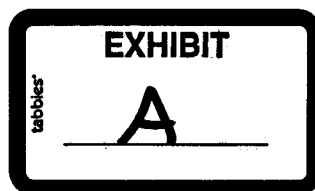


AFFIDAVIT OF MICHELE M. REYNOLDS

COUNTY OF COOK)
) SS
 STATE OF ILLINOIS)

I, Michele M. Reynolds, of full age, being duly sworn on my oath, hereby depose and say as follows:

1. I am an attorney admitted to the regular and trial bar of this Court and the State of Illinois.
2. I am a partner in the firm Dowd, Bloch & Bennett where I practice exclusively in the areas of ERISA, labor and employment law. In this position I have responsibility in representing Plaintiffs in case number 05-C-6585.
3. This affidavit is based on my personal knowledge and, if necessary, I could testify to the facts contained in this affidavit.
4. Through the filing of this motion, the Firm has devoted a total of 467.75 hours to the representation of the Fox Valley Laborers' Health and Welfare Fund and the Fox Valley Laborers' Pension Fund (collectively the "Funds") in connection with this case. A portion of this time is accounted for in the prior Judgment Orders entered in this matter on March 20, 2006, August 2, 2006, September 27, 2006, March 21, 2007, and February 19, 2008.
5. The time spent in representing the Funds since the entry of the Court's February 19, 2008 order, includes time spent among other things, conferring with my client; preparing correspondence to my client, the Defendant, the Defendants' attorneys and related parties; preparing citations and correspondence to multiple third parties; preparing motions for turn over orders and related documents; coordinating the seizure of certain assets; monitoring, participating, and seeking



relief of stay in the Defendant Company's bankruptcy proceedings; appearing for numerous court appearances in this Court or in bankruptcy court in Rockford, Illinois; coordinating collection efforts with local counsel regarding liens on the Defendants' property; monitoring the Defendants' bankruptcy cases; answering complaints related to foreclosure on the Defendants' property; coordinating recovery and auction of Defendant Company's equipment; attempting to obtain titles to the Defendant Company's seized assets and addressing other creditor's claims to Defendants' assets.

5. The rate which our firm charges the Funds during periods relevant to this motion is: \$175.00 per hour for my work as a senior associate for time periods prior to September 1, 2008 and \$200.00 per hour for my work as a partner for periods after September 1, 2008; \$155.00 for junior associates, \$200.00 for Mr. J. Peter Dowd, and \$95.00 for paralegals. The rate which our firm charges for the work of law clerks is \$115.00.

6. I anticipate I will devote at least four additional hours to the case in preparing for and attending the hearing on this motion, examining any order or orders that may be entered, informing my client and the defendants of the results; collecting judgment amounts from third-parties; and I therefore seek recovery on behalf of the Funds the charge which will be made for four hours of my time in addition to the 467.75 hours described in ¶4, for a total of 471.75 hours.

7. In addition, the Funds retained local counsel in Freeport, IL to protect its rights as to liens the Funds had on property held in the names of the Defendants in Riddot, IL. The Funds paid the firm of Shockey and Cox a total of \$1,777.50 to represent it in those matters.

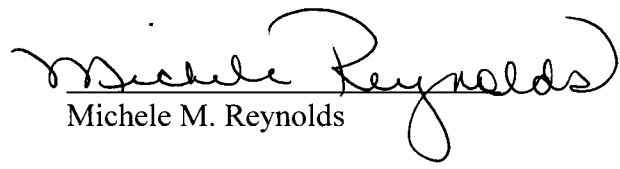
8. Based on 471.75 hours of work which the firm performed or will perform on behalf of the Funds and the amounts paid to Shockey and Cox, the Funds will incur attorneys' fees and

costs in the amount of \$87,957.37. However, this amount includes attorneys fees' and costs totaling \$69,270.67 that were included in the prior Judgments entered in this case through the entry of the Fourth Supplemental Judgment. Thus, the attorneys fees and costs incurred since the entry of the Fourth Supplemental Judgment and for which the Funds are now entitled to, in addition to the amounts previously sought is \$18,686.67.

9. The amounts set forth in Paragraph 8 include costs the Funds have incurred in this case in the amount of \$6,758.27, specifically \$690.00 for filing fees, \$485.00 for service process fees, \$668.10 for LEXIS Research, \$411.89 for shipping and postage, \$453.70 in photocopying expenses, \$62.56 for PACER charges, \$ 141.30 for certification costs, \$208.00 for recording fees, \$486.59 for mileage and parking fees, \$2,661.85 for fees and costs related to execution of the attachment and seizure orders, \$439.28 for court reporter expenses, \$50.00 for fees related to appearing telephonically in bankruptcy court.

10. Accordingly, the Funds have incurred or will incur supplemental attorneys' fees and costs in the amount of \$18,686,67 since the entry of the Fourth Supplemental Judgment Order.

I have read the foregoing affidavit and swear that it is true and correct to the best of my knowledge, information, and belief.


Michele M. Reynolds

Subscribed and sworn to
before me this 24th day of
June, 2009,


Notary Public



IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

MIKE SHALES, JOHN BRYAN Sr., AL OROSZ, JOSEPH)
MANN, TOBY KOTH and GORDON ANDERSON as)
Trustees of THE FOX VALLEY LABORERS' HEALTH)
AND WELFARE FUND,)

and)

MIKE SHALES, JOHN BRYAN Sr., AL OROSZ, TOBY)
KOTH, GORDON ANDERSON and DAN BREJC as)
Trustees of THE FOX VALLEY LABORERS' PENSION)
FUND,)

Plaintiffs,)

v.)

IBARRAS CEMENT CO., INC., and LEONARDO)
IBARRA, individually and d/b/a IBARRAS CEMENT CO.,)
INC.,)

Defendants.)

) Case No.: 05 C 6585

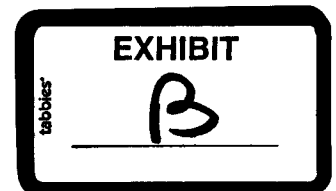
) Judge: Hibbler

THIRD PARTY CITATION TO DISCOVER ASSETS

To: Ticor Title Insurance Co.,
c/o Ellen Gill, attorney
203 N. LaSalle
Suite 2200
Chicago, IL 60601

THIS COURT HAS ISSUED A CITATION AGAINST **TICOR TITLE INSURANCE CO.**, This Citation directs an agent of TICOR TITLE INSURANCE CO., to appear before Michele M. Reynolds, attorney for the Plaintiffs, at 8 South Michigan Avenue, Suite 1900, Chicago, Illinois 60603 on April 10, 2009 at 10:00 AM to be examined under oath concerning the indebtedness owed to the Plaintiffs.¹ The Citation was issued on the basis of a fourth supplemental judgment order entered on February 19, 2008 by Judge Hibbler against Ibarra Cement Co., Inc. and Leonardo Ibarra in the amount of \$43,467.57. To date, the defendants have paid a portion of the amounts owed toward the judgment, leaving a remaining balance of

¹ Plaintiffs reserve the right to take a citation deposition, but may waive such right upon review of the documents requests. See Ill. Rev. Stat. Ch. 110A §277. Please contact plaintiffs' counsel, Michele M. Reynolds at (312) 372-1361 to discuss charges for the documentation requested prior to copying and sending documents.



\$29,025.28, plus accruing interest and attorneys' fees. You are commanded to produce at the examination all books, records and documents reflecting the assets and financial status of judgment-debtors Ibarra Cement Co., Inc. and Leonardo Ibarra.

YOU ARE PROHIBITED from making or allowing any transfer or other disposition of or interfering with, any property not exempt from execution or garnishment belonging to Ibarra Cement Co., Inc., or Leonardo Ibarra which it may be entitled to or which may be acquired by or become due to it and from paying over or otherwise disposing of any money not so exempt, which is due or becomes due to the defendant, until further order of court or termination of the proceedings. **You are not required to withhold the payment of any money beyond double the amount of the remaining judgment due.**

The amount of income or assets that may be applied toward the judgment is limited by Federal and Illinois law. A JUDGMENT DEBTOR HAS THE RIGHT TO ASSERT STATUTORY EXEMPTIONS AGAINST CERTAIN INCOME OR ASSETS OF A JUDGMENT DEBTOR WHICH MAY NOT BE USED TO SATISFY THE JUDGMENT IN THE AMOUNT STATED ABOVE:

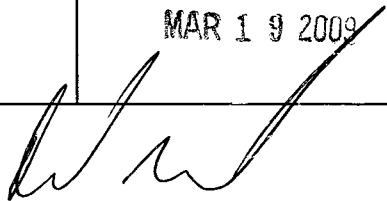
- 1) Under Illinois or Federal law, the exemptions of personal property owned by a debtor include a debtor's equity interest, not to exceed \$4,000.00 in value, in any personal property as chosen by the debtor; Social Security and SSI benefits; public assistance benefits; unemployment compensation benefits; workers compensation benefits; veteran's benefits; circuit breaker property tax relief benefits; the debtor's equity interest not to exceed \$2,400.00 in value, in any one motor vehicle, and the debtor's equity interest, not to exceed \$1,500.00 in value, in any implements professional books, or tools of the trade of the debtor;
- 2) Under Illinois law, every person is entitled to estate in a homestead, when it is owned and occupied as a residence, to the extent in value of \$15,000.00, which homestead is exempt from judgment;
- 3) Under Illinois law, the amount of wages that may be applied toward a judgment is limited to the lesser of (I) 15% of gross weekly wages or (ii) the amount by which disposable earnings for a week exceed the total 45 times the federal minimum hourly wage.
- 4) Under Federal law, the amount of wages that may be applied toward a judgment is limited to the lesser of (I) 25% of disposable earnings for a week or (ii) the amount by which disposable earnings for a week exceeds 30 times the federal minimum hourly wage.
- 5) Pension and retirement benefits and refunds may be claimed as exempt under Illinois law.

The Judgment debtor may have other possible exemptions under the law.

THE JUDGMENT DEBTOR HAS THE RIGHT AT THE CITATION HEARING TO DECLARE EXEMPT CERTAIN INCOME OR ASSETS OR BOTH. The judgment-debtor also has the right to seek a declaration at an earlier date by notifying the clerk in writing at the Office

of the Clerk of the United States District Court for the Northern District of Illinois, Eastern Division, 219 South Dearborn Street, 20th Floor, Chicago, Illinois. When so notified, the Clerk of the Court will obtain a prompt hearing from the court and will provide the forms that must be prepared by the judgment-debtor and sent to the judgment-creditors and judgment creditors' attorney regarding time and location of hearing. If you claim an exemption as indicated above or have other questions regarding the procedures, you may contact the judgment-creditor's attorney, Michele M. Reynolds at (312) 372-1361. YOUR FAILURE TO APPEAR IN COURT AS HEREIN DIRECTED MAY CAUSE YOU TO BE ARRESTED AND BROUGHT BEFORE THE COURT TO ANSWER TO A CHARGE OF CONTEMPT OF COURT, WHICH MAY BE PUNISHABLE BY IMPRISONMENT.

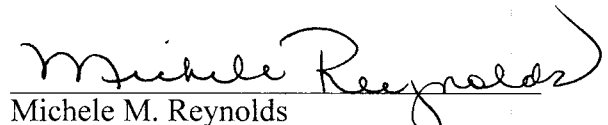
CLERK OF COURT	DATE
MICHAEL W. DOBBINS	MAR 19 2009


DEPUTY CLERK

CERTIFICATION OF ATTORNEY

The foregoing Citation was issued on the basis of a fourth supplemental judgment order entered in favor of the Trustees of the Fox Valley Laborers Health and Welfare Fund and the Trustees of the Fox Valley Laborers Pension Fund on February 19, 2008 by Judge Hibbler of the United States District Court for the Northern District of Illinois (Case No. 05-C-8565) against Ibarra Cement Co., Inc. and Leonardo Ibarra in the amount of \$43,467.57. To date, the defendants have paid nothing toward the fourth supplemental judgment, however the Plaintiffs have recovered amounts from other sources. Upon information and belief, \$29,025.28 remains due on the fourth supplemental judgment, plus additional interest and attorneys' fees that have accrued.

I, the undersigned, certify to the Court, under penalties as provided by law pursuant to 735 ILCS 5/1-109, that all information stated herein is true.


Michele M. Reynolds
Attorney for Plaintiff/Judgment-Creditor

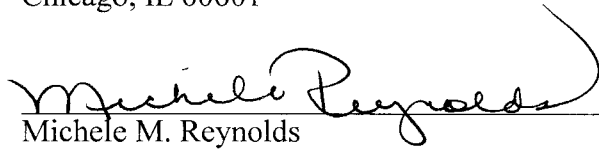
J. Peter Dowd
Michele M. Reynolds
Justin J. Lannoye
DOWD, BLOCH & BENNETT
8 South Michigan, 19th Floor
Chicago, Illinois 60603
(312) 372-1361

CERTIFICATE OF SERVICE

I, Michele M. Reynolds, an attorney, hereby certify that I will serve the attached Third Party Citation To Discover Assets on the parties listed below via first class mail and certified mail on March 19, 2009 before 5:00 p.m.

To: Ticor Title Insurance Co.,
c/o Ellen Gill, attorney
203 N. LaSalle
Suite 2200
Chicago, IL 60601

Michael Grant
Fidelity National Financial
171 N. Clark Street
8th floor
Chicago, IL 60601


Michele M. Reynolds

J. Peter Dowd
Robert E. Bloch
Justin Lannoye
Michele M. Reynolds
DOWD, BLOCH & BENNETT
8 South Michigan, 19th Floor
Chicago, Illinois 60603
(312) 372-1361

CERTIFICATE OF MAILING CITATION

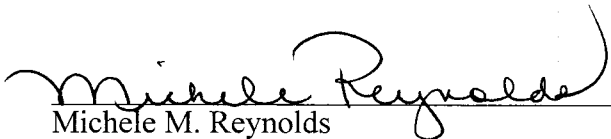
I, Michele M. Reynolds, certify that within three business days of service of the Third-Party Citation to Discover Assets upon a person or party other than the judgment debtors, I will cause to be served the Third-Party Citation to Discover Assets on the judgment debtors listed below via first class mail.

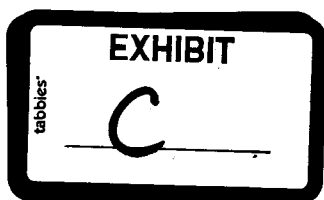
To: Mr. Leonardo Ibarra, individually
& as President of
Ibarra's Cement Co., Inc.
2991 Melbourne
Lake in the Hills, IL 60156

Mr. Todd Miller, Esq.
Allocco & Miller
3409 North Paulina Street
Chicago, IL 60657

Mr. Raymond J. Sanders
Immigration Law Center
2809 W. Devon
Chicago, IL 60659

Mr. Charles Boutwell
3075 Plumb Island Drive
Northbrook, IL 60062


Michele M. Reynolds



**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

FILED
J.N 3-31-2009
MAR 31 2009

MICHAEL W. DOBBINS
CLERK, U.S. DISTRICT COURT

MIKE SHALES, JOHN BRYAN, Sr., AL OROSZ,)
JOSEPH MANN, TOBY KOTH and GORDON)
ANDERSON as Trustees of THE FOX VALLEY)
LABORER'S HEALTH AND WELFARE FUND,)

and)

Case No. 05 C 6585

MIKE SHALES, JOHN BRYAN, Sr., AL OROSZ,)
JOSEPH MANN, TOBY KOTH and GORDON)
ANDERSON as Trustees of THE FOX VALLEY)
LABORER'S PENSION FUND,)

Judge Hibbler

Plaintiffs,)

IBARRAS CEMENT CO., INC., and LEONARDO)
IBARRA, individually and d/b/a/ IBARRAS)
CEMENT CO., INC.)

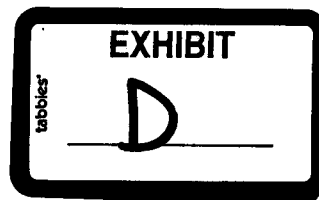
Defendants.

ANSWER OF TICOR TITLE INSURANCE COMPANY TO THIRD-PARTY CITATION TO DISCOVER ASSETS

TICOR TITLE INSURANCE COMPANY (hereinafter "TICOR TITLE), the Third Party Respondent to a Citation Proceeding, having been served on or about March 23, 2009, answers with regard to property in which the judgment debtor, Ibarra Cement Co., Inc., et al, may have an interest. Ticor Title is in possession of the following, and the property is subject to possible adverse claims or other interested parties as specified herein:

A. Construction Loan Escrow Trust and Disbursing Agreements on hand, prior to service of the citation. Ticor Title states that it is holding the following funds:

Escrow Number	Amount
550293-011	\$52,983.82
559987-002	5,165.41
397571-001	14,375.14
400957-001	5,000.00
401119-001	1,000.00
	\$ 78,524.37



- B. Ticor Title states that it is not a debtor of Ibarra Cement Co., Inc., pursuant to the terms of the Construction Loan Escrow Trust and Disbursement Agreements, copies of which are attached hereto as Exhibit A. The Agreements specifically states that Ticor Title has no obligation to the Contractor and Subcontractors. Funds held by Ticor are subject to lien waivers, lien releases, sworn statements, signatures and/or other final documentation prior to appropriate disbursement.

- C. Ticor Title has no savings, checking or NOW accounts, certificates of deposit, money market accounts, safety deposit boxes, personal property, wages salary or commissions in its possession which are or may be property of Ibarra Cement Co.

- D. Ticor Title has no information of other property of the judgment debtor currently in its possession, but investigation continues.

- E. According to the business records kept by Ticor Title, we show the above information to be true and correct.

Under penalties as provided by law pursuant to 735/ILCS 5/1-109, I certify that the foregoing answers are true and correct.

Respectfully Submitted,

TICOR TITLE INSURANCE COMPANY

By: 

Michael Grant

One of Its Attorneys

Michael Grant
171 N. Clark Street, 8th Fl.
Chicago, Illinois 60601
(312) 223-3974
Attorney Bar No. 6277562