

**IN THE UNITED STATES DISTRICT COURT  
FOR THE SOUTHERN DISTRICT OF FLORIDA  
CASE NO. 91-0986-CIV-GOLD/SIMONTON**

ALLAPATTAH SERVICES, INC., *et al.*,

Plaintiffs,

vs.

EXXON CORPORATION,

Defendant.

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**ORDER AFFIRMING SPECIAL MASTER'S REPORT AND RECOMMENDATIONS  
REGARDING CLASS COUNSEL'S REQUESTED COSTS AND REIMBURSABLE  
EXPENSES, DISPOSITION OF THE PSA TRUST ACCOUNT AND GERALD  
BOWEN'S ADVANCE OF ATTORNEYS' FEES**

**THIS CAUSE** is before the Court upon the Report and Recommendation Regarding Costs and Reimbursable Expenses Incurred by Class Counsel, Disposition of the PSA Trust Account and Gerald Bowen's Advance of Attorneys' Fees [**D.E. 3664**] and the Report and Recommendation Regarding Grutman Firm's Unopposed Motion to Modify Report and Recommendation Regarding Costs and Reimbursable Expenses to Approve Negotiated Discounted Claim [**D.E. 3756**] (the "Reports") issued by Special Master Thomas E. Scott. In the Reports, the Special Master has recommended reimbursements for the requested costs and expenses incurred by Class counsel during the course of this litigation. The Special Master has also outlined the amounts to be disbursed from both the Allapattah Trust Account and the Named Plaintiffs' Attorneys' Fees Escrow Account. Finally, the Special Master has proposed procedures for the orderly disposition of both the Allapattah Trust Account and the Named Plaintiffs' Attorneys' Fees Escrow Account.

Upon review of the Reports, the Court agrees with the recommendations proposed by the Special Master. For the reasons articulated in the Reports, the Court concludes that the reimbursable costs and expenses recommended by the Special Master are reasonable and the disbursements from the Allapattah Trust Account and the Named Plaintiffs' Attorneys' Fees Escrow Account should be implemented forthwith. Accordingly, it is hereby **ORDERED AND ADJUDGED** that:

1. The Report and Recommendation Regarding Costs and Reimbursable Expenses Incurred by Class Counsel, Disposition of the PSA Trust Account and Gerald Bowen's Advance of Attorneys' Fees [D.E. 3664] and the Report and Recommendation Regarding Grutman Firm's Unopposed Motion to Modify Report and Recommendation Regarding Costs and Reimbursable Expenses to Approve Negotiated Discounted Claim [D.E. 3756] are **AFFIRMED AND ADOPTED**.
2. McKenna, Long & Aldridge LLP's Petitions for Costs and Expenses are granted in part. The law firm is awarded costs and expenses from the Settlement Fund in the amount of \$149,884.24. Payment of the reimbursable costs and expenses shall be paid forthwith by the Claims Administrator from the Settlement Fund.
3. Stearns, Weaver, Miller, Weissler, Alhadeff & Sitterson, P.A.'s (hereinafter

“Stearns Weaver”) Petitions for Costs and Expenses are granted in part. The law firm is awarded costs and expenses from the Settlement Fund in the amount of \$1,684,634.83. Payment of the reimbursable costs and expenses shall be paid forthwith by the Claims Administrator from the Settlement Fund.

4. Pertnoy, Solowsky & Allen, P.A.’s (hereinafter “Pertnoy Solowsky”) Petitions for Costs and Expenses are granted in part. The law firm is awarded costs and expenses from the Settlement Fund in the amount of \$417,735.21. Payment of the reimbursable costs and expenses shall be paid forthwith by the Claims Administrator from the Settlement Fund.
5. Grutman, Greene & Humphrey’s (hereinafter “Grutman”) Petitions for Costs and Expenses are granted in part and denied in part. The law firm is awarded costs and expenses from the Settlement Fund in the amount of \$62,500.00. Consistent with the prior orders of this Court, the remaining requested fees, costs and expenses from 1995 forward are denied with prejudice as unrecoverable. Payment of the reimbursable costs and expenses shall be paid forthwith by the Claims Administrator from the Settlement Fund.
6. The Law Offices of Gerald Bowen’s (hereinafter “Bowen”) Petitions for Costs and Expenses are granted in part and denied in part. The law firm

is awarded costs and expenses from the Settlement Fund in the amount of \$2,500.00. The remaining requested costs and expenses are denied without prejudice as unsubstantiated, subject to further proof or negotiation. Payment of the reimbursable costs and expenses shall be paid forthwith by the Claims Administrator from the Settlement Fund.

7. Pertnoy Solowsky is awarded \$1,736,566.36 to effectuate the disbursement of the Allapattah Trust Account. Payment of the funds necessary to reimburse the contributions to the Allapattah Trust Account shall be paid forthwith by the Claims Administrator from the Settlement Fund. After receipt of the said monies, Pertnoy Solowsky:

- (a) shall forthwith issue and mail checks, without provision for interest, to those Exxon dealers who contributed funds to the Allapattah Trust Account as provided in Exhibit "A" to the Special Master's Report and Recommendation [D.E. 3664];
- (b) shall exercise due diligence in obtaining the identity of the contributor(s) for Dealer Task Force Check Numbers 147 and 148 and forthwith issue and mail checks to those individuals upon discovery of the same, without provision for interest;
- (c) shall reimburse Mr. Zarwin with \$20,000.00 for the benefit of those dealers who contributed to his contribution, without

provision for interest;

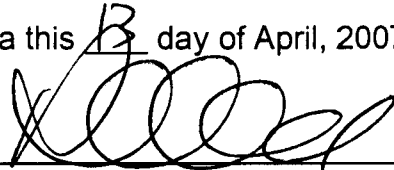
- (d) shall forthwith pay Stearns Weaver, without provision for interest, the \$769,671.50 contributed by Stearns Weaver to the Allapattah Trust Account;
  - (e) shall forthwith pay, without provision for interest, Grutman the sum of \$25,000.00 for loan made to Bowen to contribute to the Allapattah Trust Account;
  - (f) shall forthwith pay Pertnoy Solowsky, without provision for interest, the \$737,500.00 contributed by Pertnoy Solowsky to the Allapattah Trust Account; and
  - (g) shall be discharged from its reporting requirements with respect to the \$89,475.00 held in the Settlement Fund related to the remaining contributions made to the Allapattah Trust Account on Bowen's behalf pending the resolution of other disputes involving Bowen's Awards.
8. Class Representative, William McGillicuddy is ordered to provide Pertnoy Solowsky with any information regarding the identity and location of the members of the Exxon Dealer Task Force that may be needed to disburse the Allapattah Trust Account.
9. Pertnoy Solowsky is required to provide a report to the Special Master outlining its efforts to reimburse the Allapattah Trust Account to

contributors within thirty (30) days of the payment of the Cost Award to Pertnoy Solowsky.

10. Consistent with the prior orders of this Court, the \$300,000.00 advance of attorneys' fees made to Bowen shall be repaid, forthwith, to the Named Plaintiffs' Attorneys' Fees Escrow Account (hereinafter "Escrow Account") from the award of attorneys' fees to Bowen.
11. Upon reimbursement of Bowen's \$300,000.00 advance from the Settlement Fund, Stearns Weaver is ordered to proceed with distribution of the monies in the Escrow Account in accordance with Class counsel's agreement to abide by the percentage fee allocations established by the fee award [D.E. 2997].
12. The 2% of the withheld attorneys' fees from the named Plaintiffs' awards shall be reimbursed to the Class representatives after appropriate deductions are made for the named Plaintiffs' respective share of the costs of this litigation as provided in Exhibit "B" to the Special Master's Report and Recommendation [D.E. 3664].
13. Stearns Weaver is required to disburse the remaining balance of the Escrow Account pursuant to the District Court's Fee Petition Order as provided in Exhibit "C" to the Special Master's Report and Recommendation [D.E. 3664].
14. Stearns Weaver is required to provide a report to the Special Master

outlining its efforts to disburse the Escrow Account within thirty (30) days of the payment of the \$300,000.00 from the Settlement Fund.

**DONE AND ORDERED** at Miami, Florida this 13 day of April, 2007.

A handwritten signature in black ink, appearing to read 'Alan S. Gold', written over a horizontal line.

**THE HONORABLE ALAN S. GOLD  
UNITED STATES DISTRICT COURT JUDGE**

Copies furnished to:  
Magistrate Judge Andrea Simonton  
Special Master Thomas E. Scott  
All Counsel of Record