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5 Attorneys for Plaintiff
6 Rebecca Lee Willis and the Willis Class

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10 **SUPERIOR COURT OF THE STATE OF CALIFORNIA**
11 **FOR THE COUNTY OF LOS ANGELES**

12 **ANTELOPE VALLEY**
13 **GROUNDWATER CASES**

14 This Pleading Relates to Included Action:
15 REBECCA LEE WILLIS, on behalf of herself
and all others similarly situated,

16 Plaintiff,

17 vs.

18 LOS ANGELES COUNTY WATERWORKS
19 DISTRICT NO. 40; CITY OF LANCASTER;
CITY OF PALMDALE; PALMDALE WATER
20 DISTRICT; LITTLEROCK CREEK
IRRIGATION DISTRICT; PALM RANCH
21 IRRIGATION DISTRICT; QUARTZ HILL
WATER DISTRICT; ANTELOPE VALLEY
22 WATER CO.; ROSAMOND COMMUNITY
SERVICE DISTRICT; PHELAN PINON HILL
23 COMMUNITY SERVICE DISTRICT; and
DOES 1 through 1,000;

24 Defendants.

) RELATED CASE TO JUDICIAL
) COUNCIL COORDINATION
) PROCEEDING NO. 4408
)

) **DECLARATION OF DAVID B.**
) **ZLOTNICK IN SUPPORT OF MOTION**
) **FOR AN AWARD OF ATTORNEYS'**
) **FEES; REIMBURSEMENT OF**
) **EXPENSES; AND CLASS**
) **REPRESENTATIVE INCENTIVE**
) **AWARD**

) Date: February 24, 2011
) Time: 10:00 a.m.
) Judge: Hon. Jack Komar

25
26 I, David B. Zlotnick, declare and state as follows:

27 1. I am Of Counsel to the law firm of Krause Kalfayan Benink & Slavens LLP
28 ("KKBS"), counsel for the Willis Class in the above captioned matter. I submit this declaration

1 in support of Plaintiff's Motion for An Award of Attorneys' Fees, Reimbursement of Expenses,
2 and Class Representative Incentive Award. The matters stated herein are true to the best of my
3 personal knowledge and, if called upon to testify thereto, I could and would competently do so.

4 2. I am an attorney admitted to practice before the courts of the State of California,
5 as well as the Federal District Courts for the Central and Southern Districts of California, and the
6 Ninth Circuit Court of Appeals. I have been Of Counsel at KKBS for more than 10 years, prior
7 to which time I was the senior partner of Zlotnick & Thomas. I am a 1980 magna cum laude
8 graduate of the Temple University School of Law.

9
10 3. For the last 25 years, my practice has focused on handling complex class actions,
11 derivative cases, and whistle blower litigation. I have acted as counsel in numerous complex
12 actions over the years, resulting in total recoveries in excess of one billion dollars.

13 4. For the last eight (8) years, in addition to this and other matters on which I have
14 worked, I have served as California counsel for Ven-a-Care of the Florida Keys, a whistle blower
15 in a number of qui tam cases, including *State of California, ex rel. Ven-A-Care of the Florida*
16 *Keys, Inc. v. Abbott Laboratories, Inc., et al.* Case No: 1:03-cv-11226-PBS (MDL 1456) (D.
17 Mass.). My work on this matter has precluded me from being more active in the Ven-A-Care
18 cases, which have resulted in settlements totaling over \$500 million in the last several years.

19
20 5. My current billing rate is \$475 per hour, which is substantially less than most of
21 my contemporaries working on comparable complex cases. During the course of this matter, my
22 rates have ranged from \$425 to \$475 per hour. For purposes of calculating my lodestar, I have
23 used a rate of \$450 per hour, which understates my actual total billings. My billing rates have
24 been approved by various State and federal courts over the years.

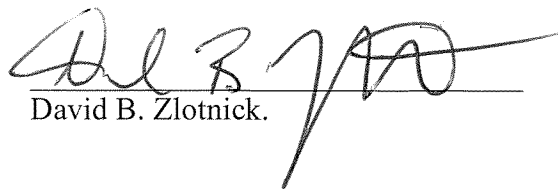
25 6. I have worked actively and continuously on this matter since November 2006,
26 when KKBS was retained to represent Rebecca Lee Willis and a class of Antelope Valley
27 landowners.
28

1 7. Given the complexities of this multi-party matter, I believe the firm's efforts have
2 been appropriate and reasonable. At all times, we have sought to minimize unnecessary and
3 duplicative efforts, whenever feasible dividing responsibilities between Mr. Kalfayan and
4 myself.

5 8. Over the past 51 months, I have personally spent 1,363.75 hours working on this
6 matter; my lodestar for this case is \$613,687.50. Like other class counsel, I have received no
7 compensation during the four plus years that this case has been pending.
8

9 9. One of my responsibilities during the course of this matter has been serving as the
10 primary contact with Plaintiff Willis. This case and settlement would not have occurred without
11 the persistent efforts of Ms. Willis who came forward to challenge the PWS and their claims of
12 prescription. Ms. Willis was integral in helping Class Counsel analyze the claims and the
13 evidence. She has met with Class Counsel numerous times, responded to interrogatories,
14 searched for and produced documents to forward the litigation, regularly communicated with
15 Class Counsel and monitored the status of the case. She has been more actively involved in this
16 case than many clients are in private (i.e., non-Class) litigation.
17

18 56. I declare under penalty of perjury and under the laws of the State of California
19 that the foregoing is true and correct. Executed this 24th day of January, 2011, in San Diego,
20 California.

21
22 
23 David B. Zlotnick.