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15 Co-Lead Counsel for Plaintiffs
16 and the Certified Plaintiff Class

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SUPERIOR COURT FOR THE STATE OF CALIFORNIA
COUNTY OF SAN FRANCISCO

JOEL I. ROOS and TOM SANTOS, on
behalf of themselves and all others similarly
situated,

Plaintiffs,

v.

HONEYWELL INTERNATIONAL, INC.
and DOES 1-100, inclusive,

Defendants.

Case No. CGC-04-436205

**DECLARATION OF ALEXANDER M.
SCHACK IN SUPPORT OF PLAINTIFFS'
MOTION FOR ATTORNEYS' FEES AND
REIMBURSEMENT OF COSTS**

Date: May 2, 2014

Time: 9:00 a.m.

Dept: 304

Judge: Hon. Curtis E.A. Karnow

1 I, Alexander M. Schack, declare as follows:

2 1. I am an attorney at law duly admitted to practice in the Superior Court for the State
3 of California, County of San Francisco, and principal of The Law Offices of Alexander M. Schack,
4 counsel of record for Plaintiffs and the Certified Class (“Plaintiffs” or “Class”). This declaration is
5 submitted in support of Plaintiffs’ Motion for Attorneys’ Fees and Reimbursement of Costs. I have
6 personal knowledge of the facts herein, and if called to do so, could and would competently testify
7 thereto.

8 2. My firm has substantial experience in antitrust cases, including other types of class
9 action and complex litigation. We have litigated numerous indirect purchaser antitrust class actions
10 similar to this case. A copy of the firm’s resume is attached hereto as Exhibit 1.

11 3. This firm has devoted extraordinary efforts and resources on behalf of the class
12 members over the course of this litigation.

13 4. The following summarizes the work performed in connection with litigating this
14 matter: performing factual research and investigation of legal theories; discovery, including, but
15 not limited to, attending and defending depositions, responding to discovery requests, drafting
16 and propounding discovery requests, preparing and serving subpoenas, reviewing tens of
17 thousands of pages of documents produced during the litigation; drafting and/or assisting in the
18 preparation of various pleadings including, but to limited to, the complaint, the opposition to the
19 motion for summary judgment, the motion for class certification, as well as the motion for
20 preliminary approval of the class settlement, and various other pleadings; participating in case
21 management and settlement discussions, including, among other things, numerous conference
22 calls with counsel, and attending a mediation in New York.

23 5. In addition to the work described above, this firm thoroughly evaluated the
24 Settlement Agreement entered into with Defendant Honeywell International, Inc. We find it to be
25 fair, adequate and reasonable.

26 6. This firm kept files contemporaneously documenting all time spent, including tasks
27 performed and expense incurred, in this matter. All of the time and expenses reported were incurred
28 for the benefit of the Class. This firm represented Plaintiffs and the Class on a wholly contingent

1 basis, dependent on the success of the litigation. To date, this firm has not received any
2 compensation for its litigation efforts. Litigating this case over the course of nine years was time and
3 resource intensive. This firm was precluded from accepting and pursuing other legal work, including
4 hourly work for which it would have been compensated, while it devoted its time and resources to
5 this matter.

6 7. The total number of hours spent on this litigation, from inception, by attorneys and
7 paralegals at this firm is 4,193.27. Time spent preparing the fee motion and related documents is not
8 included.

9 8. The total lodestar for this time, calculated at the firm's current hourly rates, is
10 \$1,834,549.50. These rates are the same as those rates charged to the firm's hourly clients.

11 9. Additionally, based on my having over 21 years of experience litigating antitrust and
12 class action lawsuits, the rates being charged by my firm reflect the market rate for litigating complex
13 antitrust cases. Similar hourly rates have been approved for my firm by several courts in
14 connection with prosecuting class action cases.

15 10. Attached as Exhibit 2 is a summary schedule showing the total time spent by each
16 attorney and paralegal at this firm during the course of the litigation, along with their hourly rates and
17 individual lodestar figures.

18 11. The total amount of expenses incurred by this firm in connection with the prosecution
19 of this litigation is \$78,150.45. To date, this firm has not been reimbursed for any of these costs.
20 Expense items are billed separately and are not duplicated in my firm's lodestar.

21 12. Attached as Exhibit 3 is a summary schedule showing the total expenses incurred by
22 category.

23 13. The figures presented in Exhibits 2 and 3 attached hereto exclude time and expenses
24 incurred litigating the New York, Maine and Massachusetts cases.

25 14. These expenses are reflected in the books and records of this firm that are maintained
26 in the ordinary course of business. The books and records are prepared from invoices, check records,
27 receipts, expense vouchers and similar items, and are an accurate record of the expenses incurred.
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I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

Executed this 23 day of April, 2014, at San Diego, California.


A horizontal line is drawn under the signature.

ALEXANDER M. SCHACK

EXHIBIT 1

RESUME OF LAW OFFICES OF ALEXANDER M. SCHACK

Mr. Schack received a degree in Economics from Rutgers College in 1978. In December of 1981, he received his Juris Doctorate from the University of San Diego School of Law (State Bar No. 99126). In 1985 he passed the California CPA exam (although he is not a C.P.A.) and received an LL.M in Taxation from the University of San Diego School of Law. He was employed by the former "big six" accounting firms of Arthur Andersen and Company (Los Angeles) and KPMG Peat Marwick (San Diego) for approximately four years. His client list included MGM, Wickes Furniture, Circus Circus, S.E. Rykoff, Ernest Borgnine, Santa Catalina Island Co., San Diego Hall of Champions, National Pen, etc.

Since 1988, Mr. Schack has represented both consumers and businesses in numerous complex litigation lawsuits. He has orally argued before the Fourth Appellate District and Second Appellate District on at least five separate occasions. In one case in particular, the Fourth Appellate District - Division One, set aside approximately two hours for appellate discussion to analyze the antitrust jurisdiction of a Superior Court to hear an action under the Cartwright Act for price fixing against the cellular telephone carriers in light of the jurisdiction of the California Public Utilities Commission to approve cellular telephone rates. That appellate discussion resulted in the published opinion of *Cellular Plus v. Superior Court*, 14 Cal.App.4th 1224 (cert.denied July 1, 1993). This opinion has twice been the subject of articles in Competition - the Journal of the Antitrust and Trade Regulation Section of the State Bar of California. He also is a former adjunct professor at the University of San Diego.

Mr. Schack is married with two children, ages 23 and 20, and lives in Poway, California. He has offices both in Poway and San Diego, and litigates throughout the nation. Highlights of some other cases are as follows:

San Diego Coordinated Wildfire Cases of October 2007

Robert Waldon, et al. v. San Diego Gas & Electric Co., Sempra, Cox
San Diego County Superior Court Case No. 37-2007-00079891-CU-PO-CTL
Lead counsel against Sempra - pending
Member of Plaintiff Control Group and Discovery Coordinator for over 2,000 claims filed after SDG&E and Cox equipment allegedly started three wildfires in October 2007, burning over 1,000 homes.

James Lastra, et al. v. Micron Technology, Inc., et al.

San Francisco County Superior Court
Judicial Council Coordination Proceeding Case No. 4265
Counsel for consumer class of indirect purchasers of DRAM alleging price fixing and tampering with prices. Settlement of approximately \$190,000,000 pending.

Jeff Lohman, et al. v. General Motors Corporation, et al.

San Francisco Superior Court Case No. 03-419802
Counsel for consumer class of new car purchasers alleging antitrust violations in policies implemented to deter importation of less expensive Canadian automobiles to the U.S. Settlement of \$30,000,000 finalized in 2012.

Bruce Saucier, et al. v. United States Smokeless Tobacco Company
Orange County Superior Court Case No. 02CC00181
Co-Counsel for consumer class of indirect purchasers of smokeless tobacco alleging monopolization and antitrust violations by producer of 90% of the moist snuff sold in the U.S. Class certified in 2004. \$96,000,000 settlement approved in 2008.

Helen Polonitza, et al. v. Medallion Products, Inc., et al.
Orange County Superior Court Case No. 05CC00030
Counsel for nationwide consumer class of purchasers of Liquid Lense, alleging false advertising of the efficacy of the product. Defendant agreed to disgorge and refund up to \$5,779,410 to the class in 2006.

Alan Hemphill, et al. v. San Diego Association of Realtors, et al.
United States District Court Case No. 04-CV-1495 BEN (JMA)
Counsel for consumer class of 28,000 local real estate Multiple Listing Service (MLS) users alleging price fixing of MLS support services against MLS providers and five associations of realtors. Permanent injunction and \$6,000,000 settlement approved in 2005.

John Bahl, et al. v. Metabolife International, Inc.
San Diego Superior Court Case No. GIN006263
Counsel for consumer class of Metabolife users alleging illegal advertising policies and price fixing. Permanent injunction and coupon settlement in excess of \$10,000,000 for class finalized in 2005.

Telet Martin v. First International Bank, et al.
San Diego Superior Court Case No. GIN035066
Counsel for customer who alleged bank manager borrowed \$20,000 in exchange for preferential treatment on loan application, and failed to repay same. Settlement \$20,000 in September, 2004.

Steve Johnson, et al. v. Cox Communications, Inc.
San Diego Superior Court Case No. GIN031197
Counsel for class of digital cable subscribers alleging false advertising of "on demand" movies. Case settled in 2004 for \$826,000 in free movies to class.

Thomas Sprague, et al. v. Qualcomm
San Diego Superior Court Case No. 730565
Counsel for class of employees who were deprived the benefit of their stock options when a division of Qualcomm was sold to Ericsson. Settlement \$11,000,000.

Arthur Garabedian, et al. v. Los Angeles Cellular Telephone Company, et al.
Orange County Superior Court Case No. 721144
Counsel for class of 2,000,000 cellular telephone users in Los Angeles and Orange Counties in antitrust case. Settlement \$175,000,000.

7-Eleven OFFF, et al. v. The Southland Corp., et al.
Alameda County Superior Court Case No. 722272-6
Counsel for a class of approximately 1,200 California 7-Eleven franchise owners in a breach of contract/franchise dispute action against The Southland Corp., McLane and others. Settlement \$32,000,000.

Lawndale Medical Clinic, et al. v. Bay Area Cellular Telephone Co., et al.
Alameda County Superior Court Case No. 767832-9
Counsel for class of 900,000 cellular telephone users in San Francisco Bay Area in antitrust case. \$35,000,000 Settlement.

Joseph Quattrini, et al. v. Pana-Pacific, et al.
Orange County Superior Court Case No. 766649
Counsel for eight businesses in complex antitrust litigation against numerous large corporations including Los Angeles Cellular Telephone Company and AirTouch Communications. Confidential settlement.

Harry Betts, et al. v. Raymond James & Associates, et al.
San Diego Superior Court Case No. N71973
Counsel for a group of elderly investors in breach of fiduciary duty/elder abuse case. Class certified in the interests of justice despite only approximately 10-20 members. Case settled for \$185,000.

Harvey Dunn v. Kirtland & Packard
Santa Monica Superior Court Case No. SC 024498
Counsel for plaintiff in legal malpractice case relating to the failure to reasonably settle an accounting malpractice case which resulted in a substantial adverse judgment against the accountant. Girardi & Keese represented plaintiff in related insurance bad faith cases. Settled for \$1,250,000.

Meilin Hua v. Southland Corporation
Los Angeles County Superior Court Case No. LC031658
Franchise dispute between parent company of 7-Eleven and franchisee relating to failure to follow procedures during the Northridge earthquake. Despite summary judgment, counsel was able to obtain a rare stay of execution of the commercial unlawful detainer ruling during the almost two year pendency of the appeal, allowing the franchisee time to transition her occupation while still supporting her family.

EXHIBIT 2

**IN RE: HONEYWELL
TIME REPORT**

FIRM NAME: LAW OFFICES OF ALEXANDER M. SCHACK
REPORTING PERIOD: 10/1/06 - 4/21/14

- Categories
- [1] Investigations, Factual Research
 - [2] Discovery
 - [3] Pleadings, Briefs and Pretrial Motions (including legal
 - [4] Court Appearances
 - [5] Settlements
 - [6] Litigation Strategy and Analysis
 - [7] Class Certification
 - [8] Case Management and Administration

Name	Status*	[1]	[2]	[3]	[4]	[5]	[6]	[7]	[8]	Current Hours	Current Lodestar	Total Hours	Hourly Rate	CUMULATIVE LODESTAR
PARTNERS														
Alexander Schack		79.7	258.1	131.4		2	139.5			610.70	\$412,222.50	610.70	\$675.00	\$412,222.50
Alexander Schack		3.2	31	11.1			46.8			92.10	\$69,075.00	92.10	\$750.00	\$69,075.00
Alexander Schack							2			2.00	\$1,650.00	2.00	\$825.00	\$1,650.00
TOTAL PARTNERS		82.9	289.1	142.5	0	2	188.3	0	0	704.8	\$ 482,947.50	704.8		\$482,947.50
ASSOCIATES														
Geoff Spreier		31.8	155.1	58.7			28.4			274.00	\$116,450.00	274.00	\$425.00	\$116,450.00
Geoff Spreier			23.4	19.2			6.5			49.10	\$23,322.50	49.10	\$475.00	\$23,322.50
Geoff Spreier		1.2		6.1			1.5		8	16.80	\$8,316.00	16.80	\$495.00	\$8,316.00
Amanda Moreno			0.3							0.30	\$112.50	0.30	\$375.00	\$112.50
John Nowakowski		293.8	388.1	480.6			527.3			1,689.80	\$802,655.00	1,689.80	\$475.00	\$802,655.00
Steve Deubler			378							378.00	\$160,650.00	378.00	\$425.00	\$160,650.00
Jonathan Kurniadi			74.82							74.82	\$20,575.50	74.82	\$275.00	\$20,575.50
Jonathan Kurniadi			39.8							39.80	\$18,905.00	39.80	\$475.00	\$18,905.00
Lee Palajo		1.7	53.7	13.8						69.20	\$25,950.00	69.20	\$375.00	\$25,950.00
Sara Rasmussen		7.8	6.3						11.7	25.80	\$7,095.00	25.80	\$275.00	\$7,095.00
Natasha Naraghi		57.2		98.3			25.8		11.1	192.40	\$56,758.00	192.40	\$295.00	\$56,758.00
TOTAL ASSOCIATES		393.5	1119.5	676.7	0	0	589.5	0	30.8	2,810.02	\$ 1,240,789.50	2,810.02		\$1,240,789.50
PARALEGALS														
Susan Sansbury			6.5	18.25					33.7	58.45	\$14,612.50	58.45	\$250.00	\$14,612.50
Christina Evola		71.4	375.4				90			536.80	\$67,100.00	536.80	\$125.00	\$67,100.00
Kathy Schack		6	29	7.5						42.50	\$18,062.50	42.50	\$425.00	\$18,062.50
Betsy Deloa		1	7							8.00	\$2,000.00	8.00	\$250.00	\$2,000.00
Patrick Spreier									11.5	11.50	\$3,737.50	11.50	\$325.00	\$3,737.50
Marilyn King			8							8.00	\$2,000.00	8.00	\$250.00	\$2,000.00
Joan Bennett		0.7		11.3					1.2	13.20	\$3,300.00	13.20	\$250.00	\$3,300.00
TOTAL PARALEGALS		79.1	425.9	37.05	0	0	90	0	46.4	678.45	\$110,812.50	678.45		\$110,812.50
TOTALS:		555.5	1834.5	856.25	0	2	867.8	0	77.2	4,193.27	\$1,834,549.50	4,193.27		\$1,834,549.50

EXHIBIT 3

IN RE: HONEYWELL

FIRM NAME: LAW OFFICES OF ALEXANDER M.
SCHACK

REPORTING PERIOD: 10/1/06 - 4/21/14

DESCRIPTION	MONTHLY EXPENSES	CUMULATIVE EXPENSES
Assessment	\$60,000.00	\$60,000.00
Travel/Meals/Lodging	\$6,346.87	\$6,346.87
Telephone/Facsimile	\$5.01	\$5.01
Postage/Express Delivery/Messenger	\$172.96	\$172.96
Commercial Copies	\$25.51	\$25.51
Internal Reproduction/Copies/Printing	\$7,708.34	\$7,708.34
Expert Consultants		
Court Fees	\$48.95	\$48.95
Court Reporters/Transcripts		
Witness/Services Fees	\$685.45	\$685.45
Computer Research	\$159.30	\$159.30
Clerical Overtime		
Deposition	\$2,163.76	\$2,163.76
Miscellaneous	\$603.82	\$603.82
Parking/Mileage	\$230.48	\$230.48
TOTAL EXPENSES	\$78,150.45	\$78,150.45