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UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF CALIFORNIA

SAN FRANCISCO DIVISION

IN RE TFT-LCD (FLAT PANEL) ANTITRUST LITIGATION This Document Relates to: Indirect-Purchaser Class Action; *State of Missouri, et al. v. AU Optronics Corporation, et al.*, Case No. 10-cv-3619; *State of Florida v. AU Optronics Corporation, et al.*, Case No. 10-cv-3517; and *State of New York v. AU Optronics Corporation, et al.*, Case No. 11-cv-0711.	Case No. 3:07-MD-1827 SI MDL No. 1827 **INDIRECT-PURCHASER PLAINTIFFS' AND SETTLING STATES' JOINT RESPONSE TO OBJECTIONS TO COMBINED CLASS, *PARENS PATRIAE*, AND GOVERNMENTAL ENTITY SETTLEMENTS** Hearing Date: May 18, 2012 Time: 9:00 a.m. Courtoom: 10, 19th Floor The Honorable Susan Illston

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I. INTRODUCTION

The Court has granted preliminary approval to the combined class, *parens patriae*, and governmental entity settlements with Chimei, Chunghwa, Epson, HannStar, Hitachi, Samsung, and Sharp (the "Proposed Settlements").[1] The Indirect-Purchaser Plaintiffs ("IPPs") and the Attorneys General of Arkansas, California, Florida, Michigan, Missouri, New York, West Virginia, and Wisconsin ("Settling States") file this response to the 18 objections to the Proposed Settlements from a total of 28 objectors.[2] Overall, the objections do not take issue with the record-setting amount of the Proposed Settlements, or with the comprehensive notice program implemented by the IPPs and the Settling States. Instead, most of these objections are from "serial" or "professional" class-action objectors, who raise inchoate issues regarding attorneys' fees (for which no application has been made) and the claims procedure/plan of allocation (which have not been disseminated).

Although the over-arching considerations of fairness, reasonableness, and adequacy that guide the Court's decision to approve a settlement are equally applicable to the determination of a distribution and claims process, and the appropriate compensation of the counsel who created the common fund, there is no requirement or necessity to meld these determinations into a single proceeding. None of the factors utilized to arrive at the determination to approve a settlement as an appropriate end to class litigation implicates distribution or fee issues. Rather:

> [T]he universally applied standard is whether the settlement is fundamentally fair, adequate and reasonable. The district court's ultimate determination will necessarily involve a balancing of several factors which may include, among others, some or all of the following: the strength of plaintiffs' case; the risk, expense, complexity, and likely duration of further litigation; the risk of maintaining class action status throughout the trial; the amount offered in settlement; the extent of discovery completed and the stage of the proceedings; the experience and views of counsel; the presence of a governmental participant; and the reaction of the class members to the proposed settlement.

Officers for Justice, 688 F.2d 615, 625 (9th Cir. 1982) (citations omitted); *accord Torrisi v. Tucson Elec. Power Co.*, 8 F.3d 1370, 1375 (9th Cir. 1993). None of the objections here discusses

[1] The term "Proposed Settlements" as used herein has the same meaning as defined in the previously-filed motion preliminary approval (Dkt. No. 4424).

[2] As explained below, many objectors filed joint objections.

or implicates any of the relevant factors for settlement approval. Accordingly, they can all be overruled on this basis alone.

As explained in the notice materials, an attorneys' fees request and claims procedure/plan of distribution are not being presented in connection with the approval process of these Proposed Settlements, which do not fully resolve the case. This procedure was designed to allow the full resolution of the litigation to occur before any determinations of fees or the plan for distribution of the proceeds is made and so that all of the funds can be distributed at one time.[3] In light of the recent agreements in principle by the IPPs and the Settling States to settle with the three remaining defendant groups (AUO, LG Display, and Toshiba), these proceedings will be taking place in the near future. It has always been the intention of the IPPs and the Settling States to provide notice of and an opportunity to object to the specific attorneys' fee request, the plan of distribution, and the procedures for filing claims at the appropriate time.

For the reasons explained below and in the concurrently-filed IPP and Settling States motion for final approval, the Court should overrule the pending objections – all of which lack merit – and grant final approval to the Proposed Settlements on the grounds that they are fair, reasonable, and adequate.

II. BACKGROUND

This Court granted preliminary approval of the Proposed Settlements, scheduled a fairness hearing, and ordered that notice of the Proposed Settlement be provided to the Litigation Classes. *See* Dkt. 4688. The Court-ordered deadline to submit objections was 60 days after the commencement of the notice plan. *Id.*

After a robust and comprehensive nationwide notice program, as described in the concurrently-filed IPP and Settling States motion for final approval, 18 objections were received on behalf of a total of 28 objectors. Niemiec Decl. in Support Of Final Approval, ¶ 17.[4] Of these

[3] The IPPs and Settling States have moved for an interim award of reimbursement of certain expenses, and that motion was posted on the website www.LCDclass.com in accordance with the terms of the Court's order granting preliminary approval. One objector raises issues in connection with that expense motion, which is addressed below, and in any event, lacks merit.

[4] The Niemiec Declaration In Support Of Final Approval notes that Rust Consulting received 15 objections. Rust did not receive the following three additional objections, which were only filed with the Court: comment/objection letter of Gary Joseph Bonas II (Dkt. 5507); partial objection of

18 objections, many were nearly identical as described below. Further, the vast majority are, or are believed to be, orchestrated by "professional" or "serial" objector-attorneys who have been chastised by various courts for seeking to "hold up" fair, reasonable, and adequate settlements so that they may attempt to obtain personal gain at the expense of class members.

Overall, the objections do not take issue with the sufficiency of the all-cash monetary consideration under the Proposed Settlements, which totals approximately $539 million. None of the objections raise any issue with the sufficiency of the notice program, which fully complies with the requirements of Rule 23 of the Federal Rules of Civil Procedure and due process.

III. ARGUMENT

A. The Fact That Few Objections Were Received Supports Approval Of The Proposed Settlements

The comprehensive notice plan executed by the IPPs and the Settling States reached millions of consumers of the TVs, laptop computers, and notebook computers containing defendant-made LCD panels that are the subject of these actions. *See generally* Declaration of Katherine Kinsella In Support of Final Approval (filed with the motion for final approval). Out of this massive group of class members and residents of those States pursuing *parens patriae* claims, only 18 objections were received. Under these circumstances, the Court may appropriately infer that the Proposed Settlements are fair, reasonable, and adequate when so few objections are made. *See, e.g.*, *Marshall v. Holiday Magic, Inc.*, 550 F.2d 1173, 1178 (9th Cir. 1977); *see also Class Plaintiffs v. City of Seattle*, 955 F.2d 1268, 1291-96 (9th Cir. 1992); *Nat'l Rural Telecomm. Coop. v. DIRECTV*, 221 F.R.D. 523, 529 (C.D. Cal. 2004) ("It is established that the absence of a large number of objections to a proposed class action settlement raises a strong presumption that the terms of a proposed class settlement action are favorable to the class members"). Indeed, a court can approve a class action settlement as fair, reasonable, and adequate even over the objections of a significant percentage of class members. *See Bryan v. Pittsburgh Plate Glass Co.*, 494 F.2d 799, 803 (3d Cir. 1974) ("While the proportion of the class opposed to a settlement is one factor to be

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ePlus Group, Inc. (Dkt. 5433); and objection of the States of Illinois and Washington (Dkt. 5330). Finally, although not styled as an objection, Gary Joseph Bonas II submitted an additional comment letter to the Court (Dkt. 5441).

considered in assessing its fairness, . . . a settlement is not unfair or unreasonable simply because a large number of class members oppose it").

B. The Objections Lack Merit

The 18 objections received raise various issues that are below grouped together and addressed by topic. As shown below, none of the objections has merit.

1. Distribution to IPP Class Members

Certain objectors take issue with the information regarding the allocation plan that is contained in the settlement agreements and/or notice, (Cashion, et al.; Erwin; Santana; Rest),[5] and that a minimum payment to class members has not been fixed. Maxwell, et al.; Paul et al.; Cobb; Wood. Objectors also suggest that distribution should be apportioned according to the relative strength of a state's indirect-purchaser laws, (Maxwell, et al.; Cochran, et al.), or that certain states should, or should not, be included among the statewide monetary relief classes. Cochran, et al.

Moreover, certain objectors contend that *cy pres* distribution is or may be improper, (Kane; Maxwell, et al.; Paul, et al.), or that it allows for the possibility of reversion of undistributed funds to the defendants. Cashion, et al. Finally, certain objectors assert that the class definitions and/or notice do not adequately describe who is a class member or that the notice requires class members to use the internet to obtain complete information. Thompson; Rest.[6] Another objector asserts that the class members have not been told what will be required to file a claim. Paul, et al.[7]

As regards a plan of distribution, the notice materials state that distribution will be made to members of the IPP monetary relief classes on a *pro rata* basis; that is, only those persons and

[5] To simplify citations to jointly-filed objections, such objections are referred to by the last name of the first objector listed therein, followed by "et al." (*E.g.*, "Cashion, et al." refers to Dkt. 5454, which is the joint objection of Cashion and three others.)

[6] Rest takes issue with the fact that the "class definition" is not set out in the notice. In reality there are 25 classes whose claims are being settled and it was simply not practicable to put each of these definitions in the notice. *See* Declaration of Katherine Kinsella re Objections to Notice ("Kinsella Decl."), at ¶ 2(a), filed concurrently herewith. Rust also objects to the notice directing class members to a website for additional information. As logic would suggest, demographic data confirms that persons who have purchased computers, monitors and televisions with LCD screens tend to be comfortable obtaining information on the internet. *Id*. Nonetheless, the notice also provided a toll-free telephone number that class members could call to obtain the same information. *Id*.

[7] The notices clearly told class members that money was not being distributed now and that they would be notified of the claims process at a later date. Kinsella Decl. at ¶ 2(c).

entities in the certified statewide monetary relief classes (plus the Arkansas statewide settlement-only class) or *parens patriae* actions will be eligible to receive compensation.[8] The amount of individual recoveries is in fact unknowable until the totality of the amount available for distribution is fixed by the resolution of the entire case– an eventuality that only occurred within the past two weeks upon the negotiation of agreements in principle with the remaining defendants in the actions. In fact, as will be seen upon the filing of the approval papers in connection with the recent settlements, there is substantially more money now available. In connection with the upcoming approval process for these later settlements, the IPPs and the Settling States will, as the notice advised, provide notice of and an opportunity to object to a proposed claims procedure and plan of distribution.

A few objectors raised a specific point that the plan of distribution should apply different rates of recovery among the various statewide monetary relief classes to reflect alleged differences in the strength of class members' litigation claims. Although it is premature to address this objection now, it should be noted that such an apportionment is inconsistent with a *pro rata* distribution, and a *pro rata* approach is consistent with how the IPPs and Settling States have prosecuted this case: only those class members in states in which the IPPs obtained the Court's certification of monetary relief classes (plus Arkansas) or on whose behalf the Settling States brought *parens patriae* claims are eligible to receive compensation. The Court's certification analysis did not turn on distinctions among the various certified states, and the IPPs' and Settling States' expert analyses made no distinction (nor could one have reasonably been made) among the overcharge and pass-through rates in the various states. *See, e.g.*, Order Granting In Part And Denying In Part IPP Mot. To Amend Class Cert. Order (Dkt. 3198) at pp. 6 – 9 (certifying Missouri statewide damages class on the same basis as the previous certification of statewide damages classes).

[8] *See* Long-Form Notice (available at https://lcdclass.com/Portals/0/Documents/Final%20Long%20Form.pdf) , ¶ 10 ("How much money can I get? At this time, it is unknown how much each Class Member who submits a valid claim will receive. Payments will be determined on a pro rata basis. . . .).

Here, there may be slight differences in the legal remedies afforded under the various states at issue, all of which provide some form of indirect purchaser recovery. However, as the Third Circuit's recent decision in *Sullivan v. DB Investments Inc.*, 667 F.3d 273, 320 (3rd Cir. 2011) (en banc), *cert. denied sub nom. Murray v. Sullivan*, __S. Ct.__, 2012 WL 779996 (Apr. 2, 2012), confirms even where the differences may be far greater, for settlement purposes, such differences do not present a basis for disapproving a *pro rata* distribution. Thus, *pro rata* treatment of class members' claims is proper and does not provide a reason to reject the Proposed Settlements.

2. Attorneys' Fees and Costs

Although counsel have not yet submitted an attorneys' fees application with the Court, a number of objectors take issue with the settlement provision that Class Counsel and the Settling States may petition for fees in an amount *not to exceed* one-third of the settlement fund. Objectors contend this amount is presumptively improper. Maxwell, et al.; Cochran, et al.; Paul, et al.; Bartnick; Cobb; Dunmore; Erwin; Harris; Santana; Thompson; Wood; Rest; Bonas, et al. Objectors also argue that they must be afforded an opportunity to object to any fee request, (Maxwell, et al.; Cochran, et al.; Paul, et al.), that objection to, or motion for, a fee request at this time is "premature," (Rest and Maxwell, et al., respectively), or that Class Counsel's fee request should be waived because counsel has not made a fee request. Kane. One objector contends that without a fee request, the Court cannot approve the settlement because it must assure no collusion exists, without explaining how a fee to be awarded by a court from a common fund could possibly evidence collusion. Cashion, et al. And another contends it is improper for attorneys to "seek use of the settlement money for ongoing litigation." Erwin.

As indicated in the notice materials, notice that counsel may, at a later time, seek a fee award of up to one-third, has been provided.[9] And, as previously explained, with the recent agreements in principle with the three remaining defendants in the actions, counsel will be making a fee petition in the relatively near future in connection with the approval process of those

[9] *See* Long-Form Notice (available at https://lcdclass.com/Portals/0/Documents/Final%20Long%20Form.pdf) , ¶ 20 ("How will the lawyers be paid? At a later date, Class Counsel and the Attorneys General will ask the Court for attorneys' fees based on their work on this litigation, not to exceed one-third of the $538,555,647 Settlement fund, plus reimbursement of their costs and expenses. . . .).

settlements. As the IPPs and the Settling States advised, class members will have the opportunity to object to such petition. However, objectors are incorrect in suggesting that a fee request of one-third of a settlement amount is presumptively improper. Instead, any fee request will be reviewed by this Court under the applicable legal authority and unique circumstances of this case. It bears noting that the Court recently awarded attorney fees of 30% of the settlement amount under similar circumstances in the LCD direct-purchaser class plaintiff actions, which did not include many of the complex legal issues, such as pass-on damages, that the IPPs faced in this litigation. *See* Amended Order Granting DPPs' Mot. For Attorneys' Fees, Reimbursement Of Expenses, And Incentive Awards (Dkt. 4436). Ultimately, the Court has discretion over this issue, and as to the instant motion for final approval, the objectors raise no valid reason to disapprove the settlements on the basis of either the absence of a fee petition or the statement in the notice that counsel may request as much as 33% of the fund.

3. Motion for Interim Reimbursement of Expenses

One objector takes issue with the IPPs' and Settling States' joint motion for interim reimbursement of expenses, (Dkt. 5157), arguing that (1) it is not supported by invoices and (2) some costs may be taxable against the non-settling Defendants if the IPPs prevail at trial. Kane. First, objector Kane provides no authority supporting her assertion that invoices are required. Nonetheless, if the Court so requests, the IPPs and Settling States will lodge with the Court, or provide for *in camera* inspection, copies of invoices. Second, objector Kane's latter argument on taxability is moot because the IPPs and Settling States have reached agreements in principle to settle with all of the remaining defendants.

4. There Is an Adequate Record Concerning the Adequacy of the Settlement Amount

One objection contends that the notice provided "no information regarding the alleged value of plaintiffs' case" or "the size of the alleged classes," (Paul, et al.), and another states: "The amount of the settlement seems significant, but is it enough?" Santana. Further, to the extent that Mr. Bonas's letters are construed as an objection, he appears to be objecting to the adequacy of overcharge discovery and analysis. Dkts. 5507, 5441. These objections completely ignore the fact

that class members were advised that they could examine the record in the case, which shows that the parties completed and exchanged expert damages reports from May through August 2011 (*see* Order Extending Time and Modifying Pretrial Schedule, Dkt. 2948) which were based on extensive discovery and analysis. *See, e.g.*, Joint Pretrial Conference Statement (Dkt. 5121) at 30 – 31 (describing analyses of IPP damages experts). The record contains sufficient information for the Court to determine that the settlement represents fair and adequate compensation for the class claims.

5. "Partial Objections"/Requests for Clarification

Three objectors submitted "partial objections" which are, in part, requests for clarification regarding class membership. First, Ms. Laskey submitted a letter asking if her "SONY Brand products" were included, and if so, manifesting her intent to be *included* as a class member. Dkt. 5335. Second, ePlus Group, Inc., a leasing company, filed a "Partial Objection" stating that "the Settlement Agreements appear to allow neither party to a lease [leasing company or its lessee-customer] for leased equipment containing LCD panels to file a claim." Dkt. 5433 at 2:1–2. Third, Mr. Harris wrote that he rented a TV but cannot tell "whether [he] get[s] any money." Dkt. 5503.

Each of these issues pertains to class membership, which as this Court has observed, is controlled by an objective and ascertainable class definition. *See, e.g.*, Order Denying Defs.' Mot. To Decertify Classes (Dkt. 4683) at 5 (rejecting challenge to class definitions and noting that the class "remains defined by objective criteria."). Claimants will be required, as part of the claims process, to provide some showing or affirmance under penalty of perjury of class membership, one feature of which is the purchase of certain products for end-use and not resale. *See, e.g.*, Order Granting IPP Mot. For Class Certification (Dkt. 1642) at 35 – 42. That some objectors may, ultimately, turn out not to be class members because, for example, they did not make a purchase, or did not purchase for their own use, does not furnish a basis for denying final approval.

6. Objections That the Rule 23 Requirements Have Not Been Met

One objector makes the bald assertion that Rule 23 requirements cannot be met because "[t]he different groups and claims are too disparate and involve too many individualized issues . . .

given all the different states, classes and issues involved." Rest at 2. Further, to the extent that Mr. Bonas's letters are construed as an objection, he appears to claim there is a potential conflict of interest among indirect-purchaser class members. Dkts. 5507, 5441. These assertions are unfounded and are contrary to this Court's prior order granting the IPPs' motion for litigation class certification,[10] (Dkt. 1642), and the Ninth Circuit's denial of Defendants' petition for review of the class certification. Dkt. 1805. Accordingly, the Arkansas settlement class should be certified.

7. The Objections by Illinois and Washington

The States of Illinois and Washington object to final approval of the Proposed Settlements "to the extent the definition of any settlement class includes the indirect purchasers of either state." Dkt. 5339 at 1:22–23. This issue has already been addressed by the parties and the Court, and has resulted in the Court's rejection of Illinois and Washington's arguments. *See, e.g.*, Order Denying States of Illinois and Washington's Motion to Modify the IPPs' Class for Injunctive Relief (Dkt. 4715); and Order re: States of Illinois and Washington's Administrative Motion to Clarify January 30 Order (Dkt. 4885). The IPPs hereby incorporate by reference the holdings in these Orders, along with their arguments in the related briefing.

C. Many Objectors Are "Serial" or "Professional" Objectors

Without a doubt affording the opportunity for class members to interpose objections to settlements provides an important safeguard against collusive settlements and ensures that all points of view are considered by the trial court. However, a troubling abuse of this procedure has developed in recent years as a certain contingent of the bar has made it a practice to object to and appeal every significant antitrust class action settlement as unfair, inadequate and unreasonable. This practice has added years onto the litigation of these cases and in all instances serves no function other than to delay class members' receipt of the settlement proceeds. Sadly, this litigation is apparently set to become the latest victim of this practice. Although courts appear to

[10] The Court subsequently certified a Missouri indirect-purchaser statewide class in an identical fashion to the 23 previously-certified statewide monetary relief classes. *See* Dkt. 3198. After the Proposed Settlements were negotiated and presented to the Court for preliminary approval, the Court entered an Order prospectively modifying the litigation classes. *See* Dkt. 4684.

be at a loss as to a means of stopping this abuse, many judges have voiced genuine concern about what they see happening before them. The IPPs urge this Court to do so as well.

1. Objections Filed by "Serial" or "Professional" Objector Counsel

IPP counsel assert that the following five objections were filed by "serial" or "professional" objector counsel on behalf of 13 objectors:

Objector	Counsel	Dkt. No.
Andrea Kane	Mark Lavery Grenville Pridham	5461
Shannon Cashion Kelly Kress W. Christopher McDonough Mark Schulte	Steve A. Miller John C. Kress Jonathan E. Fortman J. Scott Kessinger	5454
Geri Maxwell Maria Marshall Wayne Marshall Gerri Marshall	George W. Cochran	5497 and 5526[11]
Barbara Cochran Kevin Luke	John J. Pentz	5520
Alison Paul Johnny Kessel	Darrell Palmer	5530

Attorneys Lavery, Miller, J. Kress, Fortman, Kessinger, G. Cochran, Pentz, and Palmer routinely represent objectors challenging class action settlements by filing canned, unhelpful objections. As an example, attached hereto as Appendix A, is a summary of over 25 class action settlement cases in which Darrell Palmer has appeared on behalf of objectors, wherein the objections were raised, overruled by the court, and later withdrawn, abandoned or dismissed prior to or on appeal without any apparent benefit to the classes at issue. Similarly, Appendix B is a summary of extensive judicial criticism, evaluation, and response to objections and appeals by John J. Pentz. Some objectors' counsel, such as attorneys Palmer and Pentz, have been "serial" or "professional" objectors for over a decade. The attached Appendices C–H detail the partial history of attorneys Miller, Fortman, J. Kress, Kessinger, G. Cochran, and Lavery, respectively, in objecting to class action settlements. And IPP counsel are aware of at least one other case in which Pridham has appeared with Lavery to represent an objector. *See* Appendix H. Similarly, purported class-

[11] The Maxwell et al. "Supplement to Objection (Legal Authority)," Dkt. 5526, filed on April 24, 2012, is late and should be stricken.

member objectors Schulte, B. Cochran, Luke, and Paul serially object to class action settlements. *See* Appendices I–L.

While the reasons for the repeated dismissal of their objections is not always clear from the records of the cases listed, it is well-established that some "serial" or "professional" objectors extract payments from parties or counsel in the litigation to avoid years of delay associated with their unmeritorious settlement objections:

> Repeat objectors to class action settlements can make a living simply by filing frivolous appeals and thereby slowing down the execution of settlements. The larger the settlement, the more cost-effective it is to pay the objectors rather than suffer the delay of waiting for an appeal to be resolved (even an expedited appeal). Because of these economic realities, professional objectors can levy what is effectively a tax on class action settlements, a tax that has no benefit to anyone other than to the objectors. Literally nothing is gained from the cost: Settlements are not restructured and the class, on whose behalf the appeal is purportedly raised, gains nothing.

Barnes v. FleetBoston Fin. Corp., No. 01-10395-NG, 2006 U.S. Dist. LEXIS 71072, *3–4 (D. Mass. Aug. 22, 2006) (commenting on one of Pentz's objections). Indeed, for example, in *In re Initial Pub. Offering Sec. Litig.*, 721 F. Supp. 2d 210, 214 (S.D.N.Y. 2010), *reconsideration denied*, 2010 WL 2605233 (June 28, 2010) and *opinion clarified*, 2010 WL 5186791 (July 20, 2010), the court found "evidence of bad faith or vexatious conduct by the Objectors," noted Pentz to be a "serial" objector and required him and four other attorneys to post an appeal bond. While Mr. Pentz and other of the "professional" objectors involved in this action have been excoriated by courts for this conduct, they continue to press frivolous objections such as those raised here. *See, e.g.*, Appendices B, C, D, F.

2. Objections Filed by Objectors Purporting To Be Proceeding "*Pro Se*" But Which Are Likely Ghostwritten By "Professional" Objector Counsel

The following objections purport to be filed individuals proceeding *pro se*, but are likely the work of "professional" objector counsel:

Objector	**Dkt. No.**
Roger Bartnick	5504
Russell Cobb	5499
Julius N. Dunmore, Jr.	5501
Derrick Harris	5503
Billy B. Wood	5505

Objector	Dkt. No.
Ira Conner Erwin Luis Mario Santana	5506 5502
Stefan Rest	5498
Chase Thompson	5500

A number of the objectors who purport to be proceeding *pro se* are believed to be working with clandestine "serial" objector counsel who ghostwrite objections. IPP counsel cannot speak to the reasons why counsel would orchestrate *pro se* objections. A reasonable speculation, however, may be that having been labeled as serial objectors in harsh opinions by judges, they want to appear to be making the same arguments as "unsolicited" class members. *See, e.g., In re Initial Pub. Offering Sec. Litig.*, 721 F. Supp. 2d 210 at 214 (excoriating Pentz). Thus, such counsel may be trying to avoid or minimize the adverse impact on their reputations that comes from having judges accuse them of extortionist behavior. Also, many objector counsel may avoid making an appearance in an attempt to improperly circumvent state bar admission requirements in states where they do not appear to routinely practice.

Here, the objections submitted by Bartnick, Cobb, Dunmore, Harris, and Wood are nearly identical in format and content (except that the font and some wording has been changed for each), and the envelope containing each bears a nearly identical: stamp cancellation marker from Gainesville, Florida; stamp; and envelope sender/recipient formatting. *See* Declaration of Patrick B. Clayton in Support of the Indirect-Purchaser Plaintiffs' Joint Response to Objections to Combined Class, *Parens Patriae*, and Governmental Entity Settlements ("Clayton Decl.") ¶ 2, Exs. 1–5 (attaching copies of these five objections and envelopes forwarded to counsel from notice administrator Rust Consulting, Inc.). In fact, Dunmore has served as an objector to at least two other class actions in which he was represented by Gainesville, Florida "professional" objector attorney N. Albert Bacharach. *See* Appendix M. IPPs' counsel suspect Bacharach has orchestrated the Bartnick, Cobb, Dunmore, Harris, and Wood objections.

Four additional "*pro* se" objections are believed to be orchestrated by attorneys. The objections submitted by Erwin and Santana are remarkably similar in format (again with changed fonts) and are similar in substance. *Compare* Dkt. 5506 *with* Dkt. 5502. While IPPs' counsel has

yet to establish a connection between these objectors and a "professional" objector attorney, they believe an attorney is ghostwriting these objections. Similarly, although IPPs' counsel have not yet established a link between objector Rest and an attorney, the content of his multi-page letter suggests it too is ghostwritten. *See* Dkt. 5498. It is also likely that Thompson, who also purports to be proceeding *pro se*, has the assistance of counsel. He has served as an objector to at least five other class action settlements in which he was represented by attorney Miller and/or his father, attorney Charles Thompson, a lawyer based in Birmingham, Alabama. *See* Appendix N. In fact, Chase Thompson's objection bears a Birmingham postmark despite Thompson's Pinson, Alabama address. *See* Clayton Decl. ¶ 3, Ex. 6.

3. Other *Pro Se* Objections

Below are the two other objections filed by *pro se* individuals:

Objector	**Dkt. No.**
Gary Joseph ("Cash") Bonas II "Estate" of Rosemarie Bonas	5441 and 5507
Stephanie Laskey	5335

Regarding objector Bonas', as his papers demonstrate, he frequently sends convoluted letters to class counsel and various government entities, offering commentary and/or requesting information. *See* Dkt. 5507, 5441 (each containing multiple letters). It is not clear what, if any, change he seeks to affect in this settlement.

Regarding Laskley, this appears to be a genuine inquiry from a class member since her letter seeks clarification on whether her Sony-brand products are included in the settlement, and if so, manifesting her intent to be *included* as a class member. Dkt. 5335.

4. The Purported Joinder by Objectors Paul, et al. Should Be Stricken

Objectors Paul, et al. attempt to assert joinder "in all other well-founded and meritorious objections filed in this matter." Paul, et al., at 9:2. However, this joinder fails to identify with specificity which objections Paul, et al. attempt to join. Moreover, this joinder would serve no function other than to allow Paul et al. to appeal from this Court's rejection of anyone and everyone else's objections, thus circumventing the general rule that an objector may only raise

matters on appeal that he or she raised in the district court. This purported joinder should therefore be stricken.

IV. CONCLUSION

For the foregoing reasons, and for the reasons contained in the concurrently-filed motion for final approval, the IPPs and the Settling States respectfully request that the Court overrule all objections and grant final approval of the Proposed Settlements.

Dated: May 4, 2012

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ATTESTATION

Pursuant to General Order No. 45, § X(B), regarding signatures, I attest that I have obtained the concurrence in the filing of this document from all signatories.

Dated: May 4, 2012

/s/ Francis O. Scarpulla
Francis O. Scarpulla

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This Document Contains the Following Appendices:

Attorneys

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APPENDIX A
Examples of Cases in Which Darrell Palmer Has Filed Objections and Dismissed, Abandoned or Withdrawn the Objections or Appeal Without Attaining Settlement Changes or Additional Benefits for the Class

Case	Client(s)	Outcome of Objection	Appeal	Outcome of Appeal
Berger v. Property I.D. Corp. (C.D. Cal., No. CV 05-5373 GHK (CWx))	Joseph Palmer (actually Darrell Palmer, appearing pro per, under his first name)	Award of fees, to which Palmer had objected, granted 1/28/09 (Dkt. 899); final approval granted in separate order of that date (Dkt. 900). Objections not mentioned in either order.	Not filed.	Not applicable.
In re Broadcom Corporation Class Action Litig. (C.D. Cal., No. 06-cv-5036-R (CWx))	Smokestack Lightening Ltd. "Marisco"	Overruled and $10,000 appeal bond required (Dkt. 356; 8/11/10).	Filed 9/10/10 (9th Cir., No. 10-56435).	Voluntarily dismissed (Dkt. 8, 11/4/10).
Browning v. Yahoo! Inc., et al. (N.D. Cal., No. C04-01463 HRL)	Norman Palmer (Darrell Palmer's brother), Richard Oster; Jeff Heinrichs	Overruled (2007 U.S. Dist. LEXIS 86266; 11/16/07).	Filed 12/14/07 (9th Cir., No. 07-17326).	Voluntarily dismissed (Dkt. 12, 5/2/08).
In re Cellphone Termination Fee Cases (Alameda Super. Ct., JCCP No. 4332)	Carol Barrett; Robert R. Oubre, Sr.	Final approval granted and fees awarded 7/21/10 in separate orders. Objections not mentioned in either of the orders.	Filed 9/17/10 (Cal. App. 1st Dist., No. A129887).	Voluntarily dismissed (3/10/11).
In re Chiron Shareholder Deal Litig. (Alameda Super. Ct., No. RG05230567)	Carrie B. Savage	Final approval granted and fees awarded 7/25/06 in separate orders. Objections not mentioned in either of the orders.	Filed 9/6/06 (Cal. App. 1st Dist., No. A115432).	Abandonment of appeal filed (10/18/06).

Case	Client(s)	Outcome of Objection	Appeal	Outcome of Appeal
Collins v. American Honda Motor Co. (Alameda Super. Ct., No. RG03099677)	Elizabeth Blanks; Ancle W. Cummins, Jr.; Irving S. Bergrin	Final approval granted and fees awarded 12/28/06. The order states that the objections were considered but does not otherwise mention them.	Blanks/Cummins appeal filed 2/22/07 (Cal. App. 1st Dist., No. A117120); Bergrin appeal filed 2/26/07 (Cal. App. 1st Dist., No. A117125).	Blanks/Cummins and Bergrin appeals voluntarily dismissed (6/15/07).
In re: Countrywide Financial Corp. Customer Data Security Breach Litig. (W.D. Ky., No. 08-MD-01998)	Winfield C. Scott	Memorandum Opinion on final approval and fees found objections to be without merit (Dkt. 297, 8/23/10).	Filed 9/22/10 (6th Cir., No. 10-6194).	Voluntarily dismissed (Doc. No. 006110805529, 12/2/10).
In Re: Currency Conversion Fee Antitrust Litig. (S.D.N.Y., MDL No. 1409)	Richard Melton Construction, Inc.; Dirk F. Sutro	Final approval granted and fees awarded on 10/22/09 (263 F.R.D. 110). There were 76 objectors to the settlement. For each of their points, the court said the objections were either without merit or moot. Certain objectors sought fees. "*The objectors in this case did little to aid this Court.* While there were modifications to the notice program, these modifications were entirely on the Court's initiative and devised by the Special Master and the parties. As for fees, *the objections were so general and repetitive that they were of no assistance* to an area with which this Court is intimately familiar." *Id.* at 132 (emphasis added).	Not filed.	Not applicable.

Case	Client(s)	Outcome of Objection	Appeal	Outcome of Appeal
Dervaes v. California Physicians' Service d/b/a Blue Shield of California (Alameda Super. Ct., No. RG06262733)	Alison H. Paul	Final approval granted and fees awarded 4/2/10. Objections not mentioned in order and judgment.	Filed 6/1/10 (Cal. App. 1st Dist., No. A128696).	Abandonment of appeal filed (6/4/10).
Elihu v. Toshiba America Information Systems (Los Angeles Super. Ct., No. BC328556)	David Schaefer	Judgment entered 5/31/07.	Filed 7/27/07 (Cal. App. 2nd Dist., No. B201331).	Voluntarily dismissed (4/24/08).
In re Enron Corporation Securities Litig. (S.D. Tex., No. H-01-3624)	Larry Fenstad; Dorothy Lancaster McCoppin	On 9/8/08, all objections were overruled or found to be without merit in the order awarding fees (586 F. Supp. 2d 732) and the plan of allocation of the settlement proceeds (2008 U.S. Dist. LEXIS 84656).	Filed 10/3/08 (5th Cir., No. 08-20648).	Stipulated dismissal filed 9/10/09 (Doc. No. 0051920399).
In re: Epson Ink Cartridges (Los Angeles Super. Ct., JCCP 4347)	Elaine Savage; Edward Siegel; Andy Lui; Albert Lui	Judgment entered 10/23/06.	Filed 12/18/06 (Cal. App. 2nd Dist., No. B195818).	Voluntarily dismissed (1/29/07 – Savage, Andy Lui and Albert Lui; 3/13/07 – Siegel).
In re: Ford Explorer Cases (Sacramento Super. Ct., JCCP Nos. 4266 and 4270)	JWC Construction, Inc.; Misty Carter	Objections overruled in 6/27/08 fee order and 7/30/08 judgment.	Filed 9/26/08 (Cal. App. 3rd Dist., No. C060067).	Abandonment of appeal filed (11/21/08).
Friedman v. 24 Hour Fitness USA, Inc. (C.D. Cal., No. CV-06-06282)	Toni Ozen	Overruled 7/12/10.	Filed 8/11/10 (9th Cir., No. 10-56289).	Stipulated dismissal (Dkt. 3, 8/20/10).

Case	Client(s)	Outcome of Objection	Appeal	Outcome of Appeal
Gemelas v. Dannon Co. (N.D. Ohio, No. 08-CV-236)	Steven P. Cope	Judgment, Final Order and Decree (Dkt. 71, 6/24/10) indicates objections were considered. In his Order on Plaintiff's Motion for a Bond to Secure Payment of Costs and Attorneys' Fees on Appeal, Judge Dan Aaron Polster stated, "*The only objections to the settlement were lodged by what now appear to be 'serial objectors.'*" 2010 U.S. Dist. LEXIS 99503, *5 (N.D. Ohio Aug. 31, 2010) (emphasis added).	Not filed.	Not applicable.
In re General Motors Dex-Cool Gasket Cases (Alameda Super. Ct., JCCP No. 4495)	Jonathan L. Booze	Overruled in 10/23/08 final approval and fee order. On 12/5/08, all of the objectors filed a joint notice of withdrawal of their objections.	Not filed.	Not applicable.
Hoffman v. Citibank (South Dakota) N.A. (C.D. Cal., No. No. CV-06-00571)	Joseph Balla; Andrew J. Cesare; Todd Bates	Fees awarded (12/17/10 and 12/22/10) and settlement approved (12/22/10) in separate orders. Objections not mentioned in the orders.	Filed 1/18/11 (9th Cir., No. 11-55106).	Voluntarily dismissed (Dkt. 7, 3/23/11).
Koller v. Int'l. Rectifier Corp. (C.D. Cal., No. CV-07-02544)	Cascia II, LLC	Objection filed 1/25/10; withdrawn 2/1/10.	Not filed.	Not applicable.
In re: Lifelock, Inc. Marketing and Sales Practices Litig. (D. Ariz., No. 2:08-MD-01977-MHM)	Billy Daniels	The final approval and fee order of 8/31/10 (Dkt. 218) states: "[T]he Parties demonstrated in their Response to Objections that none of the asserted bases for objection is valid." Slip op. at 9.	Filed 9/30/10 (9th Cir., No. 10-17177).	Voluntarily dismissed (Dkt. 16, 1/5/11).

Case	Client(s)	Outcome of Objection	Appeal	Outcome of Appeal
In re Mercury Interactive Corp. Securities Litig. (N.D. Cal., No. 5:05–cv–03395–JF)	Marshall J. Orloff IRA R/O FCC as Custodian for AllianceBernstein US Focs Blnd, Marshall J. Orloff TTEE and Ann S. Orloff TTEE OFI S&P 500 Enhanced Core and Orloff Fam Tr UAD 12/13/01 Marshall J. Orloff & Ann S. Orloff TTEES Penn Small Cap Core	Objection filed 1/13/11; withdrawn 2/25/11.	Not filed.	Not applicable.
Papadakis v. Northwestern Mutual Life Ins. Co. (Los Angeles Super. Ct., No. BC322788)	Marci R. Frenkel; Eric Zeigenhorn; Norma Hoffman; Stuart Mintz; Kirk Stewart; Steven Sindell; Paul M. Kaufman	Objection filed 12/4/08. Final approval order and judgment entered 2/20/09.	Filed 4/2/09 (Cal. App. 2nd Dist., No. B214789).	Voluntarily dismissed (8/24/10).
Salcido v. Iovate Health Sciences USA, Inc. (Los Angeles Super. Ct., No. BC387942)	Cassie Griffin	Objection filed 8/28/09; withdrawn 9/24/09.	Not filed.	Not applicable.

Case	Client(s)	Outcome of Objection	Appeal	Outcome of Appeal
Savaglio v. Wal-Mart Stores, Inc. (Alameda Super. Ct., No. C-835687)	Joseph D. Wilkins; Evelyn Zientek	Final approval of settlement granted 4/8/10, overruling objections except as to amount of attorneys' fees. The 9/10/10 order on fees indicated that the court had "rejected all objections to the requested fee award."	Not filed.	Not applicable.
In re Smokeless Tobacco Cases I, II (San Francisco Super. Ct., JCCP Nos. 4250, 4258, 4259, 4262)	Norman D. Palmer	At the 3/12/08 final approval hearing, Judge Richard A. Kramer questioned Darrell Palmer at length about Norman; the same day, the objection was withdrawn.	Not filed.	Not applicable.
Troyk v. Farmers Group, Inc. (San Diego Super. Ct., No. GIC836844)	Arthur Carapia	Judgment entered 11/23/10.	Filed 1/15/10 (Cal. App. 4th Dist., Div. 1, No. D056803).	Abandonment of appeal filed (3/4/10).
In re Vitamins Antitrust Litig. (D.D.C., MDL No. 1285)	Neil Freedman; Teri Cunningham	Objections found to be without merit in final approval order (Dkt. 4888, 6/25/10).	Filed 7/23/10 (D.C. Cir., No. 10-7096).	Stipulated dismissal entered 9/2/10 (Doc. No. 1263938).
In re: Wal-Mart Stores, Inc. Wage and Hour Litig. (N.D. Cal., No. 06-CV-02069 SBA)	Joseph D. Wilkins; Nicole Clemente; Lolita Wells	Objections filed 9/7/10; withdrawn 11/6/10.	Not filed.	Not applicable.
Wilson v. Airborne, Inc. (C.D. Cal., No. CV-05-00770)	Denise Fairbank; Falicia Estep	Objections overruled in final approval and fee order (Dkt. 170, 8/13/08).	Filed 11/4/08 (9th Cir., No. 08-56819).	Voluntarily dismissed (Dkt. 10, 2/20/09).
Yeagley v. Wells Fargo & Co. (N.D. Cal., No. C-05-3403-CRB)	Rose A. Munoz	Objection filed 6/8/07; withdrawn as indicated in 10/18/07 order stating that plaintiffs' counsel had agreed to pay the objectors' attorneys fees.	Not filed.	Not applicable.

APPENDIX B
Judicial Criticism, Evaluation, and Response to Objections and Appeals by John Pentz

Case	Client(s)	Notes
In re Charles Schwab Corporation Securities Litig., No. C 08–01510 WHA, 2011 WL 633308 (N.D. Cal. Feb. 11, 2011)	Gary Benson	Pentz filed a motion to intervene on behalf of Benson. The court denied the objection "[b]ecause Mr. Benson is not entitled to intervention as of right or permissive intervention." **Key Excerpts from Opinion:** Instead of requesting and receiving the exclusion that he sought, however, Mr. Benson has now chosen to remain a class member, to object to the settlement, and to move to intervene. Once in as a party, he would seek to be appointed to lead a class of Section 17200 claimants outside of California. This would undo the existing settlement and take us back to square one. Mr. Benson is now represented by Attorney John Pentz of Massachusetts, who, according to class counsel's opposition to the instant motion, is a "serial objector." Class counsel argue that Attorney Pentz has been "shameless in his quest to extort settlement fees" from parties to meritorious class settlements, and that he has now taken hold of class member Benson and used him to do the same here (Opp.3). Class counsel cite at least 33 cases in which Pentz has been an objector or objector counsel, some courts having called Pentz out as a serial objector, and also describe how he "stalks settlements in which Hagens Berman is class counsel" (Opp.6–8). … This intervention would not be in the best interests of the class but rather would only be in Attorney Pentz's best interest. The class will be much better served by obtaining the class settlement—now—rather than by the scenario Attorney Pentz wants, which is to torpedo the settlement and start anew. Permissive intervention is not warranted.
Dewey v. Volkswagen of America, 728 F. Supp. 2d 546 (D.N.J. 2010)	David T. Murray; James E. Pentz	Nine counsel filed objections, including Pentz. Final approval of settlement was granted along with $9.2 million in attorneys' fees. **Key Excerpts from Opinion:** [N]one of the objections "presented sufficient basis for this Court to reject or modify the Settlement presently before the Court." *McCoy v. Health Net, Inc., 569 F. Supp. 2d 448, 475 (D.N.J. 2008)* (approving

Case	Client(s)	Notes
		settlement over nine objections raised by well over two million class members). … Plaintiffs note that several of these attorneys have been described as "professional objectors" and their positions have not always been well-received (Dewey, Docket Entry No. 213 at 35-37.) While "federal courts are increasingly weary of professional objectors," *O'Keefe v. Mercedes-Benz U.S., LLC, 214 F.R.D. 266, 295 n.26 (E.D. Pa. 2003)* (citation omitted), the Court has considered all objections, including those not timely filed, and finds none warrant rejection of the settlement. … *See Taubenfeld v. AON Corp., 415 F.3d 597, 599 (7th Cir. 2005)* (faulting Pentz for failing to articulate his client's argument and putting forth "conclusory assertions" in his client's written objection) … *In re Initial Public Offering Sec. Litig., 671 F. Supp. 2d 467, 497 n.219 (S.D.N.Y. 2009)* (noting that Pentz has been criticized by other courts for submitting "canned objections"); … *In re AOL Time Warner ERISA Litig., Civ. No. 02-8853, 2007 U.S. Dist. LEXIS 99769, 2007 WL 4225486, at *3 (S.D.N.Y. Nov. 28, 2007)* (calling Pentz and Tsai's arguments "counterproductive" and "irrelevant or simply incorrect"); *In re Royal Ahold N.V. Sec. & ERISA Litig., 461 F. Supp. 2d 383, 386 (D. Md. 2006)* (noting that Pentz is a professional objector who "attached himself" to a plaintiff and holding that his objection was "not well reasoned and was not helpful") …
In re Initial Public Offering Securities Litig., 721 F. Supp. 2d 210 (S.D.N.Y. 2010)	Jackie Pio; David Murray	Pentz and four other attorneys represented objectors. This order granted plaintiffs' motion for a $25,000 Rule 7 bond against the objectors. **Key Excerpts from Opinion:** [T]here is evidence of bad faith or vexatious conduct by the Objectors. Other courts have found that counsel for the Pentz, Siegel, and Weinstein Objectors are serial objectors and have required them to post bonds in other actions. … [fn: *See, e.g., In re Wal-Mart Wage & Hour Employment Practices Litig., No. 06 Civ. 225, 2010 U.S. Dist. LEXIS 21466, 2010 WL 786513,*

Case	Client(s)	Notes
		*at *1 (D. Nev. Mar. 8, 2010)* (ordering objectors Pentz and Siegel who appealed the final approval of a class action settlement to post a *Rule 7* bond) …] *[Note: Reversed by 9th Circuit]* Lending further support to the conclusion that, at least, Greene, Siegel, Pentz, and Weinstein are appealing the October 5 Opinion and Order in bad faith is their outright refusal to comply with this Court's Orders. In connection with plaintiffs' motion, this Court ordered the Objectors' attorneys -- over their objection -- to provide responses to four specific questions. These questions sought to determine if any of the Objectors' counsel have a pattern or practice of objecting to class action settlements for the purpose of securing a settlement from class counsel. Only Bechtold and Hayes responded. Greene, Siegel, Pentz, and Weinstein argued that the requests are "not proper" and "did not merit a response." Such conduct is sanctionable under *Rule 37 of the Federal Rules of Civil Procedure*. Therefore, an adverse inference may be drawn against the Greene, Siegel, Pentz, and Weinstein Objector groups. I note, however, that there is sufficient evidence to conclude that the Siegel, Pentz, and Weinstein Objectors groups are represented by serial objectors and that all four Objector groups have engaged in bad faith and vexatious conduct even without drawing a negative inference [footnotes omitted]. Based on the factors considered above, a *Rule 7* bond is warranted. I concur with the numerous courts that have recognized that professional objectors undermine the administration of justice by disrupting settlement in the hopes of extorting a greater share of the settlement for themselves and their clients.[37] Thus, the Objectors are required to file an appeal bond sufficient to secure payment of costs on appeal. [37] *See, e.g., Barnes v. FleetBoston, No. 01 Civ. 10395, 2006 U.S. Dist. LEXIS 71072, at *3 (D. Mass. Aug. 22, 2006)* ("Repeat objectors to class action settlements can make a living simply by filing frivolous appeals and thereby slowing down the execution of settlements. The larger the settlement, the more cost-effective it is to pay the objectors rather than suffer the delay of waiting for an appeal to be resolved (even an expedited appeal)."); *O'Keefe v. Mercedes-Benz United States, LLC, 214*

Case	Client(s)	Notes
		F.R.D. 266, 295 n.26 (E.D. Pa. 2003) ("Federal courts are increasingly weary of professional objectors: some of the objections were obviously canned objections filed by professional objectors who seek out class actions to simply extract a fee by lodging generic, unhelpful protests.") (citation omitted). … For the foregoing reasons, plaintiffs' motion for a *Rule 7* bond is granted. The Objectors are ordered to post a $25,000 bond for which all Objectors are jointly and severally liable.
Dupler v. Costco Wholesale Corp., 705 F. Supp. 2d 231 (E.D.N.Y. 2010)	Jeffrey Kessinger	Pentz appeared at the fairness hearing. The court granted plaintiffs' motion for approval of settlement and for fees in its entirety. **Key Excerpts from Opinion:** The Court has considered all of the objections submitted by the 24 objecting class members and finds them to be without merit. … The Pentz objector argues, without any citation to authority, that the court should analyze class counsel's fee request under the lodestar method because the benefit to the class is non-monetary and class counsel's fee is not to be drawn from a common fund. As the Court has found the requested fee reasonable under both the percentage and lodestar methods, the Court need not decide this issue. In addition, the Siegel objectors argue, without any citation to authority, that a lodestar multiplier of 3.3 is excessive and that any multiplier in excess of 2 is "subject to scrutiny." (Final Siegel Objections, at 1.) The Court rejects this broad proposition and, having considered the requested fee in this case in light of the *Goldberger* factors, concludes that the fee is reasonable.
In re Air Cargo Shipping Services Antitrust Litig., No. 09-4813, slip op. (2d Cir. April 6, 2010)	Brickman Concerts, Inc.; I.O.D. Group LLC	The Second Circuit granted plaintiffs' motion to dismiss Pentz's appeal. **Key Excerpts from Opinion:** [T]he Appellants did not file a claim to a portion of the settlement fund [and thus] lack standing to challenge the fund's distribution.
In re Currency Conversion Fee Antitrust Litig., MDL No. 1409, 2010	David T. Murray; Marion R. Murray; Joel	Counsel for objectors/appellants included Pentz. In granting plaintiffs' request for an appeal bond, the court ordered a total of nine groups of

Case	Client(s)	Notes
WL 1253741 (S.D.N.Y. March 5, 2010)	Shapiro	appellants to jointly pay $50,000. The opinion did not single out for criticism any of the counsel for objectors/appellants.
In re Metlife Demutualization Litig., 689 F. Supp. 2d 297 (E.D.N.Y. 2010)	John Pentz, Jr. (Pentz's father); Thomas Bell	Settlement and fees approved. **Key Excerpts from Opinion:** [In the transcript of the fairness hearing,] a possible conflict between Mr. Bell and Mr. Pentz was noted. … Counsel was permitted to proceed for purposes of this argument only, based upon counsel's conclusion that no conflict existed that would prevent him from representing both Mr. Bell and Mr. Pentz.
Simonet v. GlaxoSmithKline, No. 06-1230 (GAG/CVR), 2009 U.S. Dist. LEXIS 82508 (D.P.R. Sept. 10, 2009)	Estate of Keith Allen	Counsel for various objectors included Pentz. An initial order (2009 U.S. Dist. LEXIS 80871, Sept. 4, 2009) approved the settlement and awarded fees; the opinion quoted here was a *nunc pro tunc* findings of fact and conclusions of law. **Key Excerpts from Opinion:** There were minimal objections to the terms of the settlement, all filed by consumers or alleged representatives of consumers. *The Court has considered these objections and finds they are unfounded, result from misunderstanding of the terms of the settlement, and lack merit* to overcome the presumption of reasonableness that was the result of arms-length negotiations between the parties, coupled with the overwhelming, nearly unanimous support for the settlement demonstrated by the absence of any other objections, and the small number of exclusion requests. (Emphasis added.)
Ouellette v. Wal-Mart Stores, Inc., No. 67-01-CA-326, slip op. (Fla. Cir. Ct., Wash. Cty., Aug. 21, 2009)	Gary Williamson; John Buck	Pentz represented two of the eight attorney-backed objectors. **Key Excerpts from Opinion:** The Court finds that all of the objections filed against the settlement of this case were all generic boilerplate objections prepared and filed by a group of attorneys who the Court finds have been working through collusion for their own personal benefit and not for the benefit of this class or their clients. The Court finds that a lack of involvement and participation of the objectors and their counsel who were not present and a lack of

Case	Client(s)	Notes
		involvement and participation of the attorneys that were present combined with their attempt to inject themselves at the last minute into this eight year litigation constitutes an effort to extort money from the class and/or class counsel. The court struck the objections … for failure of proof, failure to demonstrate participation in the class action on behalf of the class, and failure to appear at the fairness hearing. Further, the Court finds that all of the objections … have no substantive merit and the court overrules all of the objections on that additional ground.
Park v. Thomson Corp., No. 05 Civ. 2931 (WHP), 2008 U.S. Dist. LEXIS 84551 (S.D.N.Y. Oct 22, 2008); *Park v. Thomson Corp.*, 633 F. Supp. 2d 8 (S.D.N.Y. 2009)	George Schneider; Jonathan M. Slomba; James Puntumapanitch	The earlier of these two rulings granted final approval and fees, and overruled the objections of five objectors, including Pentz's clients. Pentz's subsequent motion for attorneys' fees and expenses was denied in the later order. **Key Excerpts from Opinion:** Pentz's billing summary reveals some time entries that are excessive or amount to block billing. … Therefore, a 20% reduction in Pentz's lodestar is warranted. … Pentz seeks a multiplier of 1.5. … In granting final approval of the Amended Settlement and class counsel's motion for attorneys' fees, this Court awarded class counsel a 1.5 multiplier. That multiplier was based, *inter alia*, on class counsel's involvement with this action since filing the complaint in March 2005 and the significant risks attendant to the litigation. However, Pentz did not appear in this action until three years later and the time that he devoted to this matter spanned a far shorter interval. Therefore, this Court will not apply a multiplier to Pentz's lodestar. … Both Pentz and Weinstein seek an "Incentive Award" of $2,500 for each objector. "The amount of the incentive award is related to the personal risk incurred by the individual or any additional effort expended by the individual for the benefit of the lawsuit." *Fears v. Wilhelmina Model Agency, Inc., No. 02 Civ. 4911 (HB), 2005 U.S. Dist. LEXIS 7961, 2005 WL 1041134, at *3 (S.D.N.Y. May 5, 2005).* The Objectors argue they are entitled to an award because they faced the

Case	Client(s)	Notes
		risk of a Rule 11 sanctions motion threatened by Plaintiffs' counsel. As previously noted, that motion was never filed. In addition, Rule 11 sanctions are a risk borne by all litigants. Accordingly, the requests for an "Incentive Award" are denied.
Lockwood v. Certegy Check Servs., Inc., No. 07-1434, slip op. (M.D. Fla. Aug. 18, 2008)	Joel Shapiro	Objection filed August 4, 2008; withdrawn August 19, 2008, after the court on August 18 denied Pentz's motion for a protective order to prevent the deposition of Shapiro from going forward.
In re AOL Time Warner ERISA Litigation, No. _____, 2007 WL 4225486 (S.D.N.Y. Nov. 28, 2007)		After the settlement was approved and fees awarded, Pentz (along with Stephen Tsai) filed a motion for fees, which was denied here. **Key Excerpts from Opinion:** *[T]he Objection [by Pentz] contained arguments counterproductive to the resolution of the litigation. In this case, the Objection contained several arguments that were irrelevant or simply incorrect. … Because these arguments clouded rather than sharpened the issues, Objectors' Counsel are not entitled to compensation for making them.* … (Emphasis added.)
Azizian v. Federated Dept. Stores, Inc., No. C-03-3359 SBA, 2006 WL 4037549 (N.D. Cal. Sept. 29, 2006)	Hannah Feldman (Pentz's wife)	Pentz was part of a large group of coordinated objectors. The objections were overruled and the settlement approved. The court awarded coordinated objectors' attorneys' expenses, but denied award of attorneys' fees. Coordinated Objectors' Amended Motion for Reconsideration of Total Fee Award and Opposition to Class Counsel's Petition for Attorney's Fees and Expenses was denied. **Key Excerpts from Opinion:** The Court concurs with the Special Master's assessment that *the Coordinated Objectors have "vastly overstated the role they played in this case."* … *The Court is aware of no issue of significance of the Coordinated Objectors['] creation. To the contrary, the record supports the Special Master's conclusion that their role was one of confirmation not origination.* (Emphasis added.)
In re Royal Ahold N.V. Securities & Erisa Litig., 461 F. Supp. 2d 383 (D.	Linda M. Tsai	Besides Pentz's client, one other objector is mentioned in the opinion. The court awarded a fee of 12% of the settlement fund, somewhat less

Case	Client(s)	Notes
Md. 2006)		than the requested 15%, though the objections had nothing to do with this reduction. **Key Excerpts from Opinion:** Objections to the attorneys' fees were filed by John Pentz, Esq., purportedly on behalf of plaintiff Linda Tsai… . *Pentz is a professional and generally unsuccessful objector* who apparently attached himself to Tsai; Tsai was represented by different counsel at the early stages of this litigation. Her initial objections to the settlement, filed on March 29, 2006, complained that Ahold should pay more money to all class members, but did not mention the attorneys' fee request. The later objection, filed by Pentz on May 3, 2006, complained that U.S. investors should have received a greater share of the settlement and that the attorneys' fee should be limited to the greater of 7.5% or a 2.3 multiplier of the lodestar. Pentz did not challenge the lodestar figure calculated by plaintiffs' counsel and *provided no coherent explanation for his contention that the fee is excessive. In summary, the Pentz/Tsai objection was not well reasoned and was not helpful.* (Emphasis added.)
Barnes v. FleetBoston Financial Corp., No. 01-10395-NG, 2006 U.S. Dist. LEXIS 71072 (D. Mass. Aug. 22, 2006)	Nancy Feldman (Pentz's mother-in-law)	After the court overruled the objections and approved the settlement, Pentz filed an appeal on behalf of his mother-in-law. The court reviewed the objections Pentz raised in assessing whether his grounds for appeal were frivolous, and noted that Pentz raised the same challenge of computation of attorneys' fees on a "percentage-of-fund" method in *In re Relafen,* Case No. 01-12239 (D. Mass.), and his objection had been rejected. Pentz also argued that the court should apply a subsequent Massachusetts Supreme Court decision retroactively to the distribution of *cy pres* award to the class members. The court found the argument "extraordinary" and lacking precedent, and required Pentz's mother-in-law to post a bond for appeal. The appeal was voluntarily dismissed. **Key Excerpts from Opinion:** Feldman and her attorney, John Pentz (who is also her son-in-law) are professional objectors, not unlike the plaintiff in *Skolnick*, whom the First Circuit described as a "litigious pro se who has filed numerous lawsuits in state court." …

Case	Client(s)	Notes
		Repeat objectors to class action settlements can make a living simply by filing frivolous appeals and thereby slowing down the execution of settlements. The larger the settlement, the more cost effective it is to pay the objectors rather than suffer the delay of waiting for an appeal to be resolved (even an expedited appeal). Because of these economic realities, professional objectors can levy what is effectively a tax on class action settlements, a tax which has no benefit to anyone other than to the objectors. Literally nothing is gained from the cost: Settlements are not restructured and the class, on whose behalf the appeal is purportedly raised, gains nothing. (Emphasis added.)
Beasley v. Prudential General Life Ins. Co., CV-2005-58-1, slip op. (Ark. Cir. Ct., Miller Cty., June 9, 2006)	Thomas Bell; Marilyn Bell	This opinion granted plaintiffs' motion to strike the objection of Pentz's clients. **Key Excerpts from Opinion:** Objectors retained John K. [sic] Pentz, an attorney whose practice appears devoted to filing objections to class action settlements. Pentz "appears to be a repeat objector in class action cases," which is sometimes referred to as a professional objector." *In re Compact Disc Minimum Advertised Price Antitrust Litigation*, 2003 U.S. Dist. LEXIS 25788, n.3 (D. Maine October 7, 2003) (trial judge imposed appeal bound [sic] because Pentz' appeal appeared to be frivolous). The same federal district court noted that "Attorney Pentz representing Feldman filed a groundless objection." *Id. At no time has Pentz disclosed to this Court that a federal district court determined that he "appears to be a repeat objector in class actions" and that he "filed a groundless objection."* … *Pentz is an attorney who appears to specialize in filing objections to class action settlements in state and federal court venues across the country. Attorneys who repeatedly file objections to class action settlements, for example by using family members as objectors as Pentz has done, are sometimes referred to as "professional objectors. In re Compact Disc Minimum Advertised Price Antitrust Litigation*, 2003 U.S. Dist. LEXIS 25788, n.3 (D. Maine 2003); *Tenuto v. Transworld Systems, Inc.*, 2002 U.S. Dist. LEXIS 1764, *6-7 (E.D. Penn. 2002) (Pentz filed

Case	Client(s)	Notes
		objections on behalf of his son, an attorney in his law firm, which the Court rejected). (Emphasis added.) … [I]f John Pentz does file such a motion for admission *pro hac vice* hereafter, Pentz should be prepared to address the following: … 5. The reasons why the Bells' Motion to Intervene stated that the Bells "spent the time between receipt of the notice and filing their Motion to Intervene … finding an attorney willing to represent them." (Motion to Intervene at 1), when Pentz previously represented the Bells in a class action filed in Beaumont, Texas. … 7. Pentz's statement that he has "never been sanctioned or disciplined by any lawyer disciplinary agency in any jurisdiction" contained in his June 6, 2006 affidavit.
Taubenfeld v. AON Corp, 415 F.3d 597 (7th Cir. 2005)	Hannah Feldman (Pentz's wife)	Feldman (not identified as Pentz's wife in this opinion) was the lone objector to this settlement in the Northern District of Illinois. The objection was overruled and the settlement approved. Affirmed. **Key Excerpts from Opinion:** Feldman's written objection contained conclusory allegations that 33% of the settlement fund would be a "grossly excessive" fee in light of the "very poor settlement obtained for the class," but did not address or propose a proper fee-setting methodology. … *The objector's quarrel with the portion of lead counsel's award pertaining to reimbursement for expenses barely warrants comment. … Moreover, this argument would have been meritless*… (Emphasis added.)
In re Lucent Technologies, Inc. Securities Litig., 327 F. Supp. 2d 426 (D.N.J. 2004)	Edward Gordon	Gordon objected to fees sought in connection with a $563 million settlement. The objections were overruled and the fee applications granted in part and modified in part. **Key Excerpts from Opinion:** Additionally, [Plaintiffs' expert John C.] Coffee responds directly to the objection filed by Edward Gordon, through his attorney, John J. Pentz, Esq. Gordon essentially attempts to undermine Coffee's expertise by

Case	Client(s)	Notes
		claiming that Coffee has previously endorsed an approach different than the one he takes here: "Professor Coffee recognizes the utility of a sliding scale and the impropriety of a routine application of a 25% benchmark to large recoveries." *Coffee explains, however, that Gordon [the objector represented by Pentz] misstates and misleads by quoting selectively from one of his prior articles*. Coffee clarifies that he has never sanctioned such an approach, explaining that he advocates that courts should listen to the market and observe what percentages sophisticated parties are negotiating. According to Coffee, "What I actually argued in the column cited by Mr. Gordon is that when a market rate can be established by looking to the outcomes of recurrent negotiations between sophisticated lead plaintiffs and class counsel, it should supercede any presumptive benchmark." (Emphasis added.)
Spark v. MBNA Corp., 289 F. Supp. 2d 510 (D. Del. 2003)	Cophen E. Sears, III; Daniel J. Hill; Alan Shapiro	Pentz represented three objectors to this settlement. After the court approved the settlement, Pentz opposed fees for class counsel and filed his own petition for fees and incentive awards. That petition was denied, and Pentz filed a renewed petition, dropping the request for incentive awards. The court denied this request, finding no evidence of any contribution by Pentz, and approved class counsel's petition. **Key Excerpts from Opinion:** *The objector's "opposition" to Class Counsel's fee petition appears to be nothing more than an attempt to receive attorneys' fees. The objector has done nothing more than propose an unsupported, alternative fee distribution scheme, apparently attempting to take advantage of the fact that defendants have not opposed Class Counsel's request.* (Emphasis added.)
In re Compact Disc Minimum Advertised Price Antitrust Litig., MDL 1361, 2003 WL 22417252 (D. Me. Oct. 7, 2003)	Hannah Feldman (Pentz's wife)	After the court overruled the objections and approved the settlement, Pentz filed an appeal on behalf of his wife. The court required Pentz's wife to post a $35,000 bond for appeal. Pentz did not post the bond, and the appeal was voluntarily dismissed several days later. **Key Excerpts from Opinion:** *I have little difficulty, therefore, in reaching the conclusion that the appeal "might be frivolous," and that an award of sanctions on appeal is*

Case	Client(s)	Notes
		"a real possibility." [fn: *I have previously noted that Attorney Pentz representing Feldman filed a groundless objection following the fairness hearing*, Decision and Order on Notice, Settlement Proposals, Class Certifications and Attorney Fees (Docket No. 270) (June 13, 2003) at 42 n.52, and he appears to be a repeat objector in class action cases. See, e.g., *Spark v. MBNA Corp., 48 Fed. Appx. 385, 386 (3d Cir. 2002)* (listing Mr. Pentz, from The Objectors Group, as counsel for objectors); *Tenuto v. Transworld Sys., 2002 U.S. Dist. LEXIS 1764, 2002 WL 188569 (E.D. Pa. Jan. 31, 2002)*, at *2 (same).] (Emphasis added.)
In re Warfarin Sodium Antitrust Litigation, 212 F.R.D. 231 (D. Del. 2002)	Alan Shapiro	Twelve groups of objectors' counsel included Pentz. The district court overruled the objections and approved the settlement. Affirmed at 391 F.3d 516 (3d Cir. 2004). **Key Excerpts from Opinion:** The Court observes that *some of these objections arise from a misunderstanding of the settlement*, with some objectors believing consumers could only recover from 18% of the settlement fund [citing Shapiro and Bruce objections.]. … Objector Shapiro's motion to strike document … and motion to require lead counsel to disclose fee arrangements … are denied. (Emphasis added.)
Tenuto v. Transworld Systems, No. 99-4228, 2002 WL 188569 (E.D. Pa. Jan. 31, 2002)	John J. Pentz, Jr. (Pentz's father)	The objections were overruled and the settlement approved. **Key Excerpts from Opinion:** John J. Pentz, Jr. pressed two objections through his son, an attorney with The Objectors Group in Massachusetts. He states that notice of the settlement should have been provided to those who would have been in the four-year subclass had the UTPCPL claim not been withdrawn. … This would have been a fruitless but expensive gesture. After arguing that each recipient of this form letter would be entitled to statutory damages of at least $ 100 under the UTPCPL, counsel for Mr. Pentz acknowledged that he had been unaware of the Pennsylvania Supreme Court holding precluding any recovery absent proof of actual economic

Case	Client(s)	Notes
		loss. … Mr. Pentz also objected to the size of the settlement. In so doing, he incorrectly argued that it represents only 44% of the statutory maximum of $ 500,000. In fact, it exceeds 1% of defendant's actual net worth and thus represents or exceeds a 100% recovery.
In re Disposable Contact Lens Antitrust Litig., MDL No. 1030, slip op. (M.D. Fla. Oct. 17, 2001)	James Pentz	Pentz filed a motion to intervene (along with several other objectors) after the court held the Fairness Hearing. The court denied the motions. A number of objectors (not including Pentz) appealed the denial of the motions to intervene. **Key Excerpts from Opinion:** The objectors are virtually a stranger to this action, having been absent for almost all of the entire seven years of its existence. As said before, none of the counsel for the Objectors have even read the file in its entirety. The Objector's ignorance of the case will unduly prejudice the parties if the Objectors are allowed to intervene.
Benacquisto v. Amer. Express, No. 00-cv-1980, 2001 U.S. Dist. LEXIS 23914 (D. Minn. May 15, 2001)	Dr. Richard E. Morgan, Jr.	There were many objectors to this settlement, including a client of Pentz's (Pentz appeared at the fairness hearing). Objectors' Motion to Intervene was denied, and the court ordered objectors to post a $500,000 bond before any appeal could be filed. **Key Excerpts from Related Document:** In contrast to the work and results of Class Counsel, the proposed intervenors have done the bare minimum to assert themselves. … Only one of proposed intervenors' counsel – John Pentz, representing Dr. Morgan – reviewed the record thereafter, which he did two business days before the Fairness Hearing. [From separate May 15, 2001 Findings of Fact and Conclusions of Law (slip op.).]

APPENDIX C
Selected Objections to Settlements and Related Appeals Filed by Steve A. Miller

Case	Client(s)	Objections	Outcome of Objections and/or Appeals
In re American Intern. Group, Inc. Securities Litig. (S.D.N.Y., No. 04-cv-08141-DAB)	Steve A. Miller, P.C. Profit Sharing Plan, Trustee	Filed 1/6/12. Final approval granted and fees awarded 2/2/12 (2012 WL 345509).	Miller filed a notice of appeal 2/17/12.
Nakash v. nVidia Corp. (N.D. Cal., No. 08-cv-04312-JW)	Chase A. Thompson	Objection filed 11/2/10 (by Charles M. Thompson as counsel for his son). Final approval granted and fees awarded 12/20/10.	Miller/Thompson filed notice of appeal 1/19/11 (several other objectors also appealed, and the appeals were consolidated). The final appellate briefs were filed 12/16/11; oral argument not set as of 5/3/12.
Blessing v. Sirius XM Radio Inc. (S.D.N.Y., No. 09-cv-10035 (HB)(RLE))	Jeannine Miller	Objection dated 6/20/11. Final approval granted and fees awarded 8/24/11.	Miller filed a notice of appeal 9/29/11. Appeal fully briefed as of late April 2012.
White v. Cellco Partnership d/b/a Verizon Wireless (Alameda Super. Ct., No. RG04137699)	Ann Talley and John Talley	Objection filed 10/17/08. Final approval granted and fees awarded 11/6/08.	Miller filed notice of appeal 1/5/09. Judgment in *White* and related case affirmed by *Cellphone Fee Termination Cases*, 186 Cal.App.4th 1380 (2010).
Cassese v. Washington Mutual, Inc. (E.D.N.Y., No. 05-02724)	John Henry Williams	Filed 9/8/11.	Miller filed a notice of appeal 10/19/11.
Fogel v. Farmers Group, Inc. (Los Angeles Super. Ct., No. BC300142)	Charmain Schuh, Marvin Brilliant, George Bishop, David Wenholz, Gina Martin and Jill Sheffield	Filed 8/18/11: No portion of the settlement fund should revert to defendants; as an alternative option, proposed claims process should be rejected since Farmers Group has all the data needed to apportion each class member's share of the fund; fees should be based on percentage of claims actually paid to class, not the total fund.	Settlement approved and fees awarded 12/21/11; appealed in January 2012 by several objectors including Miller's clients. Briefing schedule not yet set.

Case	Client(s)	Objections	Outcome of Objections and/or Appeals
In re New Motor Vehicles Canadian Exp. Antitrust Litig. (D. Me., MDL No. 1532)	Joey Hutto, Jeanne Finn, Channing Carder, Deborah Colburn, Wayne Phillips/American Electric Motor Service	Filed 1/31/11.	From "Decision and Order on Proposed Settlements and Plan of Allocation": "Joey Hutto, Jeanne Finn, Channing Carder, Deborah Colburn, Nancy Carder and Wayne Phillips d/b/a/ American Electric Motor Service, object in part because I am asked to award attorney fees before determining the value of benefits actually received by the class members, and because claim forms must be submitted before the settlement is finally approved. Objection to Proposed Settlement ¶¶ 11–12 (Docket Item 1140). This is a specious argument. It is because the claims have already been submitted that I can determine the actual value of benefits the class will receive, and obviously any subtraction for attorney fees must be made before checks can be distributed to class members. The benefits will be received by all who have filed claims (except those who fail to cash the claim check). Moreover, the class members had both notice and a reasonable amount of time to file claims." 2011 WL 1398485 at *3 n.22 (emphasis added). "The Hutto, et al. objection, asserted on behalf of multiple clients residing in different states, is confusing. Objection (Docket Item 1140). The objection asserts that the settlement is unfair to Alabama, but does not assert why. The objection goes on to complain that some Toyota

Case	Client(s)	Objections	Outcome of Objections and/or Appeals
			purchasers are not eligible to get a cash payment even though Toyota was the defendant who settled. I have previously considered and rejected the possibility that only Toyota purchasers should recover because the claims asserted are based on a conspiracy among *all* the defendants." *Id.* at *8 n.56.
In re Lawnmower Engine Horsepower Marketing & Sales Practices Litig. (E.D. Wis., MDL No. 1999)	Jeannine Miller	Filed 6/4/10.	Final approval granted and fees awarded 8/16/10 (733 F. Supp. 2d 997). Miller filed notice of appeal 9/14/10; motion to voluntarily dismiss appeal filed 2/14/11 (granted 2/16/11).
Credit/Debit Card Tying Cases (San Francisco Super. Ct., J.C.C.P. No. 4335)	John Finn	Filed 5/20/10: Benefit to settlement class "nominal at best"; misuse of cy pres distribution; excessive attorneys' fees.	Settlement approved and fees awarded on 8/23/10; several appeals filed but none by Miller.
In re Mattel, Inc. Toy Lead Paint Products Liability Litig. (C.D. Cal., MDL No. 1897)	Chase A. Thompson	Filed 2/19/10: Coupon settlement benefits defendant; most of benefits to class attained by efforts of governmental bodies, not class counsel; no attorneys' fees should be awarded until value of benefit to class is determined; subclasses needed due to disparity in relief between groups; class notice misleading re requirements for objections.	Miller/Thompson filed a notice of appeal, followed by an amended version of same on 5/18/10. Stipulated motion to dismiss the four appeals related to the Mattel MDL filed 11/10/10; granted 11/19/10.
In re Yahoo! Litig. (C.D. Cal., No. CV 06-2737 CAS (FMOx))	LightTheNations.com; ChaseandSam.com; Digital Playroom, Inc.; James Owens; and Randal S. Ford	Dated 12/11/09 (not docketed): Class members who are not "out of business" receive no monetary compensation; settlement creates subclasses and therefore a conflict of interest for class counsel; excessive attorneys' fees and	Final judgment entered 1/15/10, approving settlement and awarding fees of $4.3 million (no mention of objections). Miller filed notice of appeal on 2/11/10; order re voluntary dismissal of Miller's appeal and two others entered 9/23/10.

Case	Client(s)	Objections	Outcome of Objections and/or Appeals
		incentive awards.	
White v. Experian Information Solutions (C.D. Cal., No. SACV 05-1070 DOC (MLGx))	Steven C. Signer	Filed 11/30/09: Inadequate class notice; settlement value too low; excessive attorneys' fees and class rep awards; conflicting subclasses; unfair claims process.	Final approval of settlement granted 7/15/11. Miller filed appeal 8/12/11. Briefing is under way in the consolidated appeals.
In re Initial Public Offering Securities Litig. (S.D.N.Y., No. 21 MC 92 (SAS))	Steve A. Miller, P.C. Profit Sharing Plan	Filed 8/10/09 (letter to court): Proceeds for class "minuscule in comparison to the enormous expenses and attorneys fees to be paid out."	Final approval granted and fees awarded on 10/6/09. Various appeals of that order filed in early November, including one by Miller on 11/3/09. In the underlying matter, Judge Shira Scheindlin ruled on 6/17/10 that objectors must post a $25,000 bond (between them) (721 F. Supp. 2d 210; amended 7/20/10 (728 F. Supp. 2d 289)). Miller is identified therein not as counsel but as an objector (along with his profit-sharing plan) represented by Jeffrey L. Weinstein.
CLRB Hanson Inds., LLC v. Google, Inc. (N.D. Cal., No. C 05-03649 JW PVT)	Randy R. Lyons and Chase Thompson	Filed 7/10/09: Settlement overcharges known to class counsel and defendant but withheld from court and class members; insufficient information provided to class re terms; excessive attorneys' fees and class rep awards.	Settlement approved and fees awarded on 9/14/09. Miller did not file an appeal.
Milliron v. T-Mobile USA, Inc. (D.N.J., No. 08-04149 (JLL) (ES))	Thomas A. Carder, Kimberley Lyons and Aaron Miller	Filed 7/2/09: Settlement class too broad; fund inadequate; claims procedure should be eschewed; non-class members receive benefits while class members receive none; excessive attorneys' fees.	Settlement approved and fees awarded on 9/10/09, with all objections overruled; appealed by various objectors, including Miller (on 10/7/09). Miller appeal fully briefed in early 2011; stipulation of dismissal filed 3/23/11.
In re Trans Union Corp. Privacy Litig., 00cv4729, 2009 WL 937158 (N.D.	Christi M. Copeland	Filed approx. 8/22/08: Settlement has nominal value; class members required to wait two years to see if	Final approval order of 9/17/08 overruled all objections. Miller appealed on 10/15/08 (other objectors also appealed

Case	Client(s)	Objections	Outcome of Objections and/or Appeals
Ill. Apr. 6, 2009)		funds are available; excessive attorneys' fees.	around that time). The objectors subsequently reached a settlement with counsel and, on 7/30/09, filed a motion for voluntary dismissal of the appeals, which the 7th Circuit granted the next day.

APPENDIX D
Objections to Settlements Filed by Jonathan E. Fortman

Case	Client(s)	Notes
In re Checking Account Overdraft Litig. (S.D. Fla., MDL No. 2036)	Todd M. Spann	Objection filed 10/3/11 as part of group including clients of Kessinger and Kress. In the order granting final approval of the settlement and awarding attorneys' fees, the court stated: "As Plaintiffs noted both in their pleadings, *see* Plaintiffs' Response to Objections to Motion for Final Approval of Settlement and Class Counsel's Application for Service Awards and Attorneys' Fees [DE # 2030] at 20–22, and at the Final Approval Hearing, *most if not all of the Objections are motivated by things other than a concern for the welfare of the Settlement Class. Instead, they have been brought by professional objectors and others whose sole purpose is to obtain a fee by objecting to whatever aspects of the Settlement they can latch onto*. The Court agrees with the court in *Barnes v. Fleet Boston Fin. Corp.*, 2006 U.S. Dist. LEXIS 71072, at *3–4 (D.Mass. Aug. 22, 2006), that, '[P]rofessional objectors can levy what is effectively a tax on class action settlements, a tax that has no benefit to anyone other than to the objectors. Literally nothing is gained from the cost: Settlements are not restructured and the class, on whose benefit the appeal is purportedly raised, gains nothing.' … The Court has nonetheless considered their objections on the merits, and rejects them for the reasons set forth herein. Should these or any other Objectors choose to persist in their objections in order to tie up the execution of this Settlement and further delay payment to the members of the Settlement Class, the Court will consider additional measures to make sure that the members of the Settlement Class are not further harmed as a result. *See* Supplemental Decl. of Prof. Brian T. Fitzpatrick [DE # 1885–7], ¶¶ 11–13 (discussing 'objector blackmail' and observing that courts have fought back by sanctioning professional objectors and requiring hefty appeal bonds)." *In re Checking Account Overdraft Litig.*, --- F.Supp.2d ----, 2011 WL 5873389 (S.D.Fla. Nov. 22, 2011) (emphasis added). Notice of appeal filed 12/21/11. On 2/14/12, the court granted Plaintiffs' Motion to Require Posting of Appeal Bonds by certain Objector-Appellants.

Case	Client(s)	Notes
Fogel v. Farmers Group, Inc. (Los Angeles Super. Ct., No. BC300142)	[Pro se objection]	Objection dated 8/17/11. Settlement approved and fees awarded on 12/21/11. Fortman did not appeal.
In re Lawnmower Engine Horsepower Marketing & Sales Practices Litig. (E.D. Wis., MDL No. 1999)	Kent Stephens; Douglas Hilbert; Kelly Marie Spann	Objection and motion to intervene filed 6/7/10. Final approval granted and fees awarded 8/16/10 (733 F. Supp. 2d 997). Attorneys Fortman, Kress and Kessinger filed notice of appeal 9/14/10; motion to voluntarily dismiss appeal filed 2/9/11 (granted 2/10/11).
In re Enron Corporation Securities Litig. (S.D. Tex., No. H-01-3624)	George S. Bishop; Jill R. Bishop; Lon Wilkens; Betty Wilkens	Objection filed in 2008. Fortman, Pentz and Kessinger together filed this objection. On 9/8/08, all objections were overruled or found to be without merit in the order awarding fees (586 F. Supp. 2d 732) and the plan of allocation of the settlement proceeds (2008 U.S. Dist. LEXIS 84656). Notice of appeal filed 10/3/08. Stipulated dismissal filed 9/10/09.

APPENDIX E
Objections to Settlements Filed by John C. Kress

Case	Client(s)	Notes
In re Checking Account Overdraft Litig. (S.D. Fla., MDL No. 2036)	Daniel G. Repa	Objection filed 10/3/11 as part of group including clients of Fortman and Kessinger. (See notes re Jonathan E. Fortman, supra.)
In re Lawnmower Engine Horsepower Mktg. & Sales Practices Litig., (E.D. Wis., MDL No. 1999)	David Borgmeyer; Jarvis Gutridge; Earl Hortiz	Objection and motion to intervene filed 6/7/10. Final approval granted and fees awarded 8/16/10 (733 F. Supp. 2d 997). Attorneys Fortman, Kress and Kessinger filed notice of appeal 9/14/10; motion to voluntarily dismiss appeal filed 2/9/11 (granted 2/10/11).
Hale v. Wal-Mart Stores (Mo. Cir. Ct., No. 01CV218710, June 17, 2009)	Brenda Crittendon; Marcella Hodgins; Linda Garrett	Kress and Kessinger were sanctioned by the court after objecting and attempted to intervene.

APPENDIX F
Objections to Settlements Filed by J. Scott Kessinger

Case	Client(s)	Notes
In re Checking Account Overdraft Litig. (S.D. Fla., MDL No. 2036)	Karen Palting	Objection filed 10/3/11 as part of group including clients of Fortman and Kress. (See notes re Jonathan E. Fortman, *supra*.)
In re Lawnmower Engine Horsepower Mktg. & Sales Practices Litig., (E.D. Wis., MDL No. 1999)	Mark Schulte	Objection filed 6/7/10. Final approval granted and fees awarded 8/16/10 (733 F. Supp. 2d 997). Attorneys Fortman, Kress and Kessinger filed notice of appeal 9/14/10; motion to voluntarily dismiss appeal filed 2/9/11 (granted 2/10/11).
In re Enron Corporation Securities Litig. (S.D. Tex., No. H-01-3624)	George S. Bishop; Jill R. Bishop; Lon Wilkens; Betty Wilkens	Objection filed in 2008. Fortman, Pentz and Kessinger together filed this objection. On 9/8/08, all objections were overruled or found to be without merit in the order awarding fees (586 F. Supp. 2d 732) and the plan of allocation of the settlement proceeds (2008 U.S. Dist. LEXIS 84656). Notice of appeal filed 10/3/08. Stipulated dismissal filed 9/10/09.
Azizian v. Federated Dept. Stores, Inc., No. C-03-3359 SBA, 2006 WL 4037549 (N.D. Cal. Sept. 29, 2006)	Jane Curtman-Schroeder	Kessinger was part of a large group of coordinated objectors. The objections were overruled and the settlement approved. The court awarded coordinated objectors' attorneys' expenses, but denied award of attorneys' fees. Coordinated Objectors' Amended Motion for Reconsideration of Total Fee Award and Opposition to Class Counsel's Petition for Attorney's Fees and Expenses was denied. **Key Excerpts from Opinion:** The Court concurs with the Special Master's assessment that *the Coordinated Objectors have "vastly overstated the role they played in this case."* … *The Court is aware of no issue of significance of the Coordinated Objectors['] creation. To the contrary, the record supports the Special Master's conclusion that their role was one of confirmation not origination.* (Emphasis added.)
Chance v. U.S. Tobacco Co. (Kansas Dist. Ct., Seward Cty., No. 05-CV-112)	N/A	Kessinger appeared as one of several objectors to the settlement in this matter and was represented by John Pentz. The objections, including Kessinger's, were ultimately withdrawn.
In re Allstate Fair Credit Reporting Act Litig. (M.D. Tenn., No. 3:02-md-1457)	William Zorn; Jesus Ituarte	Objection filed 5/2/05. Final approval granted and fees awarded 7/29/05. Kessinger filed notice of appeal 8/29/05; order granting stipulated dismissal of all appeals entered 4/25/06.
In re MCI Non-Subscriber Telephone Rates Litig. (S.D. Ill., MDL No. 1275)	Leslie Sax; Lawrence Wolfson	Objections and motion to intervene filed 3/16/01. Final approval granted and fees awarded 4/19/01. Kessinger filed notice of appeal 4/27/01; appeal dismissed 7/30/01.

Case	Client(s)	Notes
Meyenburg v. Exxon Mobil Corp. (S.D. Ill., No. 3:05-cv-15-DGW)	David Pentz (John Pentz's brother); Guy Thrasher	Kessinger and John Pentz were co-counsel on this objection, which was filed 8/8/05. In granting final approval of the settlement, the court found the Pentz/Kessinger objections to be "meritless" and "without merit" (*Meyenburg v. Exxon Mobil Corp.*, 2006 WL 5062697, at *7, S.D. Ill. June 5, 2006). Notice of appeal filed 7/1/06; order granting agreed motion to dismiss appeals entered 8/24/06.
Synfuel Techs., LLC v. Airborne Express, Inc. (S.D. Ill., No. 02-cv-324-DRH)	Joel Shapiro; W. Andrew Hoffman; Pritchard, McCall & Jones, LLC; Professional Asset Strategies, Inc.; Asset Strategies, Inc.; N. Albert Bacharach, Jr.	Objection filed 4/2/04. At the final fairness hearing, Kessinger requested leave to file a response to an affidavit filed in support of the settlement. The court denied this request, stating: "Kessinger's desire to conduct a fishing operation . . . is improper." (slip op. at 2 (July 15, 2004)). Final approval granted 1/27/05. Notice of appeal filed 2/21/05. Final approval vacated, though not due to an objection by Kessinger.
Hale v. Wal-Mart Stores (Mo. Cir. Ct., No. 01CV218710)	Brenda Crittendon; Marcella Hodgins; Linda Garrett	Kessinger and Kress were sanctioned by the court after objecting and attempted to intervene.

APPENDIX G
Objections to Settlements Filed by George W. Cochran

Case	Client(s)	Notes
H.B. Brown v. American Home Prods. [*In re Diet Drugs Prods. Liability Litig.*] (E.D. Pa., No. 99-20593)	Kim Heaton; Carl Wolf; Frances Rammage; Lynn Reed; Pam Butler; Phyllis M. Rodriguez; Sherri D. Wieneke; Sherrie Brichetto; Ted Doak	Filed objection 3/28/00. Edward W. Cochran, a Cleveland-area attorney with a long history of filing objections to class action settlements, also filed an objection in this matter, but represented other objectors.
Schmidt v. AT&T (Cuyahoga Cty. (Oh.) Ct. Com. Pleas, No. CV-09-688788)	Adam Faulkner	George W. Cochran and Edward W. Cochran both appeared (representing different objectors).

APPENDIX H
Objections to Settlements Filed by Mark Lavery

Case	Client(s)	Notes
In re Online DVD Rental Antitrust Litig. (N.D. Cal., MDL No. 2029)	John Sullivan	Notice of appeal filed 4/30/12. Counsel on the notice also include Christopher V. Langone and Grenville Pridham.
In re Classmates.com Consol. Litig. (W.D. Wash., No. CV 09-45 RAJ)	Christopher V. Langone	Langone (who currently works for Lavery) filed his own motion for attorneys' fees and a $50,000 service award on 1/13/12.
Hall v. AT&T Mobility (D.N.J., No. 07-5325 (JLL))	Chris Langone	From 10/13/10 order granting final approval, awarding attorneys' fees and overruling objections: "Although the Court allowed attorney Mark Lavery to make arguments on behalf of Objector Langone during the fairness hearing in this matter, Mr. Lavery's eligibility to practice before this Court later became an issue. By way of Order dated July 22, 2010, this Court's Order conditionally admitting Mr. Lavery pro hac vice was vacated, Mr. Lavery's motion for pro hac admission was denied and all arguments raised by Mr. Lavery at the fairness hearing were stricken from the record. See Docket Entry No. 570. A motion for reconsideration of this Court's decision is currently pending before the Court. In the interest of justice, the Court has, in any event, considered the arguments raised by Mr. Lavery on behalf of Objector Langone in assessing the fairness of the Class settlement."

APPENDIX I
Objections to Settlements by Mark Schulte

Case	Counsel	Notes
In re Lawnmower Engine Horsepower Mktg. & Sales Practices Litig., (E.D. Wis., MDL No. 1999)	J. Scott Kessinger	Objection filed 6/7/10. Final approval granted and fees awarded 8/16/10 (733 F. Supp. 2d 997). Attorneys Fortman, Kress and Kessinger filed notice of appeal 9/14/10; motion to voluntarily dismiss appeal filed 2/9/11 (granted 2/10/11).
In Re: Currency Conversion Fee Antitrust Litig. (S.D.N.Y., MDL No. 1409)	J. Scott Kessinger	Objection filed 3/7/08. Final approval granted and fees awarded on 10/22/09 (263 F.R.D. 110). There were 76 objectors to the settlement. For each of their points, the court said the objections were either without merit or moot. Certain objectors sought fees. "The objectors in this case did little to aid this Court. While there were modifications to the notice program, these modifications were entirely on the Court's initiative and devised by the Special Master and the parties. As for fees, the objections were so general and repetitive that they were of no assistance to an area with which this Court is intimately familiar." *Id.* at 132. Schulte did not file an appeal.

APPENDIX J
Objections to Settlements by Barbara Cochran

Case	Counsel	Notes
In re Static Random Access Memory (SRAM) Antitrust Litig. (N.D. Cal., MDL No. 1819)	Darrell Palmer	Objection filed 8/25/11. Motion to compel deposition and document production from Cochran (and a second objector, represented by Christopher Bandas) granted 9/23/11. Motion for contempt filed after objectors failed to comply with order; withdrawn 10/27/11.
Stern v. AT&T Mobility Corp. (C.D. Cal., No. 2-05-CV-08842-CAS(CTx))	Darrell Palmer	Objection filed 9/29/10 (three other objectors were also represented by Palmer). Order granting motion to withdraw objections of Cochran and one of the other objectors granted 11/8/10 (the objections of the two other individuals were not withdrawn but were limited to one of three settlements).

APPENDIX K
Objections to Settlements by Kevin Luke

Case	Counsel	Notes
In re New Motor Vehicles Canadian Export Antitrust Litig. (D. Me., MDL No. 1532)	John J. Pentz	Objection filed 1/27/11. Ultimately, Pentz/Luke filed a motion for fees. From Judge Hornby's 2/1/12 Decision and Order on Motions for an Award of Attorney Fees and Reimbursement of Expenses: "Attorney John J. Pentz filed an objection to the plan of allocation and appeared at the final fairness hearing, representing a car buyer from Hawaii and arguing that Hawaii purchasers should have been included. Remarkably, he now seeks $376,580 as a result, with no indication of time and expenses actually incurred and no indication of a fee agreement with his client. He claims that because of his argument, I enlarged the settlement class to include the jurisdictions of DC, Hawaii, North Carolina and Iowa, and that he expects car buyers in those jurisdictions will obtain $2,852,878. Of that recovery he requests 13.2%, the amount that class counsel has requested against the entire settlement fund—*i.e.*, $376,580 for his efforts. He seeks to have this amount subtracted from what class counsel would otherwise obtain, not to diminish the recovery of the class members. "I am tempted to reject the request outright, given how brazen it is—a request for $376,580, with no fee agreement, and no statement of hours, rates, or expenses. Attorney Pentz was not responsible for creating the pie or enlarging the pie, [footnote: By contrast, in my Order of April 13, 2011, I described how extraordinary class counsel's accomplishment was in obtaining the settlement funds here.] only increasing the number who could consume it. He was never appointed to represent a class, and took only minimal risk, namely his time in writing his briefs and coming to Portland, Maine to argue. Although he now seeks credit for benefitting DC, North Carolina and Iowa, in fact his focus was only on Hawaii and he did not argue that the other three jurisdictions should be included until I raised that issue sua sponte in my Order of April 13, 2011. Thereafter, Attorneys General of those jurisdictions filed a response asserting their positions, and subsequently at my direction negotiated a modified notice program to enlarge the class coverage. Even as to Hawaii, the Pentz argument left much to be desired, failing initially to address the Hawaii Attorney General's supervisory role under

Case	Counsel	Notes
		the Hawaii statutes, and ignoring the significant difference between the migration of Canadian cars across a land border and across an ocean expanse. Attorney Pentz also provided no insight on how to correct notice and include the four additional jurisdictions in the claims process. … "In the absence of any proof of a fee agreement, or any evidence of attorney time, rates and expenses, I conclude that $10,000 is an adequate recompense for what Attorney Pentz did, without giving him a windfall for recoveries that he never sought. That amount will be subtracted from the fees and expenses of class counsel."

APPENDIX L
Objections to Settlements by Alison Paul

Case	Counsel	Notes
Johnson v. Apple, Inc. (Santa Clara Super. Ct., No. 109CV146501)	Darrell Palmer	Objection unavailable (on 2/9/12, Palmer/Paul filed a reply to opposition to the objection). Final approval was granted and fees awarded on April 20; the first notice of appeal was filed April 24 (Paul hadn't filed an appeal as of 5/4/12).
Dervaes v. California Physicians' Service d/b/a Blue Shield of California (Alameda Super. Ct., No. RG06262733)	Darrell Palmer	Final approval granted and fees awarded 4/2/10. Objections not mentioned in order and judgment. Appeal filed 6/1/10 (Cal. App. 1st Dist., No. A128696). Abandonment of appeal filed 6/4/10.

APPENDIX M
Objections to Settlements by Julius N. Dunmore, Jr.

Case	Counsel	Notes
In re Trans Union Corp. Privacy Litig. (N.D. Ill., MDL No. 1350)	N. Albert Bacharach	Objection filed August 22, 2008. Dunmore was represented by N. Albert Bacharach, a Gainesville, FL-based attorney. All objections overruled in 9/17/08 order granting final approval of settlement.
In re The Progressive Corporation Insurance Underwriting and Rating Practices Litig. (N.D. Fla., MDL No. 1519)	N. Albert Bacharach	Objection filed in 2004.

APPENDIX N
Objections to Settlements by Chase Thompson

Case	Counsel	Notes
Nakash v. nVidia Corp. (N.D. Cal., No. 08-cv-04312-JW)	Charles M. Thompson; Steve A. Miller	Objection filed 11/2/10 (by Charles M. Thompson as counsel for his son). Final approval granted and fees awarded 12/20/10. Miller/Thompson filed notice of appeal on 1/19/11 (several other objectors also appealed, and the appeals were consolidated). The final appellate briefs were filed 12/16/11; oral argument not set as of 5/4/12.
In re Mattel, Inc. Toy Lead Paint Products Liability Litig. (C.D. Cal., MDL No. 1897)	Steve A. Miller	Objection filed 2/19/10. Miller/Thompson filed a notice of appeal, followed by an amended version of same 5/18/10. Stipulated motion to dismiss the four appeals related to the Mattel MDL filed 11/10/10; granted 11/19/10.
In re Yahoo! Litig. (C.D. Cal., No. CV 06-2737 CAS (FMOx))	Steve A. Miller	Objection dated 12/11/09 (docketed 12/23/09). Final judgment entered 1/15/10, approving settlement and awarding fees of $4.3 million (no mention of objections). Miller filed notice of appeal on 2/11/10; order re voluntary dismissal of Miller's appeal and two others 9/23/10.
CLRB Hanson Inds., LLC v. Google, Inc. (N.D. Cal., No. C 05-03649 JW PVT)	Steve A. Miller	Objection filed 7/10/09. Settlement approved and fees awarded on 9/14/09. Miller/Thompson did not appeal.
Checkmate Strategic Group Inc v. Yahoo Inc. (C.D. Cal., No. 05-cv-04588-CAS-FMO)	Charles M. Thompson	Objection filed 10/16/06. Thompson objected under the guise of his Web site, ChaseAndSam.com, and was represented by his father, a Birmingham, AL attorney who has filed objections to a number of settlements.