

ENDORSED 2012  
FILED  
San Francisco County Superior Court  
SEP 27 2012  
CLERK OF THE COURT  
BY: GINA GONZALES  
Deputy Clerk

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13 SUPERIOR COURT OF THE STATE OF CALIFORNIA  
14 COUNTY OF SAN FRANCISCO

15 ANTHONY E. HELD, Ph.D., P.E.,  
16 Plaintiff,  
17 v.  
18 ALDO U.S., INC., *et al.*,  
19 Defendants.

20 JOHN MOORE,  
21 Plaintiff,  
22 v.  
23 KATE SPADE, LLC, *et al.*,  
24 Defendants.

Lead Case No. CGC-10-497729

**[PROPOSED] ORDER APPROVING  
PLAINTIFFS' ATTORNEYS' FEES  
AND COSTS**

Date: September 27, 2012  
Time: 9:30 a.m.  
Dept.: 302  
Judge: Hon. Harold E. Kahn

1 On October 29, 2010, this Court entered Judgment in the form of a "Stipulation For Entry  
2 of Consent Judgment" (hereinafter, "Consent Judgment"), executed by plaintiffs and the Initial  
3 Settling Defendants, which resolved plaintiffs' allegations that the Initial Settling Defendants sold  
4 certain adult fashion accessories, defined in the Consent Judgment as "Covered Products," that  
5 allegedly exposed individuals to di(2-ethylhexyl)phthalate ("DEHP") without warning in  
6 violation of California Health and Safety Code § 25249.6, *et seq.* ("Proposition 65").

7 On March 14, 2011, this Court entered an amendment to the Consent Judgment entitled  
8 "Stipulation For Entry of Amended Consent Judgment" (hereinafter, "Amended Consent  
9 Judgment"), which expanded the scope of the original Consent Judgment to include two  
10 additional phthalates, butyl benzyl phthalate ("BBP") and di-*n*-butyl phthalate ("DBP"), and, in  
11 addition to the obligations imposed in the Consent Judgment, required Settling Defendants to also  
12 reduce the levels of BBP and DBP to a limit which would no longer require a warning.

13 The Consent Judgment and Amended Consent Judgment each contained an opt-in  
14 mechanism whereby similarly-situated entities could participate (*i.e.*, opt-in) in the settlement to  
15 address their potential Proposition 65 liability with respect to DEHP, BBP, and/or DBP in their  
16 Covered Products. A total of one hundred and thirty-two (132) entities elected to opt-in and  
17 become "Opt-In Settling Defendants." On March 14, 2011, this Court entered Stipulations for  
18 Entry of Judgment ("Opt-In Stipulations"), 1 through 39. On January 10, 2012, this Court entered  
19 Opt-In Stipulations 40 through 144.<sup>1</sup>

20 On March 9, 2012, this Court approved plaintiffs' attorneys' fees and costs incurred with  
21 respect to the Initial Settling Defendants and Opt-In Stipulations 1 through 39, through January  
22 27, 2011, totaling \$2,274,076.68, which Order was entered on March 14, 2011.

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27 <sup>1</sup> The reason there are 144 Opt-In Stipulations but only 132 Opt-In Settling Defendants is due to the fact that 12 of  
28 the Opt-In Settling Defendants whose stipulations were entered in March 2011 elected to participate in the Amended  
Consent Judgment, resulting in 12 additional Opt-In Stipulations.

1 Now, having considered plaintiffs' unopposed motion to approve additional attorneys'  
2 fees and costs in the amount of \$2,338,869.79, which was reduced from \$3,424,674.05 pursuant  
3 to stipulation with the California Attorney General's Office, the papers submitted and the  
4 arguments presented, and good cause appearing, the Court hereby finds that plaintiffs' attorneys'  
5 fees and costs in the amount of \$2,338,869.79 are reasonable under California law.

6 Plaintiffs shall hold in trust all fees collected, which exceed the amount of fees approved,  
7 pending the Court's adjudication of future fee and costs motions in this case.

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**IT IS SO ORDERED.**

Dated: SEP 27 2012

HAROLD KAHN  
JUDGE OF THE SUPERIOR COURT