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**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

LORETTA DOWNS and D'ANDRE PARKER,
individually and on behalf of all others similarly
situated,

Plaintiffs,

vs.

U.S. FOODSERVICE, INC.,

Defendant.

Case No.: C10-2163 EMC

The Honorable Edward M. Chen

**[PROPOSED] SUPPLEMENTAL ORDER
GRANTING FINAL APPROVAL TO
CLASS ACTION SETTLEMENT**

Date: August 31, 2012
Time: 1:30 p.m.
Crtrm: 5
Hon. Edward M. Chen

**[PROPOSED] SUPPLEMENTAL ORDER GRANTING FINAL APPROVAL TO CLASS ACTION
SETTLEMENT
CASE No. C10-2163 EMC**

SF:339995.1

1 The Court, having considered whether to order final approval of the settlement of the above-
2 captioned action pursuant to the Amended Stipulation for Class Action Settlement and Release
3 (“Settlement Agreement”) filed on February 17, 2012; having read and considered all of the papers
4 of the parties and their counsel, including Plaintiffs’ Motion for Final Approval and supporting
5 pleadings filed on August 10, 2012 and Plaintiffs’ Motion for Attorneys’ Fees, Costs, and Incentive
6 Awards and supporting pleadings filed on June 12, 2012; having granted preliminary approval on
7 April 10, 2012; having previously directed that notice be given to all Class Members of preliminary
8 approval of the Settlement Agreement and the final approval hearing and the right to be excluded
9 from or object to the settlement, and having received no objections or opposition to the settlement;
10 and good cause appearing, pursuant to Rule 23(e)(1)(A) of the Federal Rules of Civil Procedure, on
11 September 4, 2012 entered the Amended Order Granting Final Approval To Class Action Settlement
12 (modified) (Docket No. 81).

13 In Paragraph 4.c. of the Amended Order (Docket No. 81), the Court approved California
14 Emergency Foodlink as the *cy pres* recipient, subject to approval by the Court pending receipt of a
15 supplemental declaration by counsel. On September 6, 2012, Defendant U.S. Foodservice, Inc.
16 submitted the Supplemental Declaration of Joan B. Tucker Fife in Support of Designating California
17 Emergency Foodlink as the *Cy Pres* Recipient. (Docket No. 82).

18 Based on the Declaration of Joan B. Tucker Fife (Docket No. 78) and the Supplemental
19 Declaration of Joan B. Tucker Fife (Docket No. 82), the Court approves California Emergency
20 Foodlink as the *cy pres* recipient.

21 **IT IS HEREBY ORDERED:**

- 22 1. Paragraph 4.c. of the Amended Order (Docket No. 81) shall be amended as follows: The
23 words “or another qualified 501(c)(3) charity (*cy pres* recipient(s)) designated by
24 Defendant, subject to approval by the Court pending receipt of a supplemental
25 declaration by counsel” shall be stricken so that Paragraph 4.c. shall read in its entirety:
26 “Approves that \$50,000 of the Settlement Fund be set aside as a Reserve Fund to address
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any legitimate disputes about the proper amounts of payments to Class Members who were not initially located or who do not receive and/or cash their settlement checks, and that any amounts remaining in the Reserve Fund, together with the amounts of any uncashed checks, after the expiration date of checks mailed to Class Members, will be distributed to California Emergency Foodlink;”

- 2. The Amended Order (Docket No. 81) is unchanged in all other respects.

Dated: 9/11/12

