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Attorneys for Plaintiffs

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF
CALIFORNIA
SAN FRANCISCO DIVISION

BERNARD PAUL PARRISH, HERBERT
ANTHONY ADDERLEY, and WALTER
ROBERTS, III on behalf of themselves and
all others similarly situated,

Plaintiffs

vs.

NATIONAL FOOTBALL LEAGUE
PLAYERS ASSOCIATION, a Virginia
corporation, and NATIONAL FOOTBALL
LEAGUE PLAYERS INCORPORATED
d/b/a PLAYERS INC, a Virginia
corporation,

Defendants.

CIVIL ACTION NO. C07 0943 WHA

**DECLARATION OF LEWIS T.
LECLAIR IN SUPPORT OF
PLAINTIFFS' MOTION FOR CLASS
CERTIFICATION AND BRIEF IN
SUPPORT THEREOF**

Date: April 17, 2008

Time: 8:00 a.m.

Place: Courtroom 9, 19th Floor

Judge: Hon. William H. Alsup

I, Lewis T. LeClair, declare as follows:

1. I am an attorney with McKool Smith, P.C., counsel of record for Plaintiffs Herbert Adderley and Bernard Parrish in this matter. I am a member of the California bar and I am admitted to practice in the Northern District of California. I have personal knowledge of the matters stated herein.

2. Attached hereto as **Exhibit A** is a true and correct copy of my curriculum vitae.

3. The practice of McKool Smith is limited to complex commercial and intellectual property litigation. The firm has served, or is currently serving, as lead counsel or co-lead counsel in a number of class action or derivative lawsuits in both state and federal courts across the country, including:

- *Garcia et. al. v DirectTV and Hughes Electronics, LASC Case No. BC259174 (Los Angeles County Superior Court, State of California)* (LeClair and McKool Smith served as co-lead counsel for the plaintiff)
- *Capitol Entertainment of Northern Virginia, Ltd. and Video Capitol Rental, Inc. v. Daniel Gilbert, Wayne L. Bledsoe, Shirley A. Bledsoe, Bob Gerber, David A. Golden, M.D., Max Meyer, Trustee, Max Meyer Recv. Living Trust, Stephen J. Obermeier, M.D., Cletus C. Schenk and W. Thomas Veal, Jr., D.D.S., Inc., Money Purchase Pension Plan and Profit Sharing Plan, W.T. Veal, Trustee, No. 95-06471 (District Court, Dallas, County, Texas, 44th Judicial District)* (LeClair and McKool Smith served as co-lead counsel for the plaintiffs)
- *In re: Search Financial Services Acceptance Corp., MS Financial, Inc., Search Funding Corp., Search Financial Services Inc., No. 398-32129-RCM-11 (United States Bankruptcy Court for the Northern District of Texas, Dallas Division)* (LeClair and McKool Smith served as lead counsel for a defendant)
- *Warmack-Muskogee Limited Partnership, individually and on behalf of all others similarly situated v. PricewaterhouseCoopers, LLP, a/k/a PricewaterhouseCooper Global, Ernst & Young, LLP, Ernst & Young International, Inc., Cap Gemini Ernst & Young U.S., LLC, KPMG, LLP, and KPMG Consulting, Inc., and Does 1 through 3, No. DR-*

2001-504-3 (Circuit Court of Miller County, Arkansas) (LeClair and McKool Smith served as lead counsel for a defendant)

- *7547 Corporation and Sonem Partners, L.P. v. P&P Equity Co., Ltd., Parker & Parsley, Ltd., Midland Management Partners, L.P., Scott D. Sheffield, Herbert C. Williamson, III and Timothy M. Dunn, Defendants and Parker & Parsley Development Partners, L.P., Nominal Defendant*, No. 3:90-CV-2038-P (United States District Court for the Northern District of Texas, Dallas Division) (LeClair served as lead counsel for the defendants)
- *Longergan, et al. v. A J Wrecker Service, et al.*, No. 3:97CV1311 (U.S. District Court for the Northern District of Texas)(McKool Smith served as lead counsel for the plaintiffs)
- *R&D Business Systems, et al. v. Xerox Corporation*, No. 2:92-CV-042 (United States District Court, Eastern District of Texas) (McKool Smith served as co-lead counsel for the plaintiff)
- *Dichter, et al. v. BP America Production Company f/k/a Amoco Production Company, et al.*, No. D-0101-CV-200001620 (First Judicial District County of Santa Fe, New Mexico) (McKool Smith served as co-lead counsel for the plaintiff)
- *Kopies, Inc. et al. v. Eastman Kodak Company*, No. C94-0524-AWT (United States District Court, Northern District of California) (McKool Smith served as co-lead counsel for the plaintiff)
- *Doris Ferrer, et al. v. Amoco Production Company, et al.*, No. CIV-95-0012-JB (United States District Court, District of New Mexico) (McKool Smith served as co-lead counsel for the plaintiff)
- *In Re Dell Computer Corporation Securities Litigation*, No. 93-CA-282-SS (United States District Court, Western District of Texas) (McKool Smith served as lead counsel for the defendant)
- *Debra Walker, et al. v. United States Dept. of Housing and Urban Development, et al.*, No. 3:85-CV-1210-R (United States District Court, Northern District of Texas) (McKool Smith served as lead counsel for a defendant)
- *Mark Manning, et al. v. Microsoft Corporation*, (71st District Court of Harrison County, Texas) (McKool Smith served as co-lead counsel for the plaintiff)
- *First State Bank of Denton, et al. v. Mobil Oil Corporation et al.*, No. 8552-01 (Probate Court of Denton County, Texas) (McKool Smith served as co-lead counsel for the plaintiffs)

- *Shores, et al. v. Mobil Oil Corporation et al.*, No. GC-99-01184 (Probate Court of Denton County, Texas) (McKool Smith served as co-lead counsel for the plaintiffs)
- *In re Affiliated Computer Services Derivative Litigation*, Cause No. 06-03403 in the 193rd District Court of Dallas County, Texas (consolidating *Huntsinger v. Deason*, et al., Cause No. 06-03403 in the 193rd District Court of Dallas County, Texas; *Oury v. Deason, et al.*, Cause No. 06-03872 in the 162nd District Court of Dallas County, Texas; and *Anchorage Police & Fire Retirement System v. Deason, et al.*, Cause No. 06-0526S in the 14th District Court of Dallas County, Texas) (LeClair and McKool Smith served as lead counsel for certain defendants)
- *In re Affiliated Computer Services Derivative Litigation*, Master File No. 3:06-CV-1110-M (consolidating *Alaska Electrical Fund v. Deason, et al.*, Cause No 3-06-CV-1110-M in the United States District Court, Northern District of Texas, Dallas Division and *Lunceford v. Rich, et al.*, Cause No. 3-06-CV-1212-M in the United States District Court, Northern District of Texas, Dallas Division) (LeClair and McKool Smith served as lead counsel for certain defendants)
- *Brandin v. Deason, et al.*, Civil Action No. 2123N in the Court of Chancery of the State of Delaware in and for New Castle County (LeClair and McKool Smith served as lead counsel for certain defendants)

4. Since January 2006, I have worked closely with Ron Katz regarding the filing and prosecution of this action, and have had numerous in person meetings, phone conferences and email exchanges with he and the members of his firm. I have also had telephone conferences and exchanged emails with plaintiffs Bernard Parrish and Herbert Adderley regarding this case. Prior to filing the action, I also had an in-person meeting with Ron Katz and Bernard Parrish in December 2006 in Gainesville, Florida where Mr. Parrish resides and where his records are maintained.

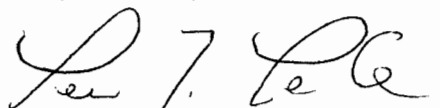
5. McKool Smith has reviewed thousands of documents from both the parties and third parties, hired economic experts, conducted or reviewed numerous party and third-party

depositions, including Doug Allen, Joel Linzner, Glenn Eyrich, Herbert Adderley, Gene Upshaw, and Pat Allen.

6. McKool Smith's research in connection with this litigation has included a review of public records, including the public records relating to the NFLPA and PLAYERS INC, and records available from Department of Labor and the IRS.

7. McKool Smith has worked with its co-counsel to respond to several briefs (including several motions to dismiss, oppositions to pleadings, sanctions motions, an attempt to transfer venue, and discovery requests), and representatives from McKool Smith have attended numerous hearings, including, most recently, a February 6, 2008 Settlement Conference. To date, McKool Smith has spent time worth hundreds of thousands of dollars in representation of Plaintiffs in this action. McKool Smith continues to be willing and able to expend the resources (both financial and non-financial) that are needed in the future, and to aggressively pursue this action.

I declare under penalty of perjury and the laws of the United States that the foregoing is true and correct and that this declaration was executed on March 12, 2008, in Dallas, Texas.



Lewis T. LeClair