corn. The Firm was one of four court-appointed co-lead counsel for a class of corn farmers in various corn-belt states against Aventis CropScience USA—the developer of StarLink corn seed (which was later purchased by Bayer AG and became Bayer CropScience, the developer of the genetically-modified rice seeds that are the sources of the rice contamination litigation in which the Firm is currently involved)—and Garst Seed Company, the principal licensee and distributor of the corn seed. In the actions, the corn growers sought damages representing the loss in value of their corn crops due to the improper marketing, handling, and distribution of StarLink corn. In April 2003, following much discovery and the denial of the Defendants’ motion to dismiss the Plaintiffs’ claims, U.S. District Judge James B. Moran gave final approval to a \$110 million nationwide settlement of the class claims.

OxyContin Third-Party Payor Litigation. Seeger Weiss has been appointed co-lead counsel in a proposed class action pending in the U.S. District Court for the Southern District of New York (Manhattan) before the Honorable John G. Koeltl. The litigation against the drug’s maker, Purdue Pharma LLP, involves the marketing and promotion of OxyContin. In 2007,

Purdue pled guilty to federal violations of misbranding of OxyContin, for which it was fined over \$600 million in criminal and civil penalties. The Firm represents insurance providers and other “third-party payors,” including self-funded health plans, which have purchased, reimbursed, or otherwise paid for OxyContin for their plan members or participants. The Plaintiffs assert violations of federal RICO and state consumer fraud statutes. Specifically, they allege that, as a result of Defendants’ fraudulent over-promotion and off-label promotion of OxyContin, members of the class paid a much higher price, for many more prescriptions, than they would have absent Defendants’ fraudulent over-promotion. After discovery, spirited negotiations, and briefing and argument on Purdue’s motion to dismiss the complaint, Seeger Weiss secured a \$20 million settlement, which received preliminary approval from the district court in December 2008. A final approval (fairness) hearing is scheduled for May 15, 2009.

Environmental and Toxic Tort Litigation

Seeger Weiss has brought several environmental and toxic tort cases on behalf of homeowners, small landowners and farmers who have suffered from environmental damage and degradation.

Factory Hog and Poultry Farm Environmental Litigation. The Firm is involved in the prosecution of various environmental and common law claims against several of the nation’s largest industrial hog and poultry farm operators. These cases, pending in various jurisdictions throughout the country, were brought on behalf of riparian property owners and other residents in the vicinity of factory hog and poultry farms who have suffered from atmospheric degradation caused by the illegal discharge of harmful toxins and other pollutants contained in the enormous quantities of hog and poultry feces and other wastes produced by the industrial farmer defendants. The Firm serves as co-lead counsel in several of these actions. For example, the Firm serves as court-appointed co-lead counsel in an action pending in the state District Court of Mayes County, Oklahoma pertaining to environmental damages to the Grand Lake O’Cherokees caused by the disposal of massive quantities of chicken litter by the operations of various major poultry integrators and their contract growers. In that action, the Firm achieved the certification of two classes of owners of property around the 44,000-acre lake after a three-day hearing by the District Court, and that ruling was only narrowly overturned by the Oklahoma appellate courts during nearly two and one-half years of appeals. The Firm continues to pursue these claims.

Hog Odor Nuisance Litigation. In September 2006, following a three-week trial in which Firm partner, Stephen A. Weiss, served as co-lead trial counsel, a state court jury sitting in Jackson County, Missouri returned a \$4.5 million combined verdict against industrial hog producers Premium Standard Farms, Inc. and ContiGroup Companies, Inc. in favor of six neighbors of the Defendants’ vast farm operations in northern Missouri. In March 2010, a group of fifteen neighbors brought Premium Standard Farms before the state court again, alleging that

the overpowering hog odors had not abated since the original trial. A Jackson County jury awarded the plaintiffs an \$11.05 million verdict. This verdict is the largest monetary award against a hog farm in an odor nuisance case. Following these verdicts, Mr. Weiss served as lead negotiator of a global settlement that resolved approximately 300 related claims against these Defendants on a confidential basis.

Lead Poisoning Litigation. The Firm represented families and property owners living within Tar Creek, one of the nation's most notorious hazardous waste sites, situated within the former Picher Mining Field in Northeast Oklahoma. The site has ranked consistently near the top of EPA's National Priorities List for over a decade. Seeger Weiss is pursuing two types of cases on behalf of the residents: claims on behalf of seven minor children who have irreversible brain damage as a result of exposure to the lead left behind by the mining companies; and a prospective class of residents whose properties have been devalued and who have been exposed to this toxic mining waste.

Chinese-Manufactured Drywall. Seeger Weiss is currently pursuing action against Chinese manufacturers of contaminated drywall, which is reported to contain high levels of hydrogen sulfides, compounds that when exposed to prolonged heat or humidity, release sulfur gasses resulting in terrible odors, metal corrosion, and physical injuries. Christopher A. Seeger was named to the Plaintiff's Steering Committee in the Chinese-Manufactured Drywall Products Liability Litigation (MDL No. 2047) by Judge Eldon E. Fallon, United States District Court, Eastern District of Louisiana. This litigation, which includes thousands of claimants asserting property damage and personal injury claims, was centralized in the Eastern District of Louisiana in June 2009 by order of the United States Judicial Panel on Multidistrict Litigation.

Mr. Seeger tried the first defective Chinese-manufactured drywall case in the country, resulting in a \$2.6 million verdict for seven Virginia families. Mr. Seeger also tried the second bellwether case, which determined whether manufacturers were responsible for damages the drywall's toxic fumes cause to plumbing, electronics, and appliances, securing a \$164,049 judgment for the Hernandez family.

In October, Mr. Seeger was a part of a negotiating team that obtained a breakthrough settlement to remediate homes affected by Chinese drywall. The agreement was reached with several key defendants including Knauf Plasterboard Tianjin (KPT), builders, drywall suppliers and their insurers, and other Knauf entities, and totaled over \$800 million in recoveries

Asbestos Litigation

Seeger Weiss handles numerous lawsuits seeking compensation for victims of asbestos and mesothelioma and has recovered millions of dollars for mesothelioma victims nationwide. These cases include a \$3.1 million settlement on behalf of an auto mechanic and Navy veteran who was diagnosed with mesothelioma at age 61, and a \$2 million settlement on behalf of an 80-year-old California man who was diagnosed with mesothelioma after having worked on shipyards in California and across the country.

Fair Labor Standards Act Litigation

Seeger Weiss LLP is engaged in a wide variety of Fair Labor Standards Act (“FLSA”) litigation matters representing aggrieved employees in courts throughout the country. The following are examples of such FLSA actions in which the Firm is involved:

Seeger Weiss served as lead counsel in an action—titled *Schaefer-LaRose v. Eli Lilly & Co.*, which was filed in November 2006 and transferred to the U.S. District Court for the Southern District of Indiana—charging that Eli Lilly & Co. had a common practice of refusing to pay overtime compensation to its pharmaceutical representatives—including Sales Representatives, Senior Sales Representatives, Executive Sales Representatives, Senior Executive Sales Representatives, and those with similar job descriptions and duties—in violation of the federal FLSA. The plaintiffs, Lilly employees who promoted or detailed pharmaceutical products to medical professionals, alleged that Lilly unlawfully characterized its employees as exempt in order to deprive them of overtime pay. In February 2008, the court approved Plaintiffs’ motion to conditionally certify the case as a collective action—the FLSA equivalent of a class action. The class consisted of approximately 400 current and former pharmaceutical representatives employed by Lilly across America.

Seeger Weiss was also co-counsel in a similar federal collective action lawsuit charging that Pfizer Inc. had adopted a common practice of refusing to pay overtime compensation to its pharmaceutical representatives—including Professional Healthcare Representatives, Therapeutic Specialty Representatives, Institutional Healthcare Representatives, Specialty Healthcare Representatives, Specialty Representative, and Sales Representatives—in violation of the FLSA. That action, *Coultrip v. Pfizer Inc.*, was filed in October 2006 in the U.S. District Court for Southern District of New York. In August 2008, that court granted Plaintiffs’ motion to certify the case as a FLSA collective action.

The FLSA litigations against the various drug-makers were extremely hard fought and led to a split among the circuit courts of appeals, with the Seventh Circuit affirming the district court’s grant of summary judgment in favor of Eli Lilly and the Ninth Circuit similarly holding

in favor of defendant SmithKline Beecham, while the Second Circuit held in favor of the plaintiffs in a cognate action brought against Novartis. The claims wound their way up to the U.S. Supreme Court, where a sharply-divided Court affirmed the Ninth Circuit in a 5-4 decision in June 2012. Seeger Weiss partner Stephen A. Weiss and Counsel James A. O'Brien III (who argued the plaintiffs' appeal in the Seventh Circuit) spearheaded the litigation for Seeger Weiss.

Pension and ERISA Litigation

Seeger Weiss has represented thousands of clients whose employers recklessly tampered with their retirement benefits.

Schol v. Bakery and Confectionary Union and Industry Int'l Pension Fund. Seeger Weiss represented eight former union employees of the Entemann's Bakery in Bay Shore, New York and two from the now-shuttered Keebler Food Co. plant in Denver, in a class action lawsuit filed against the Bakery and Confectionary Union and Industry International Pension Fund. Many of these and other union workers accepted "buy-out" offers from the company as it downsized its personnel in recent years or accepted management positions, based on the understanding and expectation that they would qualify for a full pension under alternative formulas known as Plan G and Plan C, or more commonly the "Golden 80" and "Golden 90" options, respectively, whereby pension plan participants could qualify for a full pension if their age and combined years of service added up to 80 and 90, respectively. But as of July 1, 2010, Pension Plan participants not already eligible for their full pension under the Golden 80 and 90 formulas lost their right to qualify for those pensions if they were no longer in working in covered (unionized) employment. The result of this amendment was that participants could qualify for a full pension only at age 65 and the only early retirement pension available to them was a reduced benefit that was as much as 60% lower than the Golden 80 and 90 pensions. The *Schol* action—the first one of several filed in the country to challenge the pension plan amendment—was filed in the U.S. District Court for the Eastern District of New York and subsequently transferred to the Southern District of New York (in White Plains, New York), where it was consolidated with a similar action, ***Alcantara v. Bakery and Confectionary Union and Industry Int'l Pension Fund.*** In June 2012, Judge Vincent L. Briccetti granted Plaintiffs' motion for judgment on the pleadings, agreeing with Plaintiffs that the Pension Plan's 2010 amendment violated ERISA's prohibition against the cutback of accrued pension benefits. Judge Briccetti agreed that the pension Plaintiffs had been promised and were earning credits toward was an accrued benefit, and could not be reduced merely because they had not already reached the required number of total credits of age plus years of service before last July 1, 2010. In May 2014, the U.S. Court of Appeals for the Second Circuit affirmed Judge Briccetti's decision in a published opinion, ***Alcantara v. Bakery & Confectionery Union & Indus. Int'l Pension Fund Pension Plan, 751 F.3d 71 (2d Cir. 2014).*** The victory secured by Seeger Weiss and its co-counsel has benefitted over 540 Pension Plan participants. The case was successfully prosecuted by Seeger Weiss partner Diogenes P. Kekatos .

In re Delta Air Lines Inc. Seeger Weiss served as Lead Counsel in a nationwide ERISA multidistrict litigation centralized by the JPML in the federal court in Atlanta, Georgia before the

Honorable Julie E. Carnes. The Firm represented active and retired Delta Air Lines pilots challenging various company pension plan amendments and practices that had caused them to forfeit accrued and vested pension benefits. Plaintiffs challenged, among other things, the methodology employed by Delta in calculating and paying lump sums of pension benefits to pilots, the company's retroactive freeze of a benefit formula previously pegged to increases in investment performance, and automatic reductions of pension benefits of married retirees hired before 1972. In September 2005, the federal court in Atlanta granted final approval to a class action settlement providing for payment of \$16 million in cash to certain retired Delta pilots hired before 1972 or their spouses or beneficiaries and 1 million stock purchase warrants to lump sum pension benefits recipients. The settlement represented a significant recovery in light of Delta Air Lines' rapidly-deteriorating financial plight, with the court's final approval coming only days before Delta filed for bankruptcy protection. Seeger Weiss continued to represent Plaintiffs and class members through a number of twists and turns in the bankruptcy proceedings and beyond, and vigorously fought for and, in 2008, secured the complete and final distribution of all settlement proceeds to the class members.

In re BellSouth Corp. ERISA Litigation. Seeger Weiss represented tens of thousands of aggrieved BellSouth management employees in a class action suit against the company and the administrators of the employees' 401K plan, in connection with "Enron-like" breaches of fiduciary duty. These claims stemmed from Defendants' failures to advise employees of investment diversification options and their having created a falsely optimistic outlook in Defendant BellSouth's stock as a prudent investment for the plan. Defendants encouraged employees to invest their earnings in company stock at a time when the company was noting positive operating results, artificially-optimistic revenue growth, and other financial indicators that were found to be materially false, including revelations of accounting irregularities and losses from the company's risky venture into the highly-speculative Latin American wireless phone market. In 2006, after considerable motion practice and discovery in the litigation, the federal court in Atlanta, Georgia, which oversaw the litigation, granted final approval to a class action settlement that provides for, among other things, BellSouth to make matching 401K plan contributions to employees for a three-year period in cash rather than company stock; for employees during that period to have the same investment options for the company's matching contributions as they have for their own contributions; the availability of certain additional investment choices; and during that period a guaranteed minimum percentage for one of the components in the formula used to determine the company's matching contributions.

Insurance Litigation

For over a decade, the Firm has played a pivotal role in many notable insurance market practices class actions brought against members of the life insurance industry. These nationwide suits resulted from alleged misrepresentations made in connection with the sale of certain life

insurance products, including “vanishing premium” policies which, due to market-sensitive dividend projections, required customers to pay premiums on a more prolonged basis than originally expected. The Firm has also reviewed annuity claims in the Claims Review Process.

In 2009, the firm was appointed Lead Counsel in the *WellPoint, Inc. Out-of-Network “UCR” Rates Litigation* (MDL No. 2074) by Judge Philip S. Gutierrez, United States District Court, Central District of California. This litigation, originally four antitrust cases, was centralized on August 27, 2009 by order of the U.S. Judicial Panel on Multidistrict Litigation. The plaintiffs allege that several large insurance companies, including WellPoint Inc., Anthem Inc., and Blue Cross of California colluded to lower reimbursement rates for out-of-network health care services. The insurers were reported to have knowingly created and used flawed data to produce reimbursements far below the usual, customary and reasonable rates. The plaintiffs’ claim that the insurance companies used a rigged database created by Ingenix, a subsidiary of UnitedHealth Group Inc., which was once the largest provider of health care billing information in the country. The briefing of Defendants’ motion to dismiss the consolidated class action complaint in that litigation was recently completed, and the court is to hear oral argument on that motion shortly.

The firm serves on the Plaintiffs’ Executive Committee in the analogous *Aetna UCR Litigation* (MDL No. 2010), pending before Judge Faith S. Hochberg in the United District Court, District of New Jersey. That litigation raises similar ERISA, civil RICO, federal antitrust, and other claims against Aetna, Ingenix, and UnitedHealth Group pertaining to reimbursement rates for out-of-network health care services. That court currently has Defendants’ motion to dismiss the consolidated class action complaint under advisement, and Plaintiffs are scheduled to file their motion for class certification shortly.

In 1995, the firm was appointed as the national Policyowner Representative in *Wilson v. New York Life Insurance Company* sales practices litigation, the first settlement of a nationwide class action relating to the vanishing premium insurance product. *Wilson* involved claims brought by a class of approximately 3.2 million New York Life policyowners who suffered damages as the result of allegedly improper sales practices by the company and its agents, including the alleged failure to properly disclose the market-sensitivity of the company’s premium payment projections. As Policyowner Representative, the firm served as the principal advocate on behalf of members of the class who elected to pursue individual claim relief before independent appeal boards.

Following its appointment in the *New York Life* litigation, the firm served as the Attorney Representative in the *In re Prudential Life Insurance Sales Practices Litigation*. In that role, the firm, and others serving under its auspices, represented individual class members in connection with over 53,000 separate claim arbitrations.

In addition to the *New York Life* and *Prudential* matters, the firm has served as the Policyowner Representative, Attorney Representative, or Claim Evaluator in the following insurance and annuity sales practices class actions: *Ace Seat Cover Company v. The Pacific Life Insurance Co.*; *Benacquisto v. American Express Financial Corporation*; *Duhaime v. John Hancock Mutual Life Ins. Co.*; *Garst v. The Franklin Life Insurance Co.*; *In re General American Life Insurance Co. Sales Practices Litigation*, *In re Great Southern Life Insurance Co. Sales Practices Litigation*; *Grove, et al. v. Principal Mutual Life Insurance Co.*; *Joseph F. Kreidler, et al. v. Western-Southern Life Assurance Co.*; *Lee v. US Life Corp.*; *In re Lutheran Brotherhood Variable Products Co. Sales Practices Litigation*; *Manners and Philip A. Levin v. American General Life Insurance Co.*; *In re Manufacturers Life Insurance Co. Premium Litigation*; *In re Metropolitan Life Insurance Co. Sales Practices Litig.*; *Moody v. American General Life and Accident Insurance Co.*; *In re New England Mutual Life Insurance Company Sales Practices Litigation*; *Roy v. Independent Order of Foresters*; *Murray v. Indianapolis Life Insurance Co.*; *Snell v. Allianz Life Insurance Company of North America*; *In re Sun Life Assurance Company of Canada Insurance Litigation*; *Varacallo, et al. v. Massachusetts Mutual Life Insurance Co.*; and *Wemer v. The Ohio National Life Insurance Co.*

Nursing Home Litigation

Seeger Weiss LLP has served as counsel in over two dozen personal injury and wrongful death actions on behalf of victims of severe nursing home abuses and neglect. These cases, both pending and settled, were litigated in various state courts throughout the country and have earned the Firm a national reputation in the area of nursing home litigation.

Personal Injury Litigation

The Firm maintains a highly-selective docket of matters involving serious personal injury or wrongful death. Unlike many personal injury practices in which attorneys may handle hundreds of slip-and-fall matters at a time, the Firm's philosophy is to allow its attorneys to concentrate on a smaller number of "high-end" catastrophic injury cases, thereby permitting the highest quality of attention and service available in the field.

In Re National Football League Players' Concussion Injury Litig. Most recently, in July 2014, Judge Anita B. Brody the U.S. District Court for the Eastern District of Pennsylvania granted preliminary approval of a proposed nationwide class action settlement of thousands of lawsuits filed by former professional football players, alleging that the National Football League failed to take the necessary precautions to protect its players from long-term brain injuries from concussive and sub-concussive impacts. The litigation, *In re National Football League Players*

Concussion Injury Litigation, was centralized in that court by the Judicial Panel on Multidistrict Litigation in January 2012 and gained significant media attention.

Judge Brody appointed Seeger Weiss founding partner Christopher A. Seeger as Co-Lead counsel for the Plaintiffs, and several other Seeger Weiss partners and other attorneys, including David R. Buchanan and TerriAnne Benedetto, have been actively involved in the litigation. The proposed settlement, which was achieved after many months of spirited negotiations led by Mr. Seeger, including before a court-appointed mediator, was presented to the district court for final approval at a November 19, 2014 hearing.

If final approval is granted, the settlement will provide an uncapped Monetary Award Fund for 65 years which will pay all valid claims for certain neuro-cognitive impairments, with individual awards of up to \$5 million; \$75 million to fund a Baseline Assessment Program Fund that will offer eligible retired NFL players a baseline neuropsychological and neurological examination to determine the existence and extent of any cognitive deficits, and in the event retired players are found to suffer from moderate cognitive impairments certain supplemental benefits in the form of specified medical treatment and/or evaluation, including, as needed, counseling and pharmaceutical coverage; and a \$10 million Education Fund to fund safety and injury-prevention programs for football players.

Wildcats Bus Crash Litigation. In June 2009, Seeger Weiss was lauded for its staunch representation of 11 victims and their families in the Wildcats Bus Accident Case, after the defendants' agreed during trial to accept 100% of the responsibility for the tragic crash. The horrific accident, which resulted in four fatalities and countless other serious injuries, occurred when a Coach Canada bus carrying an "under 21" Canadian female hockey team named the Wildcats veered off of Interstate 390 near Rochester, New York and struck a parked tractor-trailer on the shoulder of the roadway. Led by Christopher Seeger, Moshe Horn and Marc Albert, the Seeger Weiss team took more than 20 depositions, reviewed thousands of pages of documents and retained multiple experts in preparation for the trial in the Supreme Court, Livingston County. Seeger Weiss represented a total of eleven victims of the accident and their families. In March 2010, a jury awarded \$2.25 million to three of the victims and their families, who were represented by partners Moshe Horn and Marc Albert. Following this verdict, the Firm successfully negotiated a global settlement of \$36 million on behalf of all of the Wildcats bus accident victims.

Other Personal Injury Matters. Partner Christopher A. Seeger represented a six-year-old boy and his family in a medical malpractice action against a hospital for failing to timely diagnose meningitis, which resulted in severe brain damage to the boy. The case settled for \$3.25 million in the Supreme Court of Kings County.

Partners Christopher A. Seeger and Stephen A. Weiss represented the wife and two minor children of a 41-year-old successful technologist who was tragically killed when a boat upon which he was a passenger collided with the Greenport Breakwater, a 1,000 foot long structure constructed of large boulders in Greenport, Long Island. The victim was thrown from the boat upon impact and ultimately drowned. This case was settled for \$2.9 million.

Seeger Weiss secured a \$1.4 million verdict for client Debbie D'Amore in her case against Met Life and American Building Maintenance for serious injuries which she suffered as a result of a fall on July 13, 2004 at the Met Life Building in New York City. Ms. D'Amore was vigorously represented by Christopher Seeger and Marc Albert of Seeger Weiss LLP over the course of the week-long trial held before the Honorable Judge Michael Stallman of the Supreme Court, New York County. The jury deliberated over a two day period and returned with a \$1.4 million verdict, \$1 million of which was awarded for Ms. D'Amore's past pain and suffering, with \$400,000 awarded for future pain and suffering. The jury found defendants Met Life and its cleaning contractor, American Building Maintenance responsible for the fall and the serious injuries which Ms. D'Amore sustained as a result. Ms. D'Amore suffered a tri-malleolar ankle fracture in the fall which required multiple surgeries, including ultimately, an ankle fusion.

Antitrust Litigation

Seeger Weiss LLP has been involved in nationally-prominent antitrust litigation, where it has recently expanded its presence.

Compact Disc Litigation. Seeger Weiss was involved in this consumer antitrust litigation, which sought damages against the wholesale sellers of pre-recorded music sold in the form of compact discs. The Plaintiffs alleged that the Defendants had conspired to artificially inflate the retail prices of compact discs in violation of the Sherman Act. The litigation was settled favorably in the United States District Court for the District of Maine, where the litigation had been centralized for coordinated pretrial proceedings by the JPML.

McDonough v. Toys "R" Us, Inc. Seeger Weiss represents a proposed class of consumers and smaller retailers of baby and juvenile products against Babies "R" Us (an affiliate of the Toys "R" Us chain) and several manufacturers of baby products, including strollers, bedding, car seats, and other items, in consolidated actions pending in the U.S. District Court for the Eastern District of Pennsylvania (Philadelphia) before the Honorable Anita B. Brody. The Plaintiffs allege that Babies "R" Us conspired with the manufacturers of baby products in a scheme whereby the manufacturers required other retailers to sell their products at prices above those being charged by Babies "R" Us. As a result, Babies "R" Us was able to monopolize the retail market, resulting in consumers being forced to pay more for baby products. The district court denied the Defendants' motion to dismiss the consolidated complaints. Briefing of

Plaintiffs' motion for class certification has been completed, and a decision from the court is expected shortly.

Monsanto Genetically-Modified Soybean and Corn Seed Litigation. The Firm serves as Co-Lead Counsel in *Schoenbaum v. E.I. DuPont de Nemours and Company*, thirteen consolidated proposed class actions against Monsanto Company, E.I. DuPont de Nemours and Company, and Pioneer Hi-Bred International Inc. currently pending before the Honorable E. Richard Webber in the U.S. District Court for the Eastern District of Missouri (St. Louis). These lawsuits, brought on behalf of farmers who purchased genetically-modified Roundup Ready soybean and YieldGard corn seeds, allege violations of federal and state antitrust, state unfair trade practices statutes, and common law claims for unjust enrichment. The claims stem from the defendants' conspiracy to fix the price of these seeds through the imposition of "technology fees," ostensibly for the purpose of allowing Monsanto to recoup its research and development costs of those seed products but which, in reality, capitalized on and exploited Monsanto's development of those seeds in order to monopolize -the market for those seeds and thereby charge and collect premium prices. After extensive briefing, both pre- and post-argument, and an all-day hearing on the Defendants' motion to dismiss the Plaintiffs' Master Consolidated Amended Action Complaint, the district court sustained most of Plaintiffs' claims. Following spirited motion practice, which included discovery disputes and the Plaintiffs' motion for leave to file an amended complaint in order to, among other things, assert additional claims against Monsanto for misuse of patent, Plaintiffs reached individual settlements with all of the defendants. The settlements will provide a significant recovery to each of the more than two dozen named Plaintiffs.

In re Packed Ice Antitrust Litigation. The Firm represents direct purchasers of packaged ice in a proposed class action brought against the five American and Canadian manufacturers and distributors who possess the dominant share of the \$2.5 billion per year packaged ice industry in North America. The Firm has been appointed Co-Chair of the Class Certification Committee in that litigation. Plaintiffs allege that Defendants have violated the antitrust laws by conspiring to fix prices and allocate market share for packaged ice. The U.S. Justice Department's Antitrust Division commenced an investigation into the packaged ice industry sometime prior to March 2008 and grand jury subpoenas were issued to the Defendants. The cases from around the country have been centralized in the U.S. District Court for the Eastern District of Michigan, and a hearing will be held in March 2009 respecting the selection of Lead Counsel.

In re Rail Freight Fuel Surcharge Antitrust Litigation. The Firm represents shipping customers in a proposed class action brought against the country's four major railroads for antitrust violations. The Defendants in this multidistrict litigation, pending in the U.S. District Court for the District of Columbia, are alleged to have conspired to fix the prices of "rail fuel surcharges" above competitive levels, causing the Plaintiffs to pay exorbitant rates for unregulated rail freight transportation services—rates that were unrelated to fuel costs. The

district court denied the Defendants' motions to dismiss the direct purchasers' claims and the indirect purchasers' federal antitrust claims. The district court held a two-day hearing on Plaintiffs' motion for class certification in October 2010 and, in June 2012, issued an exhaustive 145-page decision, granting the motion. In August 2013, the D.C. Circuit remanded the case for further proceedings, principally in light of the Supreme Court's then-recent decision in *Comcast Corp. v. Behrend*, 133 S. Ct. 1426 (2013). Further proceedings have been conducted on remand, including additional expert witness discovery and voluminous briefing. The district court will soon hold a multi-day hearing on the class certification motion. Seeger Weiss serves as Co-Chair of the Law and Briefing Committee.

Other Commercial Litigation

In addition to its diverse complex litigation practice, Seeger Weiss LLP is engaged in a wide variety of commercial litigation matters representing individuals and businesses in state and federal courts throughout the country. The following are examples of such commercial actions in which the Firm is involved:

Automobile Dealership Warranty Litigation: The Firm represents dozens of franchised automobile dealerships located throughout New York State in separate actions against the "Big Three" automobile manufacturers — Ford, General Motors, and DaimlerChrysler. These actions are pending in federal court in New York and are based on the manufacturers' failure to comply with the New York State Vehicle & Traffic Law § 465. These actions assert claims that in violation of New York State statute and the franchise agreement that governs the relationship between the dealerships and the factories, the manufacturers have failed to adequately reimburse the dealerships for parts used in performing repairs pursuant to the manufacturers' warranties. In addition to the three federal court actions, the Firm also represents close to a dozen franchised Chrysler dealerships in arbitrations pending before the American Arbitration Associations asserting the same claims.

Arzoomanian v. British Telecommunications PLC. The Firm represented a small businessman who had brokered a multi-million dollar global telecommunications deal between two multi-national corporations, British Telecommunications PLC ("BT") and Unilever PLC, and then was cut out of the deal by the companies and refused his fee. In 2004, the Firm successfully overcame BT's motion to dismiss the action on *forum non conveniens* grounds (in which BT argued that the action should not have been brought in the United States). After extensive discovery—both in the United States and overseas—and further motion practice, the case was settled in 2007. This is one of a number of cases that the Firm has handled on behalf of small businesses which have been wronged by behemoth corporations.

In re ETS Praxis Principles of Learning and Teaching: Grades 7-12 Litigation is a consolidated national class action on behalf of more than 4,100 prospective teachers as to whom

ETS negligently and wrongfully reported failing scores on the Praxis Principles of Learning and Teaching test for grades 7 through 12 (the “PPLT” test) during the period from January 2003 through April 2004. The PPLT is a test that is required in many states in order for teachers to obtain their teaching certification. In December 2004, the various class actions filed around the country were transferred to the Honorable Sarah Vance of the United States District Court for the Eastern District of Louisiana (New Orleans). Judge Vance appointed Seeger Weiss LLP to the position of State Court Litigation Liaison Counsel. This case was settled in 2006 for \$11.1 million.

HMO Litigation. The Firm was counsel to individual doctor-members of the Connecticut State Medical Society (“CSMS”) and the Medical Society of the State of New York (“MSSNY”) in connection with various putative statewide class actions filed in Connecticut and New York state courts, respectively against several national health management organizations (HMOs). The class members sought damages resulting from the defendants’ improper, unfair and deceptive practices designed to deny, impede or delay lawful reimbursement to CSMS and MSSNY physicians which rendered necessary healthcare services to members of the HMO managed care plans. The case was successfully resolved.

VOIP, Inc. v. Google, Inc. The Firm represents VOIP, Inc. in a trade secrets and breach of contract action filed in New York State Supreme Court in February 2011. The suit claims that Google developed its “Click to Call” feature, which allows users to make Internet phone calls by just clicking on a link, using misappropriated VoIP trade secrets.



Selected Attorney Biographies

Partners

Christopher A. Seeger

Position: Founding Member Co-Managing Partner.

Admitted: New Jersey, 1990; New York, 1991;

U.S. District Court for the Southern District of New York and U.S. District Court for the District of New Jersey, 1991; U.S. District Court for the Eastern District of New York, 2000; U.S. District Court for the District of Colorado, 2011.

Education: Hunter College of the City University of New York (B.A., *summa cum laude*, 1987); Benjamin N. Cardozo School of Law (J.D., *magna cum laude*, 1990).

Honors: Managing Editor, *Cardozo Law Review*.

Author: "The Fixed Price Preemptive Right in the Community Land Trust Lease," 11 *Cardozo Law Review* 471, 1990; "Developing Assisted Living Facilities," *New York Real Estate Law Reporter*, Volume XII, Number 10, August 1998.

Lecturer: "The Use of ADR in Class Actions and Mass Torts," New York University School of Continuing and Professional Studies, October 13, 2000.

Director: American Friends of Rabin Medical Center, Inc.; Benjamin N. Cardozo School of Law, Yeshiva University, 1999-2000.

Co-Chair: Cardozo Law School Alumni Annual Fund, 1998-2000.

Awards: Best Lawyers in America, 2006, 2012; New York Super Lawyer, 2006-2013; New Jersey SuperLawyers, 2006-2014; Law Dragon 500, 2007-2013; Best Lawyers, Mass Tort Litigation; Hunter College Hall of Fame, 2007; Cardozo Alumnus of the Year, 2009.

Member: The Association of the Bar of the City of New York; New Jersey State Bar Association; Board of Advisors, *New York Real Estate Law Reporter*; Annual Fund Committee, 1999-present; American Bar Association; American Association for Justice, Trail Lawyers for Public Justice; Fellow, American Bar Foundation.

Practice Areas: Consumer Fraud, Products Liability, Antitrust; Insurance, Class Actions, Mass Torts.

Stephen A. Weiss

Position: Founding Member and Co-Managing Partner.

Admitted: New York, 1991; U.S. District Courts for the Southern and Eastern Districts of New York, 1991.

Education: Brandeis University (B.A., 1986); Benjamin N. Cardozo School of Law (J.D., 1990).

Honors: Business Editor, *Cardozo Law Review*, 1989-1990.

Author: "Environmental Liability Disclosure Under the Federal Securities Law," *Law Education Institute, Inc.*, 1998; "Liability Issues and Recent Case Law Developments Under CERCLA, New Environmental Issues of Liabilities of Government Agencies & Government Contractors," *Federal Publications, Inc.*, Chapter 4, 1995; "New York Proposes Legislation to Restrict Shareholder Derivative Suits," *Insights*, Vol. 8, No. 3, p. 24, 1994; "Suretyship as Adequate Protection Under Section 361 of the Bankruptcy Code," *Cardozo Law Review*, Vol. 12, p. 285, 1990.

Director or Officer: Benjamin N. Cardozo School of Law, Yeshiva University, 2000-present; New York State Trial Lawyers Association, 2012-present; New York State Academy of Trial Lawyers, Vice President, 1st Department, 2012-2013.

Co-Chair: Cardozo Law School Alumni Annual Fund, 1998-2000.

Awards: International Humanitarian Achievement Award, Shaare Zedek Medical Center, 2002; Trial Lawyer of the Year, Finalist, Public Justice Foundation, 2010.

Member: American Association for Justice; American Bar Association; Badge of Honor Memorial Foundation, General Counsel, 2008-present.

Practice Areas: Complex Litigation, including Antitrust, Consumer, Employment, Environmental, Insurance, Products Liability, Pharmaceutical, Qui Tam and Securities Litigation.

David R. Buchanan

Position: Member.

Admitted: New Jersey, 1993; New York, 1994; U.S. District Court for the District of New Jersey, 1993; U.S. District Court for the Southern District of New York, 1994; U.S. District Court for the Eastern District of New York, 1999.

Education: University of Delaware (B.S., 1990); Benjamin N. Cardozo Law School (J.D., *magna cum laude*, 1993)

Honors: Samuel Belkin Scholar, 1993; Member, 1991-93, and Administrative Editor, 1992-93, *Cardozo Law Review*.

Awards: Best Lawyers in America, 2007, 2012; New York Super Lawyer, 2007; Legal 500; Law Dragon 3000

Member: American Bar Association (Litigation, Intellectual Property sections).

Practice Areas: Complex and Mass Tort Litigation, including Antitrust, Consumer, Environmental, Insurance, Intellectual Property, Pharmaceutical, Products Liability, and Securities Litigation.

Diogenes P. Kekatos

Position: Member.

Admitted: New York, 1984; U.S. District Courts for the Southern and Eastern Districts of New York, 1984; U.S. Courts of Appeals for the Second, Third, Seventh, Eighth, Ninth, and Tenth Circuits, 1985, 2008-14; U.S. Supreme Court, 1987.

Education: Columbia College, Columbia University (B.A., Dean's List all 8 semesters, 1980); Brooklyn Law School (J.D., 1983).

Honors: Named to New York *Super Lawyers*, 2013 and 2014; recipient of letters of commendation from the U.S. Court of Appeals Staff Counsels and from Attorney General Janet Reno for outstanding performance and high level of professionalism in appellate mediation, 1999.

Experience: Special Assistant U.S. Attorney, 1986-88, and Assistant U.S. Attorney, 1988-2000; Office of the United States Attorney for the Southern District of New York, and Chief, Financial Litigation Unit, 1988-90; and Immigration Unit, 1990-2000. Has argued some 130 appeals and motions in the U.S. Court of Appeals for the Second Circuit, including a successful *en banc* rehearing, with scores of cases resulting in published opinions; and has handled hundreds of appellate mediations.

Awards: Executive Office for U.S. Attorneys Director's Award for Superior Performance as an Assistant U.S. Attorney, 1996; Award from U.S. Attorney Mary Jo White for Exceptional Achievement, 1995; and numerous other award nominations.

Practice Areas: Class Action and Complex Litigation, Federal Civil Litigation, Federal Appellate Litigation.

Moshe Horn

Position: Member.

Admitted: New York and New Jersey, 1994; U.S. District Courts for the Southern and Eastern Districts of New York.

Education: George Washington University (B.A., 1989); Benjamin N. Cardozo School of Law (J.D., 1993).

Honors: Member of Championship team in a national Securities Law Moot Court competition at Fordham University, 1993; Winner tri-state trial competition, runner up Best Advocate, 1993.

Experience: Assistant District Attorney, New York County, 1993-2002 (where he held numerous supervisory positions and tried 50 jury cases); Senior Associate, Kaye Scholer LLP, 2002-2004. Member of the Firm's trial team that achieved a \$47.5 million verdict for Vioxx-related cardiovascular injury in *Humeston v. Merck & Co.* in 2007 in the New Jersey Superior Court, Atlantic County. Member of the Firm's trial team that achieved a \$1.4 million verdict for Currently an Adjunct Professor of Law at Benjamin N. Cardozo School of Law, teaching "Introduction to Trial Advocacy." Has previously taught "Advanced Trial

Advocacy” and “Mass Torts,” and served as advisor and coach to the law school’s Mock Trial Team.

Member: American Bar Association, American Association for Justice, New York State Trial Lawyers Association.

Practice Areas: Pharmaceutical and Medical Device Litigation, Personal Injury Litigation, Complex Litigation, Asbestos Litigation, Criminal Defense.

Michael L. Rosenberg

Position: Member.

Admitted: New Jersey, 1989; U.S. District Court, District of New Jersey, 1989; New York, 1990.

Education: Rutgers-Camden School of Law (J.D., 1989), University of Delaware (B.A. 1986).

Experience: Has been with the Firm since its 1999 inception. Has negotiated individual settlements on behalf of hundreds of clients injured by pharmaceutical products, including over-the-counter medicines containing PPA and the anti-cholesterol drug Baycol. Played an integral role in the settlement of personal injury claims against the manufacturers of Dexatrim, a PPA-containing weight loss product, on behalf of 500 stroke victims who claimed that their strokes were caused by Dexatrim. The settlement is valued at approximately \$200 million. Serves as a member of the Delaco Trust Advisory Committee tasked with overseeing the administration of the settlement. Was a member of the trial team that won a \$2.6 million verdict for the Plaintiff in *McCarrell v. Hoffman-La Roche, Inc.*, in New Jersey Superior Court, Atlantic County.

Member: American Bar Association and American Association for Justice.

Practice Areas: Complex and Mass Tort Litigation, including Pharmaceutical, Products Liability and Insurance Litigation.

Terrienne Benedetto

Position: Member.

Admitted: Pennsylvania, 1990; New Jersey, 1991; U.S. District Courts for the District of New Jersey, 1991; Eastern District of Pennsylvania, 1991; Western District of Wisconsin, 1993; New York Supreme Court, Appellate Division, Third Department, 2009; and New York Superior Court, 2009.

Education: Franklin & Marshall College (B.A., 1986); Villanova University (J.D., 1990).

Honors: Member of the *Villanova Law Review*; Law Clerk to the Honorable Jacob Kalish of the Commonwealth Court of Pennsylvania, and the Honorable William W. Vogel of the Montgomery County Court of Common Pleas.

Author: “Database Technology: A Valuable Tool for Defeating Class Action Certification,” published in *Pennsylvania Law Weekly*, Vol. XX, No. 47, November 24, 1997, and *Mealey’s Litigation Report: Lead*, Vol. 7, No. 14, April 24, 1998.

Experience: At the beginning of her career as a class action litigator, was co-counsel for defendants in *Reilly v. Gould Inc.*, 965 F. Supp. 588 (M.D. Pa. 1997); *Dombrowski v. Gould Electronics Inc.*, 954 F. Supp. 1006 (M.D. Pa. 1996); and *Ascher v. Pennsylvania Insurance Guaranty Association*, 722 A.2d 1078 (Pa. Super. 1998). Thereafter, joined nationally recognized plaintiffs' firms where she represented individuals, small businesses and the Office of the Attorney General for the Commonwealth of Pennsylvania in numerous antitrust and consumer fraud class actions, many resulting multimillion dollar settlements, including *In re Lupron Marketing and Sales Practices Litigation*, MDL No. 1430 (D. Mass.); *In re Pharmaceutical Industry Average Wholesale Price Litigation*, MDL No. 1456 (D. Mass.); *In re Graphite Electrodes Antitrust Litigation*, No. 2:97-CV-4182 (E.D. Pa.); *In re Magnetic Audiotape Antitrust Litigation*, No. 99 Civ. 1580 (S.D.N.Y.); *In re Vitamins Antitrust Litigation*, MDL No. 1285 (D.D.C.); *In re Maltol Antitrust Litigation*, No. 99 Civ. 5931 (S.D.N.Y.); *In re Compact Disc Antitrust Litigation*, MDL No. 1216 (C.D. Cal.); *In re Flat Glass Antitrust Litigation*, MDL No. 1200 (W.D. Pa.); and *In re Carpet Antitrust Litigation*, MDL No. 1075 (N.D. Ga.).

Member: Pennsylvania Trial Lawyers Association, Philadelphia Bar Association.

Practice Areas: Complex Commercial and Class Action Litigation, including Consumer Protection, Antitrust, Products Liability, and Securities Litigation.

Counsel

James A. O'Brien III

Position: Counsel.

Admitted: New York, 2000; Massachusetts, 1988; U.S. District Court, District of Massachusetts, 1991.

Education: University of Massachusetts at Amherst (B.A., 1984); New England School of Law (J.D., 1988).

Experience: Attorney Advisor, U.S. Department of Labor, 1988-89; Assistant District Counsel, U.S. Immigration and Naturalization Service, 1990; Special Assistant United States Attorney, 1990-2001, Southern District of New York.

Practice Areas: Class Action and Complex Litigation, Federal Civil Litigation, Federal Appellate Litigation.

Scott Alan George

Position: Counsel.

Admitted: Pennsylvania and New Jersey, 1998; U.S. District Courts for the Eastern District of Pennsylvania and the District of New Jersey, 1998; U.S. Court of Appeals for the Third Circuit, 1998.

Education: Goddard College (B.A., 1989); Temple University School of Law (J.D., *cum laude*, 1998).

Honors: Member of the Moot Court Honor Society.

Practice Areas: Class Action Litigation.

Christopher Van de Kieft

Position: Counsel.

Admitted: New York, 2003; U.S. District Courts for the Southern and Eastern Districts of New York, 2005.

Education: Johns Hopkins University (B.A., 1990), Benjamin N. Cardozo School of Law (J.D., 2002).

Honors: Editor-in-Chief, *Cardozo Law Review*; recipient of Cardozo Law School's prestigious Samuel Belkin Award, awarded each year to one graduating student for "exceptional contribution to the growth and development of the Law School."

Experience: Prior to attending law school, served in the U.S. Army from 1990-98, attaining rank of Captain. Prior to joining the Firm was an associate at Fried Frank Harris Shriver & Jacobson.

Practice Areas: Pharmaceutical and Medical Device Mass Tort Litigation; Class Action Litigation.

Associates

Parvin K. Aminolroaya

Position: Associate.

Admitted: New Jersey, 2008; New York, 2009; U.S. District Court, District of New Jersey, 2008.

Education: Fordham University (B.A., 2004, with honors); Benjamin N. Cardozo School of Law (J.D., 2008).

Honors: Jacob Burns Medal awarded for outstanding contribution to Moot Court; Benjamin N. Cardozo Writing Award; Editorial Board, Moot Court Honor Society; First Place Oralist Team and First Place Brief, Regional Competition of the New York City Bar Association, National Moot Court Competition, 2007; First Place Brief and Second Place Oralist Team, Fordham Irving Kaufman Securities Moot Court Competition, 2007.

Member: Executive Committee, Benjamin N. Cardozo School of Law Alumni Association.

Practice Areas: Securities Fraud, Investment Fraud, Complex Commercial Litigation.

Asim M. Badaruzzaman

Position: Associate.

Admitted: New Jersey, 2010.

Education: Rutgers University (B.A., with honors, 2006); Seton Hall University School of Law (J.D., 2009).

Honors: Best Brief Author for Appellate Advocacy, 2008; William Paterson Award, New Jersey Lawyer Chapter of the American Constitution Society.

Experience: Marketing Contractor at Anadigics, Inc., 2006-2007; Research Assistant to Professor Mark P. Denbeaux, 2007; Legal Intern to Professor Meetali Jaine at the Center for Social Justice at Seton Hall, 2007; Intern at the Civil Litigation Clinic, 2009; Law clerk at Seeger Weiss LLP, 2008; Associate at Seeger Weiss LLP, 2009.

Member: American Bar Association, New Jersey State Bar Association.

Practice Areas: Pharmaceutical Drug Injury, Medical Device Liability, Mass Tort Litigation.

Asa R. Danes

Position: Associate.

Admitted: New York State, 2004; United States District Courts for the Eastern and Southern Districts of New York, 2006 and Western District of Tennessee, 2009.

Education: Oberlin College (B.A., 1994); Brooklyn Law School (J.D., *cum laude*, 2001).

Honors: Notes and Comments Editor, *Brooklyn Journal of International Law*.

Experience: Associate at Paul, Hastings, Janofsky & Walker LLP; Law Clerk to the Honorable James T. Trimble, Jr. in the United States District Court for the Western District of Louisiana.

Practice Areas: Complex personal injury matters; mass tort, consumer fraud and securities class actions; shareholder derivative and corporate governance disputes and other commercial litigation.

Michael C. Hughes

Position: Associate.

Admitted: New Jersey, 2013; U.S. District Court, District of New Jersey, 2013, New York, 2014.

Education: Seton Hall University (B.A., 2009); Seton Hall University School of Law (J.D., 2013).

Experience: Law Clerk and Contract Attorney at Seeger Weiss, LLP; Legal Extern to Hoboken Mayor Dawn Zimmer and Office of Corporation Counsel; Legal Intern at Meadowlands Hospital Medical Center In-House Counsel; Law Clerk at Blume Donnelly Fried Forte Zerres & Molinari (formerly Blume Goldfaden Berkowitz Donnelly Fried & Forte, P.C.)

Honors: Certificate, J.D. Program Health Law Concentration

Practice Areas: Pharmaceutical Injury Litigation, Medical Device Litigation, Mass Tort Litigation.

James J. Leavy

Position: Associate.

Admitted: New Jersey, 2008; U.S. District Court, District of New Jersey, 2008.

Education: University of Phoenix (B.A., 2005, with honors 3.89/4.00); Seton Hall University School of Law (J.D., 2008).

Honors: Interscholastic Moot Court Board, Member; 2008 Lefkowitz National Moot Court Championships, 3rd Place; 2008 Lefkowitz National Moot Court Eastern Regional Champion & Best Brief Award; 2007 BMI Entertainment and Media Law Moot Court Competition, Quarterfinalist.

Practice Areas: Mass Torts and Pharmaceutical Product Liability Litigation.

Perpetua N. MgBada

Position: Associate.

Admitted: New York, 1995; Nigeria 1984.

Education: University of Maiduguri, Bornu State (LL.B., 1983); University of Nigeria, Enugu State (LL.M., 1998).

Experience: Works on various Mass Torts and Pharmaceutical Product Liability cases, including information management, maintaining spreadsheets, case reviews, all intake related functions, reviewing medical records, preparing settlement enrollment materials, reviewing cases for ineligibility and points, preparing appeals, preparing extraordinary injury claims and uploading relevant documents to the portal, as well as handling client contact.

Practice Areas: Mass Torts and Pharmaceutical Product Liability.

Mahesh Nair

Position: Associate.

Admitted: New York, 2009.

Education: New York University (B.A., 2004); Benjamin N. Cardozo School of Law (J.D., 2007).

Honors: Coach and Oralist, Moot Court Honor Society.

Practice Areas: Pharmaceutical and Medical Device Mass Tort Litigation, False Claims Act/Qui Tam Litigation.

Andrea Mercedes Pi-Sunyer

Position: Associate.

Admitted: New York, 1996.

Education: Oberlin College (B.A., 1987); Northeastern University School of Law (J.D., 1994).

Experience: Processes settlements obtained in the firm's pharmaceutical injury practice; Has worked with hundreds of clients in this process and has guided them through complex issues, including helping them decide whether a structured settlement or a Special Needs Trust is most appropriate for their needs; Has significant experience negotiating with Medicare and Medicaid when clients have obtained relief in pharmaceutical injury cases and works extensively with co-counsel in states throughout the country to obtain court approval for certain settlements involving minors, estates, or guardianships; Has more than one hundred hours of training and practicum in both Basic Mediation Training and Divorce Mediation.

Practice Areas: Pharmaceutical Injury Litigation, focusing on settlement effectuation matters involving the Firm's clients.

Swarna Ramakrishnan

Position: Associate.

Admitted: New Jersey, 2013, New York, 2013

Education: State University of New York at Albany (B.A., 2009, with honors), Albany Law School (J.D., 2013)

Experience: Legal intern at the New York State Office of Cyber Security and Critical Infrastructure (2010-2011); Summer law clerk at King and Petracca (2011); Research Assistant to Professor James Thuo Gathii (2011) Law Intern at Albany Law Clinic & Justice Center Health Law Clinic (2011); Law Clerk at Carter Conboy P.C. (2012-2013).

Member: New York State Bar Association, New Jersey State Bar Association.

Practice Areas: Pharmaceutical and Medical Device Mass Tort Litigation.

Denise K. Stewart

Position: Associate.

Admitted: Florida, 1982 (currently inactive); New Jersey, 1990; U.S. District Court for the District of New Jersey, 1990.

Education: Monmouth University (B.A., 1972); University of Miami School of Law (J.D., 1982).

Experience: Prior to joining the Firm at its inception in 1999, litigated personal injury and professional malpractice cases in Florida. Has been involved in state and federal complex mass tort and multidistrict litigation, including New Jersey litigation against Hoffmann-La Roche relating to gastrointestinal injuries stemming from use of the prescription acne drug Accutane; New Jersey litigation against Ortho-McNeil Pharmaceutical involving strokes, deep vein thromboses, and other thrombotic events related to use of the birth control patch Ortho Evra; and a nationwide settlement involving individuals who suffered strokes caused by use of over-the-counter products containing PPA.

Practice Areas: Pharmaceutical Product Liability Litigation.

David R. Tawil

Position: Associate.

Admitted: New Jersey, 2014.

Education: New York University (B.A. History, 2007); Tulane University (J.D., 2012).

Honors: Senior Notes and Comments Editor, Tulane Journal of International and Comparative Law; Associate Justice, Tulane University Law School's Moot Court Board.

Author: *Kiobel v. Royal Dutch Petroleum Co.: The Second Circuit Rejects Corporate Liability Under the Alien Tort Statute* (19 Tul. J. Int'l & Comp. L. 709) and *Implications of PLIVA, Inc. v. Mensing: The Reemergence of Federal Preemption* (unpublished).

Experience: Law clerk to the Honorable Jessica R. Mayer, J.S.C., one of New Jersey's three Multicounty Litigation judges; certified trained mediator by the New Jersey Courts.

Member: John C. Lifland American Inn of Court.

Practice Areas: Drug and Medical Devices.