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18 Attorneys for Plaintiffs
 19 VIDEO SOFTWARE DEALERS ASSOCIATION
 20 and ENTERTAINMENT SOFTWARE ASSOCIATION

21 UNITED STATES DISTRICT COURT
 22 FOR THE NORTHERN DISTRICT OF CALIFORNIA

23 VIDEO SOFTWARE DEALERS
 24 ASSOCIATION and ENTERTAINMENT
 25 SOFTWARE ASSOCIATION,

26 Plaintiffs,

27 vs.

28 ARNOLD SCHWARZENEGGER, in his official
 capacity as Governor of the State of California;
 BILL LOCKYER, in his official capacity as
 Attorney General of the State of California;
 GEORGE KENNEDY, in his official capacity as
 Santa Clara County District Attorney, RICHARD
 DOYLE, in his official capacity as City Attorney
 for the City of San Jose, and ANN MILLER
 RAVEL, in her official capacity as County
 Counsel for the County of Santa Clara,

Defendants.

CASE NO. C 05-4188 RMW (RS)

**[PROPOSED] ORDER GRANTING
 PLAINTIFFS' MOTION FOR
 ATTORNEYS' FEES AND COSTS**

Date: October 19, 2007
 Time 9:00 a.m.

1 Having considered the arguments and the papers filed in support of, and in opposition to, the
2 Motion for Attorneys' Fees and Costs (the "Motion") of Plaintiffs Video Software Dealers
3 Association (now known as Entertainment Merchants Association) and Entertainment Software
4 Association (the "Plaintiffs"), and good cause appearing therefor, the Court grants the Motion and
5 ORDERS that Defendants Arnold Schwarzenegger, Bill Lockyer, George Kennedy, Richard Doyle
6 and Ann Miller Ravel, in their official capacities, shall pay the Plaintiffs' attorneys' fees and costs in
7 the amount of \$324,839.65.

8 **IT IS SO ORDERED.**

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10 DATED: _____

11 HONORABLE RONALD M. WHYTE
12 UNITED STATES DISTRICT JUDGE

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