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IMPACT FUND  
Jocelyn D. Larkin (SBN: 110817)  
Michael Caesar (SBN: 280548)  
125 University Ave., Suite 102  
Berkeley, CA 94710  
Telephone: (510) 845-3473  
Facsimile: (510) 845-3654  
jlarkin@impactfund.org

SEYFARTH SHAW LLP  
Kenwood C. Youmans (SBN: 68258)  
David D. Kadue (SBN: 113578)  
2029 Century Park East, Suite 3500  
Los Angeles, California 90067-2901  
Telephone: (310) 201-5211  
Facsimile: (310) 201-5219  
dkadue@seyfarth.com

LIEFF CABRASER HEIMANN  
& BERNSTEIN, LLP  
Kelly M. Dermody (SBN: 171716)  
Daniel M. Hutchinson (SBN: 239458)  
275 Battery Street, 29th Floor  
San Francisco, CA 94111-3339  
Telephone: (415) 956-1000  
Facsimile: (415) 956-1008  
kdermody@lchb.com

SEYFARTH SHAW LLP  
Gerald L. Maatman  
(Admitted Pro Hac Vice)  
Annette Tyman (Admitted Pro Hac Vice)  
131 South Dearborn Street  
Chicago, Illinois 60603  
Telephone: (312) 460-5965  
Facsimile: (312) 460-7965  
gmaatman@seyfarth.com

LEWIS, FEINBERG, LEE, RENAKER  
& JACKSON, P.C.  
Bill Lann Lee (SBN: 108452)  
Lindsay Nako (SBN: 239090)  
476 9th Street  
Oakland, CA 94607  
Telephone: (510) 839-6824  
Facsimile: (510) 839-7839  
blee@lewisfeinberg.com

SEYFARTH SHAW LLP  
Thomas J. Wybenga  
(Admitted Pro Hac Vice)  
c/o Costco Wholesale Corporation  
999 Lake Drive  
Issaquah, WA 98027-5367  
Telephone: (425) 313-6794  
Facsimile: (425) 313-6922  
twybenga@seyfarth.com

*Attorneys for Plaintiffs and the Classes*

*Attorneys for Defendant Costco Wholesale Corporation*

[Additional Counsel Listed on Signature Page]

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA

SHIRLEY "RAE" ELLIS, LEAH  
HORSTMAN, and ELAINE SASAKI on  
behalf of themselves and all others similarly  
situated,

Plaintiffs,

v.

COSTCO WHOLESALE CORPORATION,

Defendant.

Case No.: C-04-3341 EMC

**[PROPOSED] STIPULATED ORDER RE:  
DISCOVERY OF ELECTRONICALLY  
STORED INFORMATION**

1 **I. PURPOSE**

2 This Order will govern discovery of electronically stored information (“ESI”) in this case  
3 as a supplement to the Federal Rules of Civil Procedure, this Court’s Guidelines for the  
4 Discovery of Electronically Stored Information, and any other applicable orders and rules.

5 **II. COOPERATION**

6 The parties are aware of the importance the Court places on cooperation and commit to  
7 cooperate in good faith throughout the matter consistent with this Court’s Guidelines for the  
8 Discovery of ESI.

9 **III. LIAISON**

10 The parties have identified liaisons to each other who are and will be knowledgeable  
11 about and responsible for discussing their respective ESI. Each e-discovery liaison will be, or  
12 have access to those who are, knowledgeable about the technical aspects of e-discovery, including  
13 the location, nature, accessibility, format, collection, search methodologies, and production of ESI  
14 in this matter. The parties will rely on the liaisons, as needed, to confer about ESI and to help  
15 resolve disputes without court intervention.

16 **IV. PRESERVATION**

17 The parties have discussed their preservation obligations and needs and agree that  
18 preservation of potentially relevant ESI will be reasonable and proportionate. To reduce the costs  
19 and burdens of preservation and to ensure proper ESI is preserved, the parties agree that only ESI  
20 created or received between January 1, 1999 and the present will be preserved. The parties have  
21 exchanged a list of the custodians for whom they believe ESI should be preserved. The parties  
22 have identified and discussed all electronic systems in which potentially discoverable information  
23 is stored.

24 **V. SEARCH AND REVIEW**

25 The parties recognize that certain documents and ESI are relevant to the parties’ claims  
26 and defenses in this action and the parties have met and conferred about methods to search and  
27 review ESI in order to identify ESI that is potentially subject to production in response to  
28 Plaintiffs’ discovery requests, filter out ESI that is not responsive to Plaintiffs’ discovery requests,

1 and produce such documents and ESI that are responsive to Plaintiffs' discovery requests. Costco  
2 may categorically exclude as nonresponsive those documents (or items of information within  
3 documents) that consist exclusively of (i) demographic data for people of color, (ii) demographic  
4 data for Canadians and other non-Americans, (iii) demographic data for warehouse employees  
5 below the salaried management level, (iv) demographic data for Business Delivery or Depot  
6 employees, (v) "privilege" designations Costco has concluded are inappropriate or unnecessary,  
7 and (vi) other categorically nonresponsive items of information, so long as all such exclusions are  
8 identified by category. All such production shall be subject to the privilege review protocol,  
9 described below.

10 **A. Identification and Filtering Protocol**

11 **1. Custodians**

12 The parties agree upon a list of custodians whose ESI will be searched and reviewed for  
13 responsiveness to document requests, subject to Costco's objections to document requests. The  
14 **Custodian List** is attached hereto as **Exhibit A**.

15 **2. Manual Identification of Core Documents and ESI**

16 The parties agree that certain Core Documents and ESI can be identified without the need  
17 for advanced search techniques. The **Core Documents and ESI List** is attached hereto as  
18 **Exhibit B**. The parties agree that Costco will manually identify locations of Core Documents and  
19 ESI within certain network file servers, databases, and paper files. Identification of Core  
20 Documents and ESI shall not be limited to persons listed on the Custodian List. To the extent that  
21 Core Documents and ESI are identified in such locations they will be reviewed by Defendant for  
22 responsiveness to Plaintiffs' discovery requests. Production of responsive Core Documents and  
23 ESI began on a rolling basis on April 4, 2013. The parties shall meet and confer on an  
24 appropriate deadline for completion of this production and inform the Court of such date by no  
25 later than May 1, 2013. Any Core Documents not identified through this manual identification  
26 will be subject to search and identification by the search terms described below.  
27  
28

1                   **3.     Core Search Terms**

2                   The parties agree to apply the **Core Search Terms List** attached hereto as **Exhibit C** to  
3 identify ESI responsive to Plaintiffs' discovery requests. Costco shall apply those terms to the ESI  
4 of agreed-upon custodians listed on the Custodian List. Production of responsive documents shall  
5 begin on a rolling basis beginning no later than April 15, 2013. The parties shall meet and confer  
6 on an appropriate deadline for completion of this production and inform the Court of such date by  
7 no later than May 1, 2013.

8                   **4.     Other Search Terms**

9                   In addition to the Manual Identification of Core Documents and use of Core Search Terms  
10 described above, the parties have discussed, but not yet agreed to use, other search terms as a  
11 means of identifying ESI to be reviewed for determining responsiveness to the discovery requests  
12 propounded by Plaintiffs. The parties will continue to meet and confer about such other search  
13 terms and report back to the Court by no later than May 1, 2013 with any additional agreed-upon  
14 terms or a joint letter brief discussing any areas of disagreement.

15                  **B.     Privilege Review Protocol**

16                  The parties agree that isolation, review, redaction, and logging of privileged  
17 communications can be costly and time-consuming. To limit the cost of a privilege review and  
18 make document production more efficient, the parties agree to use the protocol described herein  
19 with respect to handling responsive documents that may include privileged information.

20                  The parties agree to provide privilege logs in accordance with the provisions of Fed. R.  
21 Civ. P. 26(b)(5). Communications involving trial counsel that post-date the filing of the EEOC  
22 charge by Plaintiff Ellis need not be placed on a privilege log. Communications may be identified  
23 on a privilege log by category, rather than individually, although a party may request individual  
24 logging of privileged documents.

25                  **1.     Attorney-Client Communications and Work Product**

26                  The parties agree to use the following protocol to isolate and log privileged or work  
27 product protected information, provided that each party (1) takes reasonable efforts to ensure that  
28 automatically generated language within counsel communications (such as disclaimers

1 automatically inserted as email footers) will not cause the filter to screen out communications on  
2 the basis that the search terms listed below appear only in the automatically generated language,  
3 and (2) discloses in advance to the receiving party the efforts to be used, including disclosing any  
4 additional search terms to be applied in order to identify counsel communications:

5 a. Costco will disclose the names and business titles of Costco employees  
6 functioning as legal counsel during the relevant time period.

7 b. The parties may use the following terms to search ESI, including  
8 associated metadata, to isolate potentially privileged or work product protected information:

- 9 • A party's counsel's name, email address, firm name, or domain
- 10 name
- 11 • \*Seyfarth\*
- 12 • "defense strateg\*"
- 13 • depose\*
- 14 • Deposition\*
- 15 • testimony
- 16 • declaration\*
- 17 • declarant\*
- 18 • affiant\*
- 19 • affidavit\*
- 20 • attorney w/5 client
- 21 • attorney\* w/5 privileg\*
- 22 • privileg\* w/5 confidential
- 23 • "work?product"
- 24 • workproduct
- 25 • (advice OR advise\*) w/5 (counsel OR lawyer\* OR attorney\*)
- 26 • Prepar\* w/5 (lawyer\* OR attorney\*)
- 27 • (direct OR directed OR direction) w/5 (counsel OR lawyer\* OR
- 28 attorney\*)

1 c. A log of the documents resulting from the electronic privilege search will  
2 be generated from the following corresponding metadata fields to the extent they exist as  
3 electronic metadata associated with the original electronic documents, and the producing party  
4 shall provide such logs to the receiving party:

- 5 • Author
- 6 • Subject/Title
- 7 • Sender
- 8 • Recipient
- 9 • CC
- 10 • BCC
- 11 • Sent Date/Time

12 d. With respect to the Subject/Title field, the parties may substitute a  
13 description of the communication where the content of these fields may reveal privileged  
14 information. The producing party shall identify each instance in which it has modified the  
15 content of the Subject/Title field.

16 e. The documents identified from the above-described search need not be  
17 reviewed before being logged and withheld from production, or at any time thereafter except as  
18 required by the following paragraph.

19 f. Should a receiving party in good faith have reason to believe a particular  
20 entry on the metadata-generated log does not reflect a privileged document, the receiving party  
21 may request and the producing party will generate a privilege log for that entry in compliance  
22 with Fed. R. Civ. P. 26(b)(5).

23 **C. Other Privileged Documents**

24 If any party believes there are other categories of privileged documents, the parties agree  
25 to meet and confer regarding an appropriate method to isolate, review, redact, or log that  
26 document consistent with the above protocol.

1 **VI. DE-NISTING AND DE-DUPLICATION**

2 **A. De-Nisting**

3 The following categories of electronic files may be excluded from collection, review and  
4 production:

- 5 1. System or executable files (.exe, .dll, etc.); and
- 6 2. ESI or data with file extensions that typically contain no meaningful user-created  
7 data and/or cannot be reviewed in any meaningful format, including those file types contained on  
8 the list established by the National Institute of Standards in Technology (“NIST”), including but  
9 not limited to: ani; bat; c; cab; cfg; class; dll; ex\_; exe; fon; hlp; ico; icon; inf; ini; isu; java; jpa;  
10 kqp; mpe; msi; ocx; out; pcd; pcx; reg; sfw; sys; tag; ttf; and xp.

11 **B. De-Duplication**

12 The parties will use reasonable, good faith efforts to avoid the production of duplicate  
13 documents and ESI. In order to reduce the volume of documents reviewed and produced, each  
14 party shall de-duplicate ESI using the MD5 hash value at a global level, retaining the ability to  
15 identify custodians and original locations of duplicate files. De-duplicated originals shall be  
16 securely retained and made available for production upon reasonable request. The parties shall  
17 meet and confer concerning further de-duping as discovery progresses should such processes  
18 become reasonably necessary. Duplicate documents need only be produced once. To the extent  
19 that production occurs on a rolling basis by custodian, Costco shall affirm when all responsive  
20 documents that reference the custodian in the document or its metadata have been produced.

21 **VII. PRODUCTION FORMATS**

22 The parties agree to produce documents and ESI in single-page TIFF format (300 DPI  
23 resolution) along with corresponding document-level extracted text with the agreed-upon  
24 metadata fields. A cover letter or email shall accompany each production summarizing the  
25 production’s content. Costco shall produce native format copies of spreadsheets databases, and  
26 other files types not easily amenable to TIFF conversion. Upon reasonable request, Costco agrees  
27 to meet and confer regarding production of other ESI in native format. If particular documents  
28 warrant a different format, the parties will cooperate to arrange for the mutually acceptable

1 production of such documents. The parties agree to take reasonable steps not to degrade the  
2 searchability of documents as part of the document production process.

3 **VIII. PHASING**

4 The parties agree to phase the production of ESI. The initial production shall consist of  
5 manual search and review of Core Documents as described above. Following the initial  
6 production, the parties will continue to prioritize the order of subsequent productions.

7 **IX. DOCUMENTS PROTECTED FROM DISCOVERY**

8 **A. Inadvertent Production of Protected Information**

9 Pursuant to Fed. R. Evid. 502(d) and 502(e), nothing herein shall be deemed to waive or  
10 limit any applicable privilege or work product or other protection, or to affect the ability of a  
11 party to seek relief for the disclosure of information protected by privilege or work product  
12 protection, whether inadvertent or otherwise. If a party produces information that it later  
13 discovers, or in good faith later asserts, to be privileged or otherwise protected from disclosure,  
14 the production of that information will not be presumed to constitute a waiver of any applicable  
15 privileges or other protection, and the party receiving the privileged or protected information may  
16 not argue that the producing party failed to take reasonable steps to prevent production of the  
17 privileged or protected materials, provided that the producing party complies with this paragraph  
18 and has not otherwise failed to protect the document or information from disclosure in other  
19 proceedings. In such circumstances, the producing party must promptly notify in writing the  
20 other party to this action of the production and the basis for the privilege or other protection, and  
21 request in writing the return or confirmed destruction of the produced privileged or protected  
22 information. Upon such notification, the parties shall treat the information as privileged or  
23 protected unless and until the parties agree otherwise or the Court determines the information is  
24 not privileged or protected. Within ten (10) business days of receiving such notification, all  
25 receiving parties shall (a) return the information to the producing party; or (b) confirm in writing  
26 to the producing party the destruction of all such information, including all later created excerpts,  
27 summaries, compilations, and other documents or records that include, communicate or reveal the  
28 information claimed to be privileged or protected, or (c) notify the producing party in writing of



1 Additional Counsel for Plaintiffs:

2 DAVIS, COWELL & BOWE, LLP  
3 Steve Stemerman (SBN: 067690)  
4 Elizabeth A. Lawrence (SBN: 111781)  
5 595 Market Street, #1400  
6 San Francisco, CA 94105  
7 Telephone: (415) 597-7200  
8 Facsimile: (415) 597-7201  
9 eal@dcbsf.com

6 ALTSHULER BERZON LLP  
7 James M. Finberg (SBN: 114850)  
8 177 Post Street, Suite 300  
9 San Francisco, CA 94108  
10 Telephone: (415) 421-7151  
11 Facsimile: (415) 362-8064  
12 jfinberg@altshulerberzon.com

10 Additional Counsel for Defendant:

11 SEYFARTH SHAW LLP  
12 David B. Ross (Admitted Pro Hac Vice)  
13 620 8th Avenue  
14 32nd Floor  
15 New York, New York 10018  
16 Telephone: (212) 218-5500  
17 dross@seyfarth.com

15 Upon the submissions of the parties, including their stipulation to the terms of this order,  
16 and for good cause shown, **IT IS HEREBY ORDERED ADJUDGED AND DECREED** that:

17 The production of responsive, non-privileged documents and ESI in this case shall be  
18 governed as set forth in this Order.

19 Dated: 4/8/13



**EXHIBIT A – Custodian List**

<b>Last Name</b>	<b>First Name</b>	<b>Title</b>	<b>District</b>	<b>Location/ Warehouse</b>
Abadir	Jeff	VP ROM	Dist. 1	BA REGIONAL
Blank	Bryan	VP ROM	Dist. 3	SD REGIONAL
Booth	John	VP ROM	Dist. 2	BA REGIONAL
Brosius	Mike	AVP - HR		HOME OFFICE
Campbell	Roger	SVP		SE REGIONAL
Casebier	Mike	AVP		TEXAS REGIONAL
Cruz	Julie	AVP ROM	Dist. 3	SE REGIONAL
Davis	Wendy	REGIONAL OPERATIONS MANAGER		MW REGIONAL
DiCerchio	Dick	SEVP COO		HOME OFFICE
Farcone	Frank	VP ROM	Dist.3	LA REGIONAL
Gaherty	John	SVP		MW REGIONAL
Greek	Darby	VP ROM	Dist. 3	BA REGIONAL
Greenwood	Bruce	SVP		LA REGIONAL
Haaland	Anna	HR Admin Manager		HOME OFFICE
Harruff	Dave	VP ROM	Dist. 2	NW REGIONAL
Hayes	Mike	VP ROM	Dist. 3	
Hicok	Bob	SVP		SD REGIONAL
Hoover	Dennis	SVP		BA REGIONAL
Jackson	Art	VP Administration		HOME OFFICE
Jelinek	Craig	PRESIDENT/COO		HOME OFFICE
Leuck	Rob	VP ROM	Dist. 2	NE REGIONAL
Long	Jeff	SVP		NE REGIONAL
Matthews	John	SVP Human Resources & Risk Management		HOME OFFICE
Maushund	Mark	VP ROM	Dist. 2	LA REGIONAL
McKay	John	EVP		NW REGIONAL
Omass	Mario	VP ROM	Dist. 1	SD REGIONAL
Parks	Shawn	VP ROM	Dist. 1	LA REGIONAL
Portera	Joe	Executive VP/COO		NE REGIONAL
Powers	Steve	VP ROM	Dist. 1	SE REGIONAL
Pulver	Paul	VP ROM	Dist.3	NE REGIONAL
Royes	Aldyn	VP ROM	Dist. 2	SE REGIONAL
Rubanenko	Yoram	VP ROM	Dist.1	NE REGIONAL
Schutt	Doug	EVP Northern Division		HOME OFFICE
Sinegal	Jim	CEO		HOME OFFICE
Stalwick	Mark	DIRECTOR OF EMPLOYEE DEVELOPMENT		HOME OFFICE
Vachris	Ron	SVP	Dist. 2	NW REGIONAL
Vadney	Judy	AVP - HR		HOME OFFICE
Webb	Richard	VP ROM		TEXAS REGIONAL
Weber	Brenda	DIRECTOR OF PERSONNEL		HOME OFFICE
Wilcox	Rich	VP ROM	Dist. 4	NE REGIONAL
Zook	Dennis	EVP COO Southern Division		SD REGIONAL

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<b>Last Name</b>	<b>First Name</b>	<b>Title</b>	<b>District</b>	<b>Location/ Warehouse</b>
Bolves	Chris	VP ROM		NW REGION
Callans	Pat	VP Human Resources		HOME OFF.
Dempsey	Jerry	Regional Admin Manager		SE REGION
McMurray	Dan	ROM, 10/10/11 -	Dist 3	MW REGION
Monroe	Beth	Regional Admin Manager, 8/11-9/12		BA REGION
Rubio	Hernan	Regional Admin Manager		NW REGION
Sakuma	Drew	VP ROM	Dist 4	BA REGION
Silva	Kim	VP ROM	Texas	TEXAS REG.
Silveira	Louie	VP ROM	Dist 1	MW REGION
Taub	Jonathan	Regional Admin Manager		MW REGION
Tuttle	Glenda	Regional Admin Manager		SD REGION
Woods	Denny	Regional Admin Manager		SE REGION

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**EXHIBIT B – Core Documents List**

- Named plaintiff documents and ESI
- Promotable, bench, and ReadyNow lists
- Green room documents and ESI
- Gender complaints and EEOC charges (regarding failure to promote and/or rotate in senior staff positions, and failure to promote to AGM and/or GM positions)
- BOLD, Rothman Work Plan, and Journeys documents and ESI
- Corporate-level reports, studies, audits, or analyses regarding the gender composition of Costco’s workforce
- Promotion policies

**EXHIBIT C – Agreed Core Search Terms List**

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“Green Room”	sexism
Elaine w/3 Sasaki	“job validation”
Shirley w/3 Ellis	beaver
Rae w/3 Ellis	bitch
“workplan 2002”	fuck
“on deck”	bigot
“BOLD initiative”	penis
“focus group”	dyke
“promotable list”	porn
Leah w/3 Horstman	tits
“rising star”	boobs
“bench list”	pornography
ReadyNow	fag
“Ready Now”	pussy
“adverse impact*”	whore
“talent pool”	cunt
“old boy*”	“strip club”
stereotype	vagina
sexist	slut
“glass ceiling”	skank
“valid* stud*”	clit
“boys club”	faggot
chauvinis*	“jack off”
feminis*	dildo
“fam* to support”	misogynis*
discriminator	cameltoe

1 RWP AND (promot\* OR Diversity OR women OR woman OR female OR gender)  
2 "Rothman plan" AND (promot\* OR Diversity OR women OR woman OR female OR  
3 gender)  
4 "Rothman work plan" AND (promot\* OR Diversity OR women OR woman OR female  
5 OR gender)  
6 Journeys AND (promot\* OR Diversity OR women OR woman OR female)  
7 retaliate AND (promot\* OR Diversity OR women OR woman OR female OR gender)  
8 favoritism AND (promot\* OR Diversity OR women OR woman OR female OR gender)  
9 pregnant AND promot\*  
10 bias AND (promot\* OR Diversity OR women OR woman OR female OR gender)  
11 validity AND (study OR studies)  
12 validation AND (study OR studies)  
13 prejudice AND (promot\* OR Diversity OR women OR woman OR female OR gender)  
14 discriminat\* AND (women OR woman OR female OR gender OR man OR men)  
15 retaliate\* AND (women OR woman OR female OR gender)  
16 harass\* AND (women OR woman OR female OR gender)  
17 dick AND (women OR woman OR female OR gender) AND NOT (diCerchio)  
18 ho AND (women OR woman OR female OR gender)  
19 derogatory AND (women OR woman OR female OR gender)  
20 breast AND (women OR woman OR female OR gender OR her)  
21 ass AND (women OR woman OR female OR gender OR her)  
22 butt AND (women OR woman OR female OR gender OR her)  
23 ("as\* manager\*" OR "whse manager\*" OR "warehouse manager\*" OR agm\* OR gm\* OR  
24 "general manager\*") w/15 (hire OR hiring OR vacant OR vacancy OR select\* OR  
25 promot\* OR "move?up")  
26 (ready?now OR readynow OR promot\* OR bench OR on?deck OR ondeck OR Green?Room OR  
27 GreenRoom OR evaluat\*) w/15 ("as\* manager\*" OR "whse manager\*" OR "warehouse  
28 manager\*" OR agm\* OR gm\* OR "general manager\*")  
((Rothman OR RWP OR Journeys) w/20 (promot\* OR diversity))  
((complain\* OR claim\* OR suit OR lawsuit OR EEOC) w/15 promot\*) AND ("as\* manager\*"  
OR "whse manager\*" OR "warehouse manager\*" OR agm\* OR gm\* OR "general manager\*")

1 (diversity w/20 (promot\* OR polic\* OR Procedur\* OR Program\*)) AND (gender OR Women)  
2 (Ellis OR Sasaki OR Horstman) w/25 (promot\* OR appraisal\* OR on?deck OR Ready?Now OR  
3 ReadyNow OR bench OR performance OR complain\* OR lawsuit)  
4 ((complain\* OR claim\* OR suit OR lawsuit) w/15 (rotat\*)) AND (merch\* w/2 manager\*)  
5 (BOLD OR focus?group\*) w/15 diversity  
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