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

**ANTELOPE VALLEY  
GROUNDWATER CASES**

) JUDICIAL COUNCIL COORDINATION  
) PROCEEDING NO. 4408  
)

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

) CASE NO. BC 364553  
)

Plaintiff,

) **DECLARATION OF RALPH B.  
) KALFAYAN IN SUPPORT OF MOTION  
) FOR ORDER GRANTING FINAL  
) APPROVAL OF CLASS ACTION  
) SETTLEMENT**

vs.

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

Date: February 24, 2010  
Time: 10:00 a.m.  
Dept: 1  
Judge: Hon. Jack Komar  
Coordination Trial Judge

Defendants.

I, Ralph B. Kalfayan, declare and state as follows:

1. I am a partner at the law firm of Krause Kalfayan Benink & Slavens, counsel for  
the Willis Class in the above captioned matter. I submit this declaration in support of Plaintiffs'

1 Motion for Final Approval of the Settlement between the Willis Class and the Public Water  
2 Suppliers ("PWS"). The matters stated herein are true to the best of my own personal knowledge  
3 and, if called upon as a witness to testify thereto, I would and could competently do so.

4 2. I am informed that the Settling Defendants have mailed the Court approved  
5 Notice to the over 60,000 class members and have published a summary notice in three local  
6 newspapers.

7 3. We have received telephone calls and e-mails from hundreds of class members  
8 with respect to this case and scores of communications with respect to the proposed settlement.  
9 The Class members' response has been overwhelmingly positive. To date, only two Class  
10 members have served objections on us.

11 4. Attached hereto as Exhibits A & B, respectively, are the objections we have  
12 received from Messrs. James A. Babb and Vernon T. Doria. We have responded to the issues  
13 raised in these objections in our accompanying reply memorandum, which we are serving on the  
14 objectors.

15 5. We have agreed to and will cooperate in the development and implementation of  
16 a Physical Solution for the Basin consistent with the terms of the Settlement.

17 I declare under penalty of perjury and under the laws of the State of California that the  
18 foregoing is true and correct. Executed on 17<sup>th</sup> day of February, 2011, in San Diego, California.  
19

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21  
22 /s/Ralph B. Kalfayan  
23 Ralph B. Kalfayan, Esq.  
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