

**UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF CALIFORNIA
(OAKLAND DIVISION)**

FATEMAH AZIZIAN, <i>et al.</i> ,)	Case No.: 3:03 C 03359 SBA
)	
Plaintiffs,)	CLASS ACTION
)	
v.)	ORDER RE CLASS COUNSEL'S MOTION
)	TO PAY FEES AND COSTS PURSUANT TO
FEDERATED DEPARTMENT STORES,)	THE RECOMMENDATION OF THE
INC., <i>et al.</i> ,)	SPECIAL MASTER AS TO THE
)	ALLOCATION OF AWARDED FEES AND
Defendants.)	COSTS TO <u>COUNSEL</u>
)	
)	
)	

In this Court's Judgment dated March 30, 2005(N.D.Cal. March 30, 2005) [Docket No. 447] "Judgment", the Court awarded \$24 Million in attorneys' fees and expenses. Judgment, ¶ 18. The Court directed the Special Master "to make further recommendations as to how that sum shall be allocated to any counsel who wishes to apply for a portion of the awarded fees," and ordered that "[n]o sums shall be distributed to any counsel in this case from the \$24 Million except pursuant to further order of the Court." *Id.*

Judge Renfrew found that "those recommendations set forth in Exhibit A to [his] Recommendation were fair and reasonable and accurately reflected the contributions made for the benefit of the Class by each firm," and that the total expenses for each firm, set forth in Exhibit A to his Recommendation were necessarily "incurred in the prosecution of this case and are reasonable

and fair.” August 15, 2007 Recommendation at 9 and Exhibit A. (N.D. Cal. August 15, 2007)
[Docket No. 707-2]. No objections have been filed to this Recommendation.

The Special Master carefully considered the submissions of Class Counsel concerning their requests for fees and expenses. Having considered the Class Counsel’s Motion to Pay Fees and Costs Pursuant to the Recommendation of the Special Master as to the Allocation of Awarded Fees and Costs to Counsel, this Court

HEREBY ORDERS that:

1. The awarded fees and expenses be paid pursuant to the Special Master’s August 15, 2007 Recommendation (N.D. Cal. August 15, 2007) [Docket No. 707-2];

2. The Court’s Judgment implementing the class action settlement has now been affirmed by the Ninth Circuit Court of Appeals, and the Coordinated Objectors’ current appeal before the Ninth Circuit (USCA, 9th Cir. Case Nos. 07-15370, 07-15371, 07-15373 and 07-15374) does not raise any objection to the Settlement or to the Judgment (N.D.Cal. March 30, 2005) [Docket No. 447]. Therefore, this Court orders the payment of fees and costs pursuant to the allocation as set forth in the Special Master’s August 15, 2007 Recommendation as follows:

<u>Firm</u>	<u>Total Allocated Fees & Expenses</u>
Alioto Law Firm	\$ 3,250,000.00
Law Offices of John W. Allured	\$ 3,000.00
Bramson, Plutzik, Mahler & Birkhaeuser, LLP	\$ 100,000.00
Law Offices of John L. Burris/Law Offices of Reginald Terrell	\$ 250,000.00
Carey & Danis, LLC	\$ 72,500.00
Cooper & Kirkham P.C.	\$ 3,250,000.00
Critchlow and Diskint	\$ 50,000.00
The Furth Firm LLP	\$ 1,200,000.00
Gross & Belsky, LLP	\$ 400,000.00
Janssen, Malloy, Needham, Morrison, Reinholtzen & Crowley	\$ 425,000.00
Kendrick & Nutley	\$ 50,000.00
Kreindler & Kreindler, LLP	\$ 175,000.00
Coughlin Stoia Geller Rudman & Robbins, LLP	\$ 250,000.00
Lieff, Cabraser, Heimann & Bernstein, LLP	\$ 5,000,000.00
The Mogin Law Firm, P.C.	\$ 560,000.00
Law Offices of Francis O. Scarpulla	\$ 5,000,000.00
Saveri & Saveri, Inc.	\$ 3,250,000.00
Zelle, Hoffman, Voelbel, Mason & Gette LLP	\$ 1,070,000.00
TOTAL	\$24,355,500.00

1 The Court FURTHER ORDERS:

2 3. Class Counsel shall pay to the State Attorneys General (“the 11 State Objectors”)
3 \$124,725.24, as previously awarded by the Court (Order (N.D.Cal. Sept. 29, 2006) [Docket No.
4 683]) ;

5 4. Class Counsel shall pay to Counsel for the Coordinated Objectors their expenses, as
6 ordered by the Court, in the amount of \$53,843.99 (Order (N.D.Cal. Sept. 29, 2006) [Docket No.
7 683]);

8 5. Class Counsel shall pay to class member and objector Grace Wright her fees and
9 expenses in the amount of \$57,500.00;


10 6. Class Counsel shall reserve \$50,000 for the State Objectors’ travel expenses incurred
11 to participate in the meeting(s) of the Product Review Committee, provided, however, that any
12 amount remaining after all such travel payments are made shall be distributed to Class Counsel, *pro*
13 *rata*, in accordance with the Special Master’s allocation in Paragraph 3, above;

14 7. Class Counsel shall reserve \$588,610.00 to pay any of the Coordinated Objectors’
15 fees that may become due after their appeal is resolved, provided, however, that all amounts
16 remaining after any such potential fee payments are made, if any, shall be distributed to Class
17 Counsel, *pro rata*, in accordance with the Special Master’s allocation in Paragraph 3, above; and

18 8. Class Counsel shall distribute the remaining interest (after all of the above payments
19 and hold-backs, as well as any 2007 taxes due, are first deducted) among those Class Counsel who
20 performed work on this case after August 31, 2006 to compensate such counsel for fees and
21 expenses incurred for the appeal and/or administration of this settlement.

22 GOOD CAUSE APPEARING THEREFOR, IT IS SO ORDERED.

23 Dated: March 13, 2007

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25 The Honorable Saundra Brown Armstrong
26 United States District Court Judge
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