EXHIBIT D

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

CENTRAL STATES, SOUTHEAST AND SOUTHWEST AREAS PENSION FUND and HOWARD McDOUGALL, trustee,)))
Plaintiffs,) Case No. 10 CV 22446) Judge George W. Lindberg
V.)
J. R. MAZZOLA, INC., a Michigan corporation,))
Defendant.	<u>'</u>

AFFIDAVIT OF CATHY L. RATH

State of Illinois)	
)	SS
County of Cook)	

- I, Cathy L. Rath having duly sworn on oath, depose and state as follows:
- 1. I am an attorney employed by the Central States, Southeast and Southwest Areas Pension Fund (the "Pension Fund") and I am familiar with the pending litigation.
- 2. I have reviewed the Plaintiffs' billing records (attached as Exhibit 1 to this affidavit) and have determined that the work performed in connection with this case was performed by myself (CLR) and George O. Hansen (GOH), the senior paralegal in the Pension Fund's legal department. I was admitted to the bar of the State of Illinois on November 8, 2001 and to the United States District Court for the Northern District of Illinois on November 22, 2002. I have worked for the Pension Fund since November 2002 handling ERISA delinquent contribution and withdrawal liability cases.
- 3. I believe that a reasonable rate for the aforementioned services is \$195.00 per hour for work performed by myself and \$140.00 per hour for work performed by George

- O. Hansen. On that basis, the total of legal fees incurred in this matter is \$1,809.00 (8.2 hours x \$195.00 per hour (CLR) and \$140.00 per hour (1.5 \times \$140.00 (GOH)).
- 4. The Funds have also incurred the following costs in connection with this litigation:

Total	\$656.00
Mileage to Attend Status Hearing	<u> 16.00</u>
Service of Process	290.00
Filing Fee	\$350.00

5. I believe that the aforementioned legal fees and costs were necessarily incurred and are reasonable in amount.

FURTHER AFFIANT SAYETH NOT.

Cathy L. Rath

Subscribed and sworn to before me, a Notary Public, this 19th day of July, 2010.

Notary(Public

Official Seal Connie Boven Notary Public State of Illinois My Commission Expires 08/10/2011

EXHIBIT 1

Central States Funds 9377 West Higgins Road Rosemont, Illinois 60018

July 19, 2010

JR Mazzola Inc 10110012 CON

Description of Services			
		<u>Hours</u>	<u>Amount</u>
4/15/2010 CI	LR Review file; Draft complaint; Check status of business, including pending litigation.	1.20	234.00
4/16/2010 CI	LR Research current home addresses of corporate officers; Proofread changes to complaint.	0.50	97.50
4/19/2010 CI	LR Proofread Complaint; Memorandum to Brad R. Berliner with draft complaint.	0.30	58.50
4/21/2010 CI	LR File Complaint; Prepare Litigation Hold Memorandum; Memorandum to Juan Beaton transmitting filed Complaint and Litigation Hold Memorandum; Prepare civil coversheet, appearances and summons.	1.30	253.50
G	OH Conference with Cathy L. Rath; correspond with Elite Process Service.	1.00	140.00
5/26/2010 C	LR Research priority of claims under Perishable Agricultural Commodities Act.	2.10	409.50
6/22/2010 C	LR Check status of service of Complaint and Summons.	0.10	19.50
6/24/2010 C	LR Voice mail Charles Thomas regarding: status of Statement of Business Affairs.	0.10	19.50

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Total Fees		9.70	\$1,809.00
7/14/2010 CLR [']	Attend status hearing.	2.50	487.50
7/6/2010 CLR	File return of service.	0.10	19.50
6/30/2010 GOH	Review correspondence from Elite Process Service; conference with Cathy L. Rath; arrange for payment of invoice.	0.50	70.00
·		<u>Hours</u>	<u>Amount</u>

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Expenses		
		<u>Amount</u>
4/21/2010	U.S. District Court, NDIL - Complaint filing fee.	350.00
6/22/2010	Elite Process Service - Service of Complaint.	290.00
7/14/2010	Attend status hearing - Mileage	16.00
Tot	tal Expenses	\$656.00
Tot	al amount of this bill	\$2,465.00