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

DR. NICHOLAS ANGELOPOULOS,	)	
	)	
Plaintiff,	)	Case No. 12-cv-05836
	)	
v.	)	
	)	Hon. Robert M. Dow, Jr.
KEYSTONE ORTHOPEDIC SPECIALISTS, S.C., WACHN, LLC, MARTIN R. HALL, M.D.	)	
	)	
	)	
Defendants.	)	

DECLARATION OF VILIA DEDINAS

Vilia Dedinas, pursuant to 28 U.S.C. § 1746, declares as follows:

Vilia Dedinas' experience

1. I received my undergraduate degree *summa cum laude* from Fordham University in 1982 where I was elected to Phi Beta Kappa. I earned my J.D. from the University of Chicago School of Law in 1985. I am admitted to practice law in Illinois and California, and in the associated federal district and appellate courts. I am a member of the trial bar in the Northern District of Illinois.

2. I began my legal career in 1985 as an associate in the litigation department at the firm of Bell, Boyd & Lloyd, and in 1987 moved to Jenner & Block, where I worked on research, trial preparation, motion practice and appeals in the areas of commercial, antitrust, products liability and civil rights litigation. I then moved to Palo Alto, California, where I worked at the law firm of Ware & Freidenrich (now DLA Piper) focusing on intellectual property litigation and arbitration. In 1991, I returned to Chicago and worked with Patricia Bobb & Associates on a wide variety of plaintiff's personal injury litigation and appeals. From 2000 through 2008 I worked at

Kovitz Shifrin Nesbit on complex civil claims arising out of the firm's condominium association representation, such as defending against environmental claims and prosecuting construction defect claims for large condominium complexes. I also worked with Brian Rubin & Associates representing guardians of disabled adults in both routine and contested guardianship cases. In 2010, I joined the firm of Boodell & Domanskis as a partner where I served as head of the litigation department and managed a variety of complex litigation matters for banks and the FDIC as receiver, including a series of multimillion dollar commercial mortgage foreclosure and guaranty cases which had ancillary issues of loan fraud, forgery, impairment of collateral, failure to lend and attendant probate issues. In about March 2013, I joined Gair Law Group, Ltd. as a partner. Since 2014 I have led substantial complex business and probate litigation, including the successful prosecution of a corporate shareholder freeze-out matter, a defense of a loan foreclosure case against a hotel chain, the defense of a charity in a probate estate challenge which alleges procurement of a bequest by undue influence, and the management of this case from its inception.

Gair Eberhard's work on the case

3. We began representing Dr. Angelopoulos in November 2013. I was the partner responsible for the day-to-day management of the case and overall strategy and leadership until 2016 when I took a leave of absence to pursue a Masters of Science in neurobiology at Northwestern University. At that time, my partner Chris Gair assumed primary responsibility for the case.

4. I have reviewed the time records recorded by all attorneys in our firm on this matter and charges for costs. The time and expenses included on the final bills was reasonable and necessary for successful analysis and advocacy of the issues presented in light of their complexity. Our firm offers sophisticated, straightforward and efficient services by experienced attorneys at

rates significantly lower than at large law firms. Indeed, it is my opinion that the work was performed far more efficiently than it would have been at any large firm dealing with a similarly complex matter.

The effort on Count I

5. The effort required for the case was substantial. Our fees at the discounted rate to date have been $729,392.50 through June 6, 2017. The time and effort expended was the direct result of intransigence by the defendants, their banks and their witnesses in the course of discovery. This required careful scrutiny of every discovery response, negotiations regarding compliance on virtually every discovery request, including their refusal to conduct electronic discovery until ordered to do so, repeated postponements of depositions, and numerous requests to the magistrate judge for intervention. The motions to compel that we brought on discovery issues addressed only a small portion of the disputes that pervaded discovery with the defendants. Additional expense was involved in responding to a series of defendants' motions to dismiss, many of which re-argued the same issues relating to Count I and other counts, and ultimately responding to a motion for summary judgment, which very evidently lacked merit due to the numerous issues of material facts in this case.

6. A very substantial amount of effort was devoted to proof of the 1099 allegations at every stage of the proceedings. Proof of the 1099 being fraudulent required establishing two key facts: (a) that Dr. Angelopoulos did not owe Dr. Hall money; and (b) that Dr. Hall acted with fraudulent intent. Thus, in order to develop the case for trial, we required discovery and proof relating to: (a) Dr. Angelopoulos's income and expenses on the quarterly bucket reports for the duration of his employment at Keystone, (b) the factual basis for the alleged deducted expenses by Dr. Hall on his handwritten notes which became the basis for issuing the 1099, (c) the role played

by Keystone's accountant Ira Dubin in issuing the 1099 (to address Keystone's defense that Dubin was solely responsible for issuing the 1099), (d) proof that Dr. Angelopoulos had contributed cash reserves the Keystone, (d) Dr. Hall's clawbacks of income which contributed to the "debt" Dr. Angelopoulos was claimed to have owed on the 1099, and (e) WACHN's loans (including the extension and repayment personal loans of Dr. Angelopoulos) with Great Lakes Bank.

7. In order to advance Dr. Angelopoulos' claim under Count I, counsel expended significant effort relating to this evidence including:

a. Obtaining and reviewing over 10,000 pages of documents from Hall, Keystone and WACHN relating to billings, bucket reports, WACHN loans and the 1099. This required Dr. Angelopoulos to advance and brief four motions to compel (Dkt 70, 88, 144, 195), all of which were granted in part (Dkt 98, 114, 163, 210), and resulted in this court imposing sanctions (Dkt 380).

b. Obtaining and reviewing over 3,000 pages of workpapers and financial records from Ira Dubin relating to Keystone's income, expenses, and tax filings.

c. Obtaining and reviewing over 5,000 pages of records from Great Lakes Bank regarding WACHN's loan agreements and Keystone's income and expenses, which records were denied to us for a significant period of time due to the bank's sustained and erroneous insistence that its records retention policy had caused the records to no longer be in existence. The records were finally produced after we directed counsel to their archiving system and loan document vault and agreed to pay for bank over $2000 for personnel time to search and retrieve records.

d. Obtaining and reviewing records from numerous additional third party subpoena respondents to attempt to verify the accuracy of the bucket report charges.

e. Taking the depositions of Dr. Hall in his various capacities in representing Keystone, Hall MDSC, Vertical Plus and WACHN, Ira Dubin, and Michael Pakter, as well as defending the depositions of Dr. Angelopoulos and Jay Sanders.

f. Responding to three motions to dismiss (Dkt 36, 37, 233) and a motion for summary judgment (Dkt 269) which implicated Count I, all of which were denied (Dkt 82, 257, 303).

g. Working with an expert witness to provide guidance for the efficient identification and location of important financial records and to obtain an

opinion regarding the propriety of the 1099 issued to Dr. Angelopoulos, and advancing a *Daubert* motion to preclude the Defendants' expert's unfounded opinion regarding the 1099 (Dkt 314), which was granted (Dkt 365).

8. Another critical effort in proving the 1099 case involved tracking down and interviewing Dr. Hall's brother-in-law and Keystone practice manager Merritt (Bear) Roalsen. Dr. Hall testified in one of his depositions that Bear Roalsen had left the Chicago area, that he did not know where Roalsen then resided, that he had not spoken to Roalsen in years, and that Roalsen's last-known whereabouts was somewhere in the state of California. Through diligent investigation I was able to locate Mr. Roalsen in the Nashville, Tennessee area. I interviewed him by phone on several occasions in an effort to persuade him to cooperate with our investigation and eventually traveled twice to Nashville, once to interview him and another time to take his deposition. While Mr. Roalsen's deposition testimony in the presence of Dr. Hall was of scant value, his private interviews provided a trove of financial information helpful to our case.

9. Roalsen was vital to the 1099 case because of his knowledge of the underlying factual events, Dr. Hall's accounting practices of his companies across the board and with other physicians, and because, as I learned, he had also been subjected to the filing of a phony K-1 filing when he split with Dr. Hall in approximately 2008, which, in our opinion could well be admissible and important evidence under Rule 404(b) of the Federal Rules of Evidence.

10. We also expended substantial effort to interview other Rule 404(b) witnesses, including George Cloud, a former Hall employee who received a phony 1099 upon his departure from Keystone which falsely stated that he had received over $10,000 in income in 2007. In fact, that statement was completely false. Hall had actually bought a vehicle for Mr. Cloud in 2007, and according to Hall's own testimony, made a gift of it to Mr. Cloud in about 2002. Under the

Internal Revenue Code, there was no basis for Hall to characterize this gift to Mr. Cloud as "other compensation," much less compensation received in 2007.

11. These Rule 404(b) issues were extensively researched and briefed by my colleagues prior to trial.

12. Because the discovery, evidence analysis, motion practice, pretrial preparation and trial of Count 1 was inextricably intertwined with the work on the fraud and breach of fiduciary duty counts and defense of the counterclaim, it was neither practical nor even possible to separately account for time devoted to Count 1.

13. Instead, in my judgment, the most appropriate way to determine the attorneys' fees and costs which constitute compensatory damages on Count 1 is to estimate what percentage of the effort employed before and during trial would have had to be undertaken if Count 1 had been the only cause of action.

14. For the work performed by our firm, I believe that reimbursement for 25% of the total work represents a conservative estimate of the effort attributable to Count I. Applied to our total fees, plaintiff claims $182,348.13.

15. In addition, our firm has expended $35,235.32 in costs in this case, principally relating to discovery, including deposition transcripts, travel to meet with out-of-state witnesses, and copying and witness fees paid to third parties. I believe that 25% of these costs, or $8,808.83 relate to Count I.

16. For the work performed by our expert Jay Sanders, I have estimated that 25% of the work fairly relates to the Count I allegations. Mr. Sanders' total charges were $64,521.40, resulting in a claim for his fees of $16,130.35.

I declare under penalty of perjury that the foregoing is true and correct.

Vilia Dedinas

6/26/17

Executed On