

free telephone number to provide information to and to assist potential Class Members in participating in the Settlement process, working with Class Counsel in the development of a revised Claim Form, establishing an infrastructure to efficiently and effectively process claims received, training personnel on proper claims handling, mailing claim forms to Class Members, reviewing claim forms that are received and transmitting completed claims form to the Court-approved Neutrals, processing determinations received from the Neutrals, and discharging the array of other claims administrative tasks described in the Settlement Agreement. Class Counsel have received invoices from Epiq totaling \$1,646,027.44 for the months of July-October, and of this amount, \$1,303,693.66 remains to be paid. *See* Exhibit A.² In addition, Epiq estimates that its costs will be between \$1,250,000 and \$1,750,000 for the period November 2011-January 2012 (although these costs, of course, will be driven largely by the number of claims received during that time period).

(2) Payments to the Court-Approved Neutrals (JAMS): This funding will be used to compensate the Court-approved Neutrals for their start up efforts prior to the Court's October 27 Order and Judgment approving the Settlement (and approving JAMS as the Track A and Track B Neutrals) and the work JAMS will be performing in the next several months, including the training of the Neutrals and support personnel, the establishment of the infrastructure necessary to efficiently intake and process the claims received from the Claims Administrator, and the commencement of the claims determinations process. JAMS's invoices to date total \$80,597.67

² Class Counsel recognize that these costs are substantially higher than were projected at the time of Class Counsel's first Motion for Approval of Certain Interim Settlement Implementation Costs. While a number of factors have contributed to this increase in claims administration costs, the most significant factors have been a sustained high level of telephone and written inquiries from potential claimants, which already has generated more than 180,000 calls to the toll-free information line and more than 80,000 requests for claim packages.

(see Exhibit B), and they project that their costs for the period November 2011- January 2012 will be between \$2,000,000 and \$2,400,000 (although, as with the claims administration costs, these costs will be driven largely by the number of claims received during that time period).

(3) **Payments for Additional Notice and Outreach Efforts:** Although the payments already made to Kinsella Media include funds for certain additional notice activities during the Claims Period, Class Counsel believe that some additional outreach and notice activities may be necessary in view of the fact that to date less than 35% of the individuals whose names are on the “5(g) list” maintained by Epiq have requested claims forms. In this regard, Class Counsel are currently discussing with Kinsella, as well as with the Federation of Southern Cooperatives/Land Assistance Fund, certain additional notice and outreach activities that could be undertaken during the Claim Period. Subject to approving specific additional outreach and notice activities over the next three months, Class Counsel seek \$200,000 for the funding of such activities.

Class Counsel requests the Court’s approval for the foregoing categories of costs for implementing the Settlement Agreement in an amount up to \$5,000,000, subject to Lead Class Counsel’s review and approval of the actual invoices received from the Claims Administrator, Neutrals, and notice providers.

Pursuant to Section IV.E of the Settlement Agreement, Class Counsel submits as Exhibit C bank statements from the Designated Account confirming the depletion of the \$3 million in Interim Implementation Costs previously approved by this Court on June 15, 2011. See Docket No. 177.

Class Counsel have conferred with counsel for the Defendant and are authorized to state that the Defendant does not oppose the entry of the attached Order.

Respectfully submitted,

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Dated: November 11, 2011

CERTIFICATE OF SERVICE

I certify that on November 11, 2011, I served this Motion on counsel of record by filing a copy via the ECF system.

/s/

Michael W. Lieberman

SO ORDERED.

PAUL L. FRIEDMAN
United States District Judge

DATE: