

## **EXHIBIT 4**

## PROSKAUER ROSE LLP

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### About Proskauer Rose LLP

**P**roskauer Rose LLP, an international law firm with more than 700 lawyers worldwide, provides a full range of services to a roster of well-known clients around the world. Established in New York City in 1875, the firm also has offices in Boston, Los Angeles, Washington DC, Boca Raton, Newark, New Orleans and Paris.

Proskauer lawyers are players in the industries and markets of the firm's clients and are known for matching technical excellence with a strong complement of sound business knowledge. The firm has adapted rapidly to changes in the legal industry and to the needs of businesses, whether for technical knowledge in emerging areas of law, better methods of billing and communication or deployment of the latest information technology. The firm knows that clients have many choices when it comes to retaining quality lawyers and what sets it apart is its drive to know and understand clients' businesses and the ability to add value at every turn in client relationships.

The firm's practice areas provide traditional services to corporations and other business entities such as corporate finance and securities, tax, litigation, real estate, and labor and employment advice. It also has leading practices in the areas of arbitration and other forms of alternative dispute resolution, bankruptcy and reorganizations, broker-dealer regulation, employee benefits and executive compensation, entertainment, environmental law, health care and pharmaceuticals, high technology and the Internet, intellectual property, private equity financing,

sports, trade secrets and noncompetition, and white-collar crime.

Trained at leading law schools, Proskauer lawyers are civic and philanthropic leaders as well as highly skilled practitioners. In addition to service in the wider community, lawyers in the firm have recently held the presidencies of legal organizations such as the Association of the Bar of the City of New York, the New York State Bar Association, the New York Woman's Bar Association, the American College of Trial Lawyers, the Federal Bar Council, the Fund for Modern Courts, the New York County Lawyers Association and the American Judicature Society.

Proskauer's international practice has its roots in the representation early last century of various French industrialists. Since that time the firm has developed a recognized stature in international transactions and an understanding of and commitment to the global markets and the transnational needs of its clients. The firm's international practice includes the representation of foreign clients doing business in the United States and American clients abroad. It is also called on by foreign clients for transactions based abroad to which the firm brings its particular skill and experience in international transactions. The representation of international clients encompasses all aspects of the practice and involves lawyers in each of the firm's seven departments: corporate, tax, labor, real estate, litigation and dispute resolution, health care and personal planning.

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### Louis M. Solomon

Louis M. Solomon is Co-head of Proskauer Rose LLP's 's 250-lawyer Global Litigation Department. He is a trial lawyer who has led over 50 complex commercial cases including private, class action, and government-led litigations or arbitrations in a broad range of subject matters including: antitrust, corporate and commercial finance; employment; patent and other intellectual property; insurance and reinsurance; international bankruptcy and restructurings; pharmaceutical regulation; securities; and telecommunications.

International litigations involving U.S and foreign clients have included matters in numerous EU countries, Latin America (Argentina, Peru), the Far East (Thailand, Taiwan, the Philippines), and Russia. Securities litigation and claims have included an extensive number and scope of SEC/NASD proceedings (e.g., insider trading in areas most recently such as PIPEs and finite reinsurance), tender offers, books and records, and FCPA claims.

Mr. Solomon also serves as Litigation Head of the Firm's International Practice Group and co-Head of the Firm's Antitrust and Trade Regulation Practice Group. He has been privileged to represent clients such as Andrx, Bouygues Telecom, Bristol-Myers Squibb, Conmed, Hertz, International Financial Group, KFC, the New York Blood Center, the New York Jets, PepsiCo, PrimeTime 24, Wickes, and W.R. Huff Companies, among others.

As lead counsel, Mr. Solomon has represented pharmaceutical manufacturers in patent and

antitrust individual and class action litigation and in regulatory proceedings concerning a variety of blockbuster prescription drug products such as Erbitux, Cardizem CD®, Tiazac®, Claritin®, and Prilosec®. He is also lead counsel in multidistrict nationwide class actions relating to various other products and issues.

Recent trials or public arbitrations have included:

- Before Hon. George C Pratt, we successfully represented ImClone against Merck KGaA to retain all of ImClone's rights to what is claimed to be one of the most effective and valuable cancer products in history, the fully human anticlonal antibody 11F-8. Litigation and arbitration proceedings in S.D.N.Y.
- Trial under §§ 303 and 304 of the Bankruptcy Code raising issues of first impression. We represented the holder of \$150+ million of unsecured debt seeking to establish its federal rights to protections from an international restructuring proceeding. Related proceedings in Argentina. Trust Indenture Act litigation. We proved that the proposed restructuring discriminated against U.S. retail investors and employed improper intimidation tactics. We then succeeded in proving the absence of any cognizable exemption from the U.S. securities laws for the debtor's proposed foreign restructuring.
- A six-month, four-phase trial of claims of patent infringement, invalidity, unenforceability, and fraud followed by

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newspapers here and in Europe, including *The New York Times* and *The Wall Street Journal*. Recently affirmed by the Federal Circuit.

- Four successive jury and judge trials of medical, insurance, damages, and, post-trial and post-appeal, jurisdictional issues against six insurance carriers, having successfully made interlocking settlements with fifteen others before trial. The judgment was affirmed by the Second Circuit, in a decision dealing with issues of first impression with respect to the allocation of damages between settling and non-settling insurers. Total recoveries for the client exceed \$200 million.
- Successful 28-day trial involving claims for fraud, indemnification, and damages arising out of the sale of 15 aircraft manufacturing facilities in the U.S. and Europe. Alleged indemnity by our client exceeded \$100 million. Despite substantially earlier litigation against our client already pending in multiple courts in multiple states, we won the race to trial.

Recent appeals have included arguments in the Second, Fourth, Sixth, Eleventh, and Federal Circuits. Recent arbitrations have included multi-week hearings in the areas of insurance, reinsurance, fraud and breach of contract, and purchase price adjustment accounting disputes arising from the sale of businesses.

Other noteworthy cases and accomplishments:

- In cases followed nationally, we were litigation counsel for the New York Jets in the welter of cases filed to stop the building of

the New York Sports & Convention Center on Manhattan's West Side. We prevailed in every litigation, including achieving a unanimous affirmance on appeal of our trial court victory.

- Defense of a pharmaceutical company in connection with a series of related federal and state antitrust proceedings alleging that a private agreement had the effect of deferring launch of a generic drug until patent infringement litigation was resolved. With trial imminent after full-blown discovery in a proceeding before the FTC, an unprecedented settlement was reached pursuant to which our client obtained a determination from the FTC, in a public filing, that the agreement did not harm consumers, and no fines were imposed. Private cases were consolidated pursuant to the MDL rules for discovery and other pre-trial purposes. A coalition of attorneys general from first a majority of, and then all 50, states ultimately joined the action. Favorable settlements for our client were reached, including with all classes and all state attorneys general.
- Co-counsel on behalf of the City and State of New York, as well as multiple other states and political subdivisions, in the seminal trials and appeals against the Bureau of the Census for failing accurately to report census population data as part of the decennial census process. On a pro bono basis, we tried three cases and prosecuted multiple appeals, ultimately to the United States Supreme Court, establishing the law on the legitimacy of statistical adjustment of census data to account for the systemic undercounting of racial and ethnic minorities.

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Mr. Solomon also has acted as counsel to special litigation or independent board committees and as a party-appointed arbitrator or umpire in numerous arbitrations. He also acts as a mediator in connection with a wide array of business disputes.

Mr. Solomon is editor of and contributes to the Law, Ethics, and Gender column of the *Journal of Gender Medicine: The Official Journal of the Partnership for Gender-Specific Medicine* at Columbia University (Marianne J. Legato, MD, FACP, editor-in-chief).

### Articles, Book Chapters, Monographs:

"Quantitative Techniques for Case Evaluation and Their Limitations," *The Metropolitan Corporate Counsel*, October 2006; Achieving Optimal Evaluation of Business and Commercial Cases," *The Corporate Counselor*, July 2006; "Under Comity's Banner," *The National Law Journal* (December 5, 2005); "Stadium Development Litigation: New York's West Side Story," (December 2005) (White Paper with Claude Millman); "Business and Commercial Litigation in Federal Courts – Chapter 5: Case Evaluations," American Bar Association's "Section of Litigation" (November 2005) (with Bruce Fader); "Use and Misuse of U.S. Bankruptcy Courts in Foreign Restructurings," *Norton Bankruptcy Law Advisor* (Apr. 2005) (with Jeffrey Levitan); "Hope and Caution for Cross-border Creditors," *The Deal* (Jan. 2005); "International Comity at the Crossroads: Practical Implications and Public Policy Challenges," 1 *NYU J. of Law & Bus.* 269 (2004); "U.S. Recognition of International Financial Restructurings," *Bank. Strategist* (Nov. 2004); "Changing International Commercial Litigation," *The Met. Corp. Counsel* (Nov. 2004); "The 'Sham' Principle in Antitrust and Patent Law:

Towards a Unified Theory," ABA Section of Antitrust Law Program Materials (2004); "Shifting Boundaries: The Limits of Intellectual Property and Antitrust in the Case of Hatch-Waxman Act Litigation Settlements," Course Materials for "Latest Thinking on Attacking/Defending Patents in the U.S. Pharmaceutical Market" (Henry Stewart/San Francisco Intellectual Property Lawyers Ass'n) (2003); "Breaking Symmetry: Do Recent Circuit Decisions Threaten the Core Balance Struck by Congress in Enacting the Hatch-Waxman Act?" – *Pharm. L. and Industry Rep.* (2002); "Intellectual Property and Antitrust in the Health Care Field: The Road to Hell and Good Intentions," Program Materials, National CLE Conference (2002); "The Hatch-Waxman Act: Ground Zero in the Interface Between Antitrust and Intellectual Property," ABA Section of Antitrust Law Program Materials (2001); "Exclusive Distribution and Antitrust," 53 *Fordham Law Review* 491 (1984) (co-author); "Proposed Revisions of the Justice Department's Merger Guidelines," 82 *Columbia Law Review* 1543 (nine contributors) (1982); "Leasing Public Land: A City's Investment in the Future," Monograph, Lincoln Institute of Land Policy (1978).

### Televised/Published Debates and Interviews

"Lawyer for Jets Speaks Out on the Status of a West Side Stadium" (*New York Sun* 6/13/05); Televised Debate on Jets' Litigation Victory Over Madison Square Garden (NY1 6/2/05); "Early and Efficient Dispute Resolution," Interview with *Metropolitan Corporate Counsel Magazine* (2003).

### Lectures and Speeches

"The Eleventh Circuit's Decision in *Schering*: Patent Rights, Antitrust Enforcement, Specialized

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Agencies, and Guidance to the Industry," Teleseminar jointly sponsored by ABA, FTC and Health Care Committees (Apr. 2005); "Unresolved Questions at the Heart of the Noerr-Pennington Doctrine," ABA Antitrust Section Annual Spring Meeting (2004); "Plugging the Dike: An Expert Perspective on Hatch-Waxman Reforms," Interview with *U.S.-Japanese Pharmaceutical Newsletter* (2003); "Settlements and Noerr-Pennington Immunity," Teleseminar sponsored by ABA Antitrust Exemptions & Immunities Committee (2003); "Hatch-Waxman Act: Now and the Future," Presentation to Conference sponsored by Henry Stewart/San Francisco Intellectual Property Lawyers Ass'n (2003); "Antitrust in the Health Care Field: The Special Case of Generic Litigation," New York County Lawyers Association (2002); "The Intersection between Antitrust and Intellectual Property: Lessons from the Pharmaceutical Industry," ABA Antitrust Section Annual Spring Meeting (2001); "Insurance Claim Handling," American Corporate Counsel (ACCA) Program (1992); "Science in the Judicial Process," Address before the Annual Meeting of the American Physical Society, PPD (Nov. 1991); "Directors and Officers Indemnification and Insurance," American Corporate Counsel (ACCA) Program (1990).

### Accolades, Honors, Awards

Mr. Solomon was named among the *Best Lawyers in America* (2007) in the specialty of Commercial Litigation and Lawdragon ranked Mr. Solomon in its Lawdragon 500 "New Stars, New Worlds" as well as its quarterly guide ranking the "Leading Lawyers in America." Mr. Solomon was also named a "2006 New York Super Lawyer" and was voted "Best of Class" in the area of Commercial Litigation by the *Best of The U.S. Legal Directory*. In addition, he is the recipient of the 2006 Burton Award for Excellence in Legal Writing, conferred in association with the Library of Congress.