

1 2. The Court hereby preliminarily finds that the Stipulation was the product of
2 serious, informed, non-collusive negotiations conducted at arms' length by the
3 parties. In making this preliminary finding, the Court considered the nature of the
4 claims, the amounts and kinds of benefits to be paid in settlement, the allocation of
5 settlement proceeds among the class members, and the fact that a settlement
6 represents a compromise of the parties' respective positions rather than the result
7 of a finding of liability at trial. The Court further preliminarily finds that the terms
8 of the Stipulation have no obvious deficiencies and do not improperly grant
9 preferential treatment to any individual class member. Accordingly, the Court
10 preliminarily finds that the Stipulation was entered into in good faith.

11 3. A final fairness hearing on the question of whether the proposed Settlement,
12 attorneys' fees and costs to Class Counsel, and the Class Representatives' service
13 payments should be finally approved as fair, reasonable, and adequate as to the
14 members of the Class is scheduled for June 19, 2009, at 9:00 a
15 Courtroom 10.

16 4. The Court approves, as to form and content, the Notice of Class Action Settlement
17 ("Notice"), in substantially the form attached to the Joint Stipulation of Settlement
18 and Release as Exhibit "A," and the Claim Form in substantially the form attached
19 thereto as Exhibit "B." The Court approves the procedure for Class Members to
20 participate in, to opt out of, and to object to the Settlement as set forth in the
21 Notice.

22 5. The Court directs the mailing of the Notice and the Claim Form by first-class mail
23 to the Class Members in accordance with the Implementation Schedule set forth
24 below. The Court finds the dates selected for the mailing and distribution of the
25 Notice and the Claim Form, as set forth in the Implementation Schedule, meet the
26 requirements of due process and provide the best notice practicable under the
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circumstances and shall constitute due and sufficient notice to all persons entitled thereto.

6. The Court Grants conditional certification of the provisional settlement class, in accordance with the Stipulation for the purpose of this Settlement only.

7. The Court APPROVES Rukin Hyland Doria & Tindall LLP and the Law Offices of Ellyn Moscowitz and as Class Counsel.

8. The Court APPROVES CPT Group, Inc., as the Claims Administrator.

9. The Court ORDERS the following Implementation Schedule for further proceedings:

Deadline for Claims Administrator to Mail the Notice and the Claim Form to Class Members	April 6 ____, 2009 [45 calendar days after Order Granting Preliminary Approval]
Deadline for Class Counsel to file Motion for Final Approval of Settlement, Motion for Attorneys' Fees, Costs, and Enhancement Award	May 11 ____, 2009 [10 calendar days before Opt Out and Objection Deadline—that is, 35 days after mailing of the Notice and Claim Form to Class Members]
Deadline for Class Members to Postmark Requests for Exclusions	May 21 ____, 2009 [45 calendar days after mailing of the Notice and Claim Form to Class Members]
Deadline for Receipt by Court and Counsel of any Objections to Settlement	May 21 ____, 2009 [45 calendar days after mailing of the Notice and Claim Form to Class Members]
Deadline for Class Members to Postmark Claim Forms	June 4 ____, 2009 [60 calendar days after mailing of the Notice and Claim Form to Class Members]
Final Fairness Hearing and Final Approval	June 19 ____, 2009, at 9:00 a .m. [at least 105 days after Order Granting Preliminary Approval]

IT IS SO ORDERED.

2/20/09

Date: _____



Hon. Susan Illston
United States District Court Judge