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**UNITED STATES DISTRICT COURT  
CENTRAL DISTRICT OF CALIFORNIA**

RYAN RODRIGUEZ, REENA B.  
FRAILICH, LOREDANA NESCI,  
JENNIFER BRAZIL, and LISA GINTZ,  
on behalf of themselves and all others  
similarly situated,

Plaintiffs,

vs.

WEST PUBLISHING CORPORATION,  
a Minnesota Corporation dba BAR/BRI  
and KAPLAN, Inc., a Delaware  
Corporation,

Defendants.

Case No. CV 05-3222 R(MC<sub>x</sub>)

The Honorable Manuel L. Real

**ORDER GRANTING MOTION  
FOR PARTIAL  
DISTRIBUTION OF FEES  
AND EXPENSES**

Date: December 6, 2010

Time: 10:00 a.m.

Place: Courtroom 8

**AND CONSOLIDATED ACTION**

1           **WHEREAS**, on September 10, 2007, this Court finally approved the  
2 Settlement in this Action and entered (1) a Final Order and Judgment Approving  
3 Settlement, and (2) an Order Granting Class Counsel Attorneys’ Fees and  
4 Reimbursement of Expenses (“Fee Award”),<sup>1</sup> and

5           **WHEREAS**, on April 23, 2009, the United States Court of Appeals for the  
6 Ninth Circuit affirmed this Court’s approval of the Settlement, but remanded to  
7 this Court to reconsider the Fee Award, and

8           **WHEREAS**, on February 3, 2010, this Court entered an Order approving,  
9 *inter alia*, (1) an award of \$1,597,560.84 in attorney’s fees to Finkelstein  
10 Thompson LLP (“Finkelstein”) and (2) an award of \$1,532,706.40 in attorney’s  
11 fees to Zwerling, Schachter & Zwerling, LLP (“Zwerling”), and

12           **WHEREAS**, the February 3, 2010 Order also awarded reimbursement of  
13 reasonable litigation expenses of (1) \$1,259,861.64 to McGuireWoods, LLP  
14 (“McGuireWoods”), (2) \$118,259.86 to Finkelstein, and (3) \$35,237.48 to  
15 Zwerling (collectively, “Expenses”), and

16           **WHEREAS**, the February 3, 2010 Order also ordered payment of  
17 \$252,236.64 to the Claims Administrator, Rust Consulting, Inc. (“Rust”) for fees  
18 and expenses in connection with the administration of the Settlement Fund, and

19           **WHEREAS**, there are no appeals pending as to (1) the award of fees to  
20 Finkelstein, (2) the award of Expenses to McGuireWoods, Finkelstein, and  
21 Zwerling, and (3) the payment of fees and expenses to Rust, and

22           **WHEREAS**, the deadline to file notices of appeal of so much of the  
23 February 3, 2010 Order that ordered those awards and payments has passed, and  
24

25  
26 \_\_\_\_\_  
27 <sup>1</sup> All capitalized phrases herein shall have the same meaning as those in the  
Stipulation and Settlement Agreement, dated February 2, 2007.

1           **WHEREAS**, this Court’s Fee Award to Finkelstein, its award of Expenses,  
2 and its order of payment to Rust, have accordingly become final, and

3           **WHEREAS**, the Settlement Fund currently contains over \$48,000,000, and

4           **WHEREAS**, after the payments requested herein, combined with the  
5 payments requested by Settling Class Plaintiffs’ Motion for a Partial Distribution  
6 of the Settlement Fund to Authorized Claimants, sufficient funds will remain in the  
7 Settlement Fund to satisfy any awards of fees and expenses as a result of all  
8 appeals, and

9           **WHEREAS**, due to the delay in the distribution of the Net Settlement Fund,  
10 Rust will incur additional costs in connection with the administration of the  
11 Settlement,

12           **NOW, THEREFORE**, upon consideration of Settling Class Plaintiffs’  
13 Motion for a Partial Distribution of Fees and Expenses, all attachments thereto, and  
14 upon all prior proceedings herein and after due deliberation, the Court finds and  
15 **ORDERS** as follows:

16           Settling Class Plaintiffs’ Motion for Partial Distribution of Fees and  
17 Expenses is **GRANTED**;

18           The following payments should be made immediately or as soon as  
19 practicable from the Settlement Fund:

- 20           1. \$1,597,560.84 in attorneys’ fees and \$118,259.86 in expenses to
- 21           Finkelstein;
- 22           2. \$1,259,861.64 in expenses to McGuireWoods;
- 23           3. \$35,237.48 in expenses to Zwerling; and
- 24           4. \$252,236.64, in fees and expenses to Rust;

25           Rust shall be entitled to a further payment of fees and expenses for the  
26 additional costs of administering the Settlement in an amount not to exceed  
27 \$175,000.00 upon completion of the Final Distribution of the Net Settlement Fund.

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**IT IS SO ORDERED.**

Dated: Dec. 6, 2010



The Honorable Manuel L. Real  
United States District Judge

Submitted by:

/s/

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