

**UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF NEW YORK**

PRECISION ASSOCIATES, INC., et al., on
behalf of themselves and all others similarly
situated,

Plaintiffs,

vs.

PANALPINA WORLD TRANSPORT
(HOLDING) LTD., et al.,

Defendants.

Case No.: 08-CV-00042 (BMC) (PK)

**DECLARATION OF MARY ELLE FASHIONS, INC. IN SUPPORT OF CLASS
COUNSEL'S MOTION FOR APPROVAL OF SERVICE AWARDS TO CLASS
REPRESENTATIVES**

I, Kenneth Howard, being duly sworn, hereby declare as follows:

1. I am the primary contact for Mary Elle Fashions, Inc., a Class Representative in this matter, represented by Class Counsel.
2. I am submitting this Declaration in support of Class Counsel's Motion for Approval of Service Awards to Class Representatives. If asked to testify, I could competently testify to the facts set forth in this Declaration.
3. This declaration is based upon my personal knowledge and/or experience.
4. At no time did Class Counsel or anyone ever promise me or my company any type of financial compensation for my work as a named class representative, or otherwise, beyond what my company would receive as its share as a Class Member of any settlement or judgment achieved.

5. Mary Elle Fashions, Inc. has always understood that whether it received a service award, and its amount, would be decided by the Court in its discretion. No one promised Mary Elle Fashions, Inc. or me a service award of any amount.

6. I reside in Creve Coeur, Missouri and I am employed by Mary Elle Fashions, Inc., a business that engages in the import of LED lightbulbs, night lights, battery operated items and general merchandise.

7. Mary Elle Fashions, Inc. and I first became involved in this case on or around January 2011. Mary Elle Fashions, Inc. subsequently joined the class action lawsuit against freight forwarders alleging a conspiracy to fix, maintain and stabilize the price of Freight Forwarding Services, including various surcharges.

8. As part of Mary Elle Fashions, Inc.'s duties as a Class Representative I and other employees of Mary Elle Fashions consulted with our attorneys and stayed abreast of the status of the litigation.

9. These efforts included calls, e-mails and meetings with our counsel along with my review of numerous filings with the Court and other papers. The obligation to respond to our lawyer's questions and to assemble information and documents fell upon persons in the company who had diverse responsibilities and who were usually very busy dealing with their daily assignments. Therefore, the time spent obtaining information for this case often pulled our employees away from regular work responsibilities and they therefore had to juggle these tasks as best they could to meet our responsibilities as a class representative and to our regular clients who operated in a time sensitive environment.

10. In addition, Mary Elle Fashions, Inc. and I responded to Defendants' discovery requests by, among other things, discussing those requests with our counsel, searching through

business records multiple times to locate documents within our warehouse responsive to Defendant's document requests. In total, we responded to 166 document requests. As a result of these efforts, we ultimately produced 24,895 pages of documents in this litigation. I estimate that these document production efforts took me and members of my company about/at least 202 hours. At least 76 of these hours were spent by one accounting manager/salesman that would otherwise have been spent doing business development.

11. In addition to Defendants' voluminous document requests, Mary Elle Fashions, Inc. responded to 26 different interrogatories, which were served in multiple sets by different Defendants. I estimate that these efforts in responding to interrogatories took me and members of my company about/at least 22 hours.

12. In addition, Mary Elle Fashions, Inc. was deposed in this litigation. I was the designee from our company appeared for a Rule 30(b)(6) deposition. The topics for which we were required to prepare and provide testimony were quite extensive. These were the topics:

- (a) The Surcharges, including their implementation and any communications with providers of Freight Forwarding Services referring or relating to Surcharges
- (b) The particular claims in the CTAC that You are asserting against DHL.
- (c) The factual allegations in the CTAC and the source of each allegation, including the date you learned of each fact.
- (d) Your use of Freight Forwarding Services during the Relevant Period, including the routes on which you used Freight Forwarding Services, the type of freight involved, the freight forwarders that you used, and your strategy and/or procedures for procuring Freight Forwarding Services.
- (e) Your contracts or agreements with any Defendant named in the CTAC regarding, relating to, or bearing upon Freight Forwarding Services or Surcharges.
- (f) The persons responsible for purchasing Freight Forwarding Services on Your behalf, their job titles and responsibilities.
- (g) The persons with whom You had contact regarding purchases of Freight Forwarding Services.
- (h) The systems that You use to track Your purchases of Freight Forwarding Services and to store records associated with those purchases and the information that those systems record.
- (i) The names of persons You identify as potential suppliers of Freight Forwarding Services.

- (j) Your corporate structure or organization, including the relationship between You and Your parents, subsidiaries, affiliates, partners, and joint ventures, and, where applicable, the percentage of any stock or other interests owned by each entity in the chain of another entity in the chain.
- (k) Your document retention policies.
- (l) Your participation in this lawsuit, including the date on which you first contemplated bringing the claims in this lawsuit or substantially similar claims.

13. Because of the numerous deposition topics, preparation for the depositions was very time consuming, requiring the collection of information from several employees within the company and the review of company records to be prepared to answer deposition questions. Prior to the deposition I met with counsel on several occasions and had telephone conversations to prepare for the deposition.

14. On May 11, 2015, I traveled from my home in Creve Coeur, Missouri to Washington, D.C. to prepare with my counsel for my deposition and to be deposed. As part of this process I was required to take two and a half days off of work. To prepare for my deposition I reviewed numerous documents, engaged in multiple telephone conferences with my counsel, met with several of Mary Elle Fashion's employees, and met with my counsel in Washington, D.C. I proceeded to testify at my deposition on May 12, 2015. My deposition began at 10:39 a.m. and ended at 4:30 p.m. Upon completion of my deposition I returned to St. Louis. Following the deposition, I received a copy of the transcript--which I was asked to review, provide potential corrections to my counsel, and execute. The stress of preparing for and submitting to deposition caused distraction from my executive responsibilities at my business. This is over and above the disruption to my family and volunteer routine, including missing coaching duties.

15. I spent approximately 41 hours traveling, preparing, and being examined, and reviewing the transcript as part of the deposition process in this case.

16. To date I estimate that Mary Elle Fashions, Inc. has spent 265 hours of time as Class Representative. I missed three days of work at \$1,730 per day.

17. We are not currently doing business with any of the Defendants except for Federal Express and UPS.

18. We as a plaintiff were in a good and knowledgeable position to contribute to the success of this case, a responsibility I could not shirk.

19. In light of our extensive efforts which benefitted the Class, Mary Elle Fashions, Inc. respectfully suggests that an additional Incentive Award would be fair.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

Dated: August 12th, 2016

Respectfully submitted,

/s/

