

motions, negotiating the amended settlement agreement, corresponding and speaking with defense counsel and co-counsel most days of the week, arguing plaintiffs' motions for preliminary settlement approval, preliminary approval of the amended settlement, and final settlement approval, working on plaintiffs' opposition to the motion of Emily Bass for attorneys' fees, preparing research memoranda, assisting class members with respect to the filing of claims and responding to class member inquiries, dealing with the claims administrator; participating in conference calls with mediators Ken Feinberg and Peter Woodin, serving as the settlement fund administrator (which involved dealings with the bank, preparing tax returns and paying the claims administrator from the settlement funds), and working on the appeal of the grant of final approval, including briefing and arguing before the Second Circuit Court of Appeals. After March 2007, when Michael Boni, Joanne Zack and Joshua Snyder started their own firm and took over as one of the co-lead counsel for plaintiffs, this firm assisted Boni & Zack LLC on the appeals in this litigation (which went to the Second Circuit, the U.S. Supreme Court, back down to the Second Circuit and which included motions for rehearing en banc), responded to author inquiries, and assisted in the preparation of settlement fund tax returns.

4. The schedule attached hereto as Exhibit 1 is a summary of the amount of time spent by the shareholders, associates, and professional support staff of my firm who were involved in this litigation. The lodestar calculation is based on using current hourly rates for persons still employed by our firm (such as myself), and hourly rates in effect at the year of departure of all others. (For example, Mr. Boni's and Ms. Zack's lodestar amounts are based upon the hourly rate our firm charged for their services in 2007). The schedule was prepared from contemporaneous, daily time records regularly prepared and maintained by my firm, which

are available at the request of the Court. Time expended in preparing this application for fees and reimbursement of expenses has not been included in this request.

5. The hourly rate for the shareholders, associates and professional support staff in my firm included in Exhibit 1 are the same as the regular current rates charged for their services in non-contingent matters and/or which have been accepted and approved in other complex class action litigation.

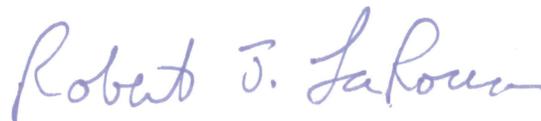
6. From June 11, 2005 through February 28, 2014, the total number of hours expended by Kohn, Swift is 721.7 hours. The total lodestar for my firm during this time period is \$289,713.50, consisting of \$278,501.50 for attorneys' time and \$11,212.00 for professional support staff time.

7. As detailed in Exhibit 2, from June 11, 2005 through February 28, 2014, my firm has incurred a total of \$16,349.77 in un-reimbursed expenses in connection with the prosecution of this litigation.

8. The expenses incurred in this action are reflected on the books and records of my firm. These books and records are prepared from expense vouchers, check records and other source materials and represent an accurate recordation of the expenses incurred.

9. With respect to the standing of counsel in this case, attached hereto as Exhibit 3 is a brief biography of my firm.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct. Executed on March 24, 2014 in Philadelphia, Pennsylvania.



Robert J. LaRocca

EXHIBIT 1**In re Literary Works In Electronic Databases Copyright Litigation, MDL No. 1379****KOHN, SWIFT & GRAF, P.C.****TIME REPORT - June 11, 2005 through February 28, 2014**

Name	Total Hours	Hourly Rate	Total Lodestar
SHAREHOLDERS:			
Robert J. LaRocca	17.0	\$700.00	\$11,900.00
George W. Croner	2.9	\$635.00	\$1,841.50
Douglas A. Abrahams	1.0	\$635.00	\$635.00
Michael J. Boni	292.3	\$525.00	\$153,457.50
ASSOCIATES:			
Hilary Cohen	7.0	\$350.00	\$2,450.00
Elkan M. Katz	31.4	\$375.00	\$11,775.00
Joshua Snyder	282.7	\$325.00	\$91,877.50
Kate Reznick	8.8	\$300.00	\$2,640.00
Michael Mirarchi	7.0	\$275.00	\$1,925.00
PARALEGALS:			
Augustin Joo	37.3	\$135.00	\$5,035.50
Grayson Papa	18.1	\$220.00	\$3,982.00
Ivette Tarida	6.8	\$135.00	\$918.00
Jessica Hall	0.5	\$150.00	\$75.00
Joanna Pernick	4.4	\$135.00	\$594.00
Young Lee	4.5	\$135.00	\$607.50
TOTAL LODESTAR:	721.7		\$289,713.50

EXHIBIT 2

In re Literary Works In Electronic Databases Copyright Litigation, MDL No. 1379

KOHN, SWIFT & GRAF, P.C.

EXPENSE REPORT - June 11, 2005 through February 28, 2014

<u>CATEGORIES:</u>	<u>AMOUNT:</u>
Photocopies/Reproduction (inside)	\$2,880.60
Velobind	\$79.00
Postage	\$330.19
Telephone (conference calls, calling cards, etc.)	\$1,900.43
Telephone and Facsimile (long distance)	\$84.90
Messengers/Express Services	\$344.86
Lexis/Westlaw/Legal Research	\$4,058.93
Experts/Consultants	\$4,844.17
Meals, Hotels & Transportation	<u>\$1,826.69</u>
TOTAL EXPENSES:	\$16,349.77

EXHIBIT 3

In re Literary Works In Electronic Databases Copyright Litigation, MDL No. 1379

KOHN, SWIFT & GRAF, P.C.

Since its founding in 1969, the firm of Kohn, Swift & Graf, P.C., has been a national leader in the prosecution of antitrust class actions and other complex commercial litigation. Kohn, Swift & Graf, P.C. and its attorneys have been selected by courts and co-counsel to be lead counsel, or members of the executive committee of counsel, in scores of class actions throughout the country in the antitrust, securities fraud, tort and consumer protection fields.

The firm has been co-lead counsel in the Holocaust Era cases and other ground breaking international human rights litigation which have resulted in settlements totaling billions of dollars for plaintiff classes from Swiss banks and German and Austrian industries. The firm also maintains a general business litigation practice representing plaintiffs and defendants, including Fortune 500 and other publicly traded corporations, in state and federal courts.

The firm and its shareholders have been recognized for their excellence in antitrust, business and human rights litigation by numerous publications, including the Best Lawyers in America, Chambers USA America's Leading Business Lawyers and Pennsylvania Super Lawyers.

The Kohn firm has been a leader in the prosecution of antitrust class actions for the past 40 years. The firm was recently appointed one of the lead counsel in In re Automotive Parts Antitrust Litigation, Master File No. 12-md-02311 and MDL No. 2311 (MDL No. 2311 includes In re Wire Harness Antitrust Litigation; In re Instrument Panel Cluster Antitrust Litigation; In re Heater Control Panel Antitrust Litigation; In re Occupant Safety Systems Antitrust Litigation; and In re Bearings Antitrust Litigation). The firm has also served as lead or co-lead counsel in

the following antitrust class actions, among others: In re Packaged Ice Antitrust Litigation, Case No. 08-MD-01952 and MDL No. 1942 (E.D. Mich.); In re Fasteners Antitrust Litigation, MDL No. 1912 (E.D. Pa.); In re Graphite Electrodes Antitrust Litigation, MDL No. 1244 (E.D. Pa.) (over \$133 million in settlements obtained for the class); In re Automotive Refinishing Paint Antitrust Litigation, MDL No. 1426 (E.D. Pa.) (settlements totaling \$105.75 million); In re Plastics Additives Antitrust Litigation, MDL No. 1684 (E.D. Pa.) (settlements of \$46 million); In re Residential Doors Antitrust Litigation, MDL 1039 (E.D. Pa.) (\$18 million in settlements); In re Chlorine and Caustic Soda Antitrust Litigation, 116 F.R.D. 622 (E.D. Pa. 1987) (settled on eve of trial for \$51 million); Cumberland Farms, Inc. v. Browning Ferris Indus., Inc., 120 F.R.D. 642 (E.D. Pa. 1988) (class action alleging price fixing in waste hauling industry-case settled shortly before trial for \$50 million); In re Compact Disc Minimum Advertised Price Antitrust Litigation, MDL No. 1361 (D. Me.) (settlements totaling \$143 million approved); In re Stock Exchanges Options Antitrust Litigation, MDL No. 1283 (S.D.N.Y.) (settlements reached with over 40 defendants for \$44 million); In re Pillar Point Partners Antitrust Litigation, MDL No. 1202 (D. Arizona) (settlements of \$50 million); In re Amino Acid Lysine Antitrust Litigation, 918 F.Supp. 1190 (N.D. Ill. 1996) (settlements in excess of \$50 million); In re Toys “R” Us, Inc., Antitrust Litigation, MDL 1211 (E.D.N.Y.) (\$55 million settlement value); In re Plywood Antitrust Litigation, MDL 159 (D. La.) (tried to verdict for plaintiffs; affirmed by Fifth Circuit; total settlements of approximately \$173 million).

In addition, the Kohn firm is and has been a member of a steering committee or executive committee of counsel in dozens of antitrust class actions, including: In re Currency Conversion Fee Antitrust Litigation, (S.D.N.Y.); In re Carbon Fiber Antitrust Litigation (C.D. Cal.); In re Linerboard Antitrust Litigation (E.D.Pa.); In re Relafen Antitrust Litigation (D.Mass.); In re

Brand Name Prescription Drugs Antitrust Litigation (N.D. Ill.); In re Commercial Explosives Antitrust Litigation (D. Utah); In re Catfish Antitrust Litigation (N.D. Miss.); In re Commercial Paper Antitrust Litigation (M.D.Fla.); In re Glassine and Greasproof Paper Antitrust Litigation (E.D. Pa.); In re Corrugated Container Antitrust Litigation, (S.D. Tex.); In re Sugar Industry Antitrust Litigation (E.D. Pa.).

The Kohn firm also maintains a business litigation practice and has represented private clients as plaintiffs in antitrust cases where it was the sole counsel, or assisted by a few co-counsel. These cases were hard fought and several have proceeded through trial and appeals: Alvord-Polk, Inc. v. F. Schumacher & Co., 37 F.3d 996 (3d Cir. 1994), cert.denied, 514 U.S. 1063 (1995) (summary judgment in favor of defendants reversed by Third Circuit; certiorari denied by the Supreme Court; case tried to conclusion before a jury and settled after trial); Gulfstream III Associates, Inc. v. Gulfstream Aerospace Corp., 995 F.2d 425 (3d Cir. 1993) (jury verdict in favor of plaintiff; case settled); Big Apple BMW, Inc. v. BMW of North America, Inc., 974 F.2d 1358 (3d Cir. 1992), cert. denied, 507 U.S. 912 (1993) (summary judgment in favor of defendant reversed by Third Circuit; case settled prior to trial).

In addition to its antitrust practice, the Kohn firm has been retained by institutional investors, including several multi-billion dollar pension funds, to monitor their investments and to commence litigation when appropriate. The firm has brought litigation on behalf of the Retirement System of the City of Philadelphia, the Police and Fire Retirement System of the City of Detroit and the General Retirement System of the City of Detroit. The Kohn firm has been lead or co-lead counsel in the following securities class actions among others: In re KLA-Tencor Corp. Securities Litigation, Master File No. 06-cv-04065-MJJ (N.D. Cal) (\$65 million settlement approved); In re Marvell Technology Group, Ltd. Securities Litigation, Master File

No. 06-06286-RMW (N.D. Cal.) (\$72 million settlement approved); In re Calpine Corporation Securities Litigation, Master File No. C-02-1200 (N.D. Cal) (settled on an individual basis after trial preparation nearly complete); In re Schulman Partnerships Securities Litigation, MDL 753-AAH (C.D. Ca.); Goldenberg, et al. v. Marriott PLP Corp., et al., No. PJM 95-3461 (D. Md.); In re Intelligent Electronics, Inc. Securities Litigation, Master File No. 92-CV-1905 (E.D. Pa.); WEBBCO v. Tele-Communications, Inc., et al., No. 94-WM-2254 (D. Colo.); The Carter Revocable Trust v. Tele-Communications, Inc., et al., No. 94-WM-2253 (D. Colo.); Rabin v. Concord Assets Group, Inc., et al., 89 Civ. 6130 (LBS) (S.D.N.Y.); Sadler v. Stonehenge Capital Corp., et al., 89 Civ. 6512 (KC); Ramos, et al. v. Patrician Equities Corp., et al., 89 Civ. 5370 (TPG) (S.D.N.Y.); In re Advacare Securities Litigation, (E.D. Pa. 1993); Solo, et al. v. Duval County Housing Finance Authority, et al., No. 94-1952-CA (Duval Cty. Fla.); In re Clinton Oil Securities Litigation, (D. Kan. 1982).

The firm also has litigated numerous consumer and mass tort class actions, such as: In re Synthroid Marketing Litigation, MDL No. 1182 (N.D. Ill.); In re Temporomandibular Joint (TMJ) Implants Products Liability Litigation, MDL No. 1001 (D. Minn.); In re Bolar Pharmaceutical Co., Inc. Generic Drug Consumer Litigation, MDL No. 849 (E.D.Pa.); In re General Motors Corporation Pickup Truck Fuel Tank Products Liability Litigation, MDL No. 961 and Master File No. 92-6450 (E.D.Pa.); In re Factor VIII or Factor IX Concentrate Blood Products Litigation, Civil Action No. 93-5969 and MDL No. 986 (N.D.Ill.); In re Copley Pharmaceutical, Inc., "Albuterol" Products Liability Litigation, MDL Docket No. 94-140-1013 (D. Wyo.).

Courts throughout the country have praised the firm's ability to handle complex class litigation:

In re Automotive Refinishing Paint Antitrust Litigation, MDL No. 1426 (E.D. Pa.).

Judge Surrick stated: “I want to commend counsel on both sides of this litigation. I think the representation on both sides of this litigation is as good as I’ve ever seen in my entire professional career.” Transcript of hearing, August 9, 2007, pp. 18-19.

In re Graphite Electrodes Antitrust Litigation, Master File No. 97-CV-4182, MDL No. 1244 (E.D. Pa.). Judge Weiner wrote that “[c]lass counsel exhibited the highest level of skill and professionalism in their conduct of this litigation.” Order of September 8, 2003.

In re Compact Disc Minimum Advertising Price Antitrust Litigation, MDL No. 1361 (D. Me.). In selecting the firm as lead counsel, Judge Hornby stated that “I have concluded that the firm Kohn, Swift & Graf has the experience, skill, resources, and expertise best able to move this matter forward, and I hereby designate that firm as lead counsel.” Order of January 26, 2001, p. 2.

In re Amino Acid Lysine Antitrust Litigation, MDL No. 1083 (N.D. Ill.). After selecting Kohn Swift & Graf, P.C. as sole lead counsel, at the conclusion of the case Judge Shadur praised the firm’s “extraordinarily professional handling” of the matter, which justified the selection of the firm *ab initio*. Transcript of hearing, February 27, 1998, pp. 3 -4.

In re: Rio Hair Naturalizer Products Liability Litigation, MDL 1055 (E.D. Mich.). Judge Rosen stated that “the work of [lead counsel] and the manner in which they conducted themselves exhibited the very highest level of professionalism and competence in our legal system.” 1996 U.S. Dist. LEXIS 20440, *57 (E.D. Mich., December 20, 1996).

In re: Montgomery Ward Catalog Sales Litigation, Master File No. 85-5094, MDL No. 685 (E.D. Pa). Judge Green praised “the efficient and excellent quality of the attorneys’ work.” Memorandum and Order, August 24, 1988.