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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**

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

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

) **DECLARATION OF DAVID B.**  
) **ZLOTNICK IN SUPPORT OF MOTION**  
) **FOR A SUPPLEMENTAL AWARD OF**  
) **ATTORNEYS' FEES**

16 Plaintiff,

17 vs.

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

) Date: August 25, 2011  
) Time: 10:00 a.m.  
) Dep't: 15 (CCW)  
) Judge: Hon. Jack Komar

24 Defendants.

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 A Supplemental Award of Attorneys' Fees for work done on  
2 this matter. The matters stated herein are true to the best of my personal knowledge and, if  
3 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 3. For the last 25 years, my practice has focused on handling complex class actions,  
10 derivative cases, and whistle blower litigation. I have acted as counsel in numerous complex  
11 actions over the years, resulting in total recoveries in excess of one billion dollars.

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

18 5. My current billing rate is \$475 per hour, which is substantially less than most of  
19 my contemporaries working on comparable complex cases. My billing rates have been approved  
20 by various State and federal courts over the years.

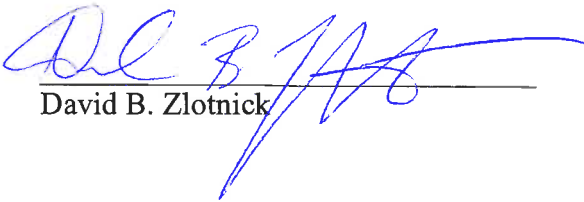
21 6. I have worked actively and continuously on this matter since November 2006,  
22 when KKBS was retained to represent Rebecca Lee Willis and a class of Antelope Valley  
23 landowners.

24 7. The present supplemental fee petition seeks compensation for services performed  
25 from January 1, 2011 (the cut-off date for our prior fee petition) to May 13, 2011 (the date that  
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1 the Court entered Judgment approving the settlement between the Public Water Suppliers and the  
2 Willis Class. Given the complexities of this multi-party matter, I believe the firm's efforts  
3 during that period were appropriate and reasonable. At all times, we sought to minimize  
4 unnecessary and duplicative efforts, whenever feasible dividing responsibilities between Mr.  
5 Kalfayan and myself.

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7 8. Over the four and one-half months at issue, I personally spent 177 hours working  
8 on this matter; my lodestar for those efforts is \$84,075.00. A true and correct description of my  
9 efforts expended on this case during that period is attached as Exhibit 5 to the accompanying  
10 Notice of Lodgment. Like other class counsel, I have received no compensation for those efforts.

11 9. I declare under penalty of perjury under the laws of the State of California that the  
12 foregoing is true and correct. Executed this 12th day of July 2011, in San Diego, California.

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15 David B. Zlotnick

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