

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

PATRICK HUFFORD and JOHN WISBISKI,
individually and on behalf of all others similarly
situated,

Plaintiffs,

v.

MAXIM INC.,

Defendant.

Civil Action No. 19-cv-04452-ALC-RWL

**DECLARATION OF FRANK S. HEDIN IN SUPPORT OF PLAINTIFFS’
MOTION FOR ATTORNEYS’ FEES, COSTS, EXPENSES, AND SERVICE AWARDS**

I, Frank S. Hedin, pursuant to 28 U.S.C. § 1746, hereby declare under penalty of perjury as follows:

1. I am one of the attorneys of record for Plaintiffs Patrick Hufford and John Wisbiski (“Plaintiffs”) in this action, and I make this declaration in support of their Motion for Attorneys’ Fees, Costs, Expenses, and Service Awards filed concurrently herewith.

2. I have personal knowledge of the facts set forth in this declaration and, if called as a witness, I could and would testify competently thereto.

BACKGROUND AND EXPERIENCE

3. I am a member in a good standing of the Florida Bar and the State Bar of California; the United States District Courts for the Southern District of Florida, Middle District of Florida, Northern District of California, Southern District of California, Central District of California, Eastern District of California, Western District of Michigan, and Western District of Wisconsin; and the United States Courts of Appeals for the Second Circuit and Seventh Circuit, and I have been admitted to appear before this Court on a *pro hac vice* basis.

4. I received my Bachelor of Arts from University of Michigan in 2008 and my Juris Doctor, *magna cum laude*, from Syracuse University College of Law in 2012. From 2012 through

2013, I served as law clerk to the Honorable William Q. Hayes, United States District Judge for the Southern District of California. During my clerkship with Judge Hayes, I managed half of the Court's civil docket and drafted orders and opinions at all stages of litigation in a wide range of matters, including several class actions.

5. From early 2014 until early 2018, I worked as an attorney at a Miami-based boutique litigation firm, where I built the firm's class action litigation practice from the ground up and represented both plaintiffs and defendants in consumer and data-privacy class actions and employment-related collective actions throughout the country. I also represented indigent litigants in civil rights and housing matters on a pro bono basis. I was partner and head of the firm's class action litigation practice at the time of my departure.

6. My partner David W. Hall and I founded Hedin Hall LLP in March 2018. With offices in Miami, Florida and San Francisco, California, our firm focuses on class action litigation in the data-privacy, financial services, and securities realms. We also regularly represent indigent litigants on a pro bono basis. *See, e.g., Groover v. U.S. Corrections, LLC, et al.*, No. 15-cv-61902-BB (S.D. Fla.) (representing plaintiff and putative class against country's largest private prisoner extradition companies in Section 1983 civil rights action alleging violations of the Eighth Amendment).

7. Over the past two and a half years, my firm and I have secured meaningful relief for classes of consumers and investors in a wide range of matters. *E.g., Olsen, et al. v. ContextLogic Inc.*, No. 19CH06737 (Cir. Ct. Cook Cnty. Ill., Jan 7, 2020) (\$16 million settlement of TCPA class action finally approved); *Owens, et al. v. Bank of America, N.A., et al.*, No. 19-cv-20614-MGC (S.D. Fla.) (\$4.95 million settlement of overdraft-fee class action finally approved); *Liggio v. Apple Federal Credit Union*, No. 18-cv-1059-LO (E.D. Va.) (\$2.7 million settlement of overdraft-fee class action finally approved); *Kokoszki v. Playboy Enterprises, Inc.*, No. 19-cv-10302-BAF (E.D. Mich.) (\$3.8 million settlement of Michigan PPPA class action finally approved); *In re Menlo Therapeutics Inc. Sec. Litig.*, Case No. 18CIV06049 (Cal. Sup Ct., San Mateo County) (\$9.5 million class settlement on behalf of IPO investors finally approved); *In re*

EverQuote, Inc. Sec. Litig., (N.Y. Supreme, New York County), Case No. 651177/2019 (\$4.75 million class settlement on behalf of IPO investors finally approved).

8. In addition to the instant matter, Hedin Hall LLP presently serves as class counsel or lead or co-lead plaintiffs' counsel on behalf of plaintiffs and putative classes of consumers in several data-privacy matters. *E.g.*, *Donahue v. Everi Payments, Inc., et al.*, No. 2018-CH-15419 (Cook Cnty., Ill. Cir. Ct.) (class counsel in action alleging disclosure of consumers' credit and debit card information on printed transaction receipts in violation of FACTA, recently achieved \$14 million non-reversionary settlement for class of consumers); *Lloyd, et al. v. Eaze Solutions, Inc.*, No. 18-cv-5176-JD (N.D. Cal.) (alleging transmission of unsolicited text messages in violation of the TCPA); *Hansen v. LMB Mortgage Servs., Inc.*, No. 19-cv-179-KJM (E.D. Cal.) (same); *Jara v. Redbox Automated Retain, LLC*, No. 19-cv-4532 (N.D. Ill.) (same); *Lin v. Crain Communications Inc.*, No. 19-cv-11889-VAR (E.D. Mich.) (same); *Lin v. Crain Communications Inc.*, No. 19-cv-11889-VAR (E.D. Mich.) (represent plaintiff and proposed nationwide class in action against Crain for disclosing its subscribers' personal information in violation of the Michigan PPPA, achieved a key victory on issue of first impression concerning the statute's enforceability by non-Michigan resident plaintiffs against a Michigan-based defendant).

9. My firm and I also currently represent consumers in class actions against financial institutions arising from the assessment of allegedly improper fees, interest, and other charges to consumers' accounts. *E.g.*, *Alfaro, et al. v. Bank of America, N.A., et al.*, No. 19-cv-22762-MGC (S.D. Fla.) (alleging improperly-assessed foreign transaction fees); *Key, et al. v. Bank of America, N.A., et al.*, No. 19-cv-23020-DPG (S.D. Fla.) (alleging various improperly-assessed service fees); *Wiggins, et al. v. Bank of America, N.A., et al.*, No. 19-cv-3223-EAS (S.D. Ohio) (alleging improperly-assessed overdraft fees).

10. Finally, we represent classes of aggrieved investors in securities class actions in state and federal courts nationwide. *E.g.*, *Luczak v. Nat'l Beverage Corp.*, No. 18-cv-61631-KMM (S.D. Fla.) (court-appointed counsel for class in action alleging violations of federal securities laws, on appeal); *Plymouth County Retirement System v. Impinj, Inc., et al.*, Index No.

650629/2019 (N.Y. Sup. Ct., N.Y. Cnty.) (asserting Securities Act claims arising from initial and secondary public offerings); *In re Dentsply Sirona Inc. S'holders Litig.*, Index No. 155393/2018 (N.Y. Sup. Ct., N.Y. Cnty.) (asserting Securities Act claims arising from offering in connection with merger); *In re PPDAL Grp. Sec. Litig.*, Index No. 654482/2018 (N.Y. Sup. Ct., N.Y. Cnty.) (asserting Securities Act claims arising from initial public offering); *In re Altice USA, Inc. Sec. Litig.*, Index No. 711788/2018 (N.Y. Sup. Ct., Queens Cnty.) (asserting Securities Act claims arising from initial public offering); *Plutte v. Sea Ltd.*, Index No. 655436/2018 (N.Y. Sup. Ct., N.Y. Cnty.) (asserting Securities Act claims arising from initial public offering); *Wolther v. Maheshwari (In re Veeco Instruments, Inc. Sec. Litig.)*, Lead Case No. 18CV329690 (Cal. Sup. Ct., Santa Clara Cnty.) (asserting Securities Act claims arising from offering in connection with merger).

11. Attached hereto as **Exhibit A** is a current firm resume for Hedin Hall LLP.

THE INSTANT LITIGATION

12. Beginning in December 2018, my firm and I commenced a pre-suit investigation of Defendant's alleged violations of the Michigan Preservation of Personal Privacy Act (the "PPPA"). Due to the confidential nature of Defendant's alleged disclosures, our pre-suit investigation was extensive, and involved in-depth research into a number of data industry practices, including data appending, subscriber list rental, and data cooperatives.

13. From the outset of the case, the Parties engaged in direct communication, and as part of their obligation under Fed. R. Civ. P. 26, discussed the prospect of resolution. As part of their continued settlement negotiations, the Parties exchanged further informal discovery, including on issues such as the size and scope of the putative class. Given that the information exchanged would have been the same information produced in formal discovery related to issues of class certification and summary judgment, the Parties had sufficient information to assess the strengths and weaknesses of the claims and defenses.

14. The Parties agreed to the terms of the Settlement through experienced counsel who possessed all the information necessary to evaluate the case, determine all the contours of the

proposed class, and reach a fair and reasonable compromise after negotiating the terms of the Settlement at arm's length. After reaching an agreement in principle on the Settlement, my firm and I, together with co-counsel, worked extensively with defense counsel to finalize and memorialize the agreement into a formal Class Action Settlement Agreement, including proposed court notice documents. That process included rounds of revisions.

15. Plaintiffs and Class Counsel recognize that despite our belief in the strength of Plaintiffs' claims, continued litigation of this action, absent the Settlement, would be expensive, lengthy, and pose significant risks of non-recovery to the Settlement Class.

16. Under the circumstances, and based on my experience litigating prior similar actions, I believe that the resulting \$228,165 Proposed Settlement secures excellent relief for the Settlement Class. Based on Maxim's records the Settlement Class includes approximately 2,125 (after de-duplication) persons with a Michigan street address who subscribed directly to Maxim for receipt of a *Maxim* magazine to be delivered to a Michigan street address between May 15, 2016 and July 30, 2016. With a \$228,165 non-reversionary Settlement Fund, each Class Member who does not exclude him or herself from the Settlement will automatically receive (i.e., without having to submit a claim form) a *pro rata* cash payment of approximately \$54.

17. Since the Court granted preliminary approval of the Settlement, Class Counsel has worked with the Settlement Administrator, JND Legal Administration ("JND"), to carry out the Court-ordered notice plan. Specifically, Class Counsel helped compile and review the contents of the required notice to State Attorney Generals pursuant to 28 U.S.C. § 1715, reviewed the final claim and notice forms, and reviewed and tested the settlement website before it launched live. Class Counsel also worked with Defendant and JND to secure the class list and effectuate the Notice Plan.

18. Since class notice has been disseminated, Class Counsel has worked with JND on a weekly basis to monitor settlement claims and any other issues that may arise. Class Counsel has also fielded calls from Settlement Class Members and assisted with their requests.

19. Attached hereto as **Exhibit B** is a summary of the time billed by my firm for the

development, prosecution, and resolution of this case and the lodestar calculation utilizing our current normal billing rates. The summary was prepared from contemporaneous daily time records regularly prepared and maintained by my firm pursuant to firm policy and have been maintained in the computerized records of my firm. In creating the summary, I personally reviewed all of my firm's time entries associated with this case and used billing judgment to ensure that duplicative and unnecessary time was excluded and that only time reasonably devoted to the litigation was included.

20. My firm undertook this matter on a contingency basis. As of today's date, my firm expended 83.9 hours in this case. *See Ex. A at 2-8.* My firm's lodestar fee in this case, based on current billing rates, is \$58,730.00. *See id.*

21. To date, my firm has also expended \$200.00 in out-of-pocket costs and expenses in connection with the prosecution of this case. Exhibit B attached hereto includes an itemized list of those costs and expenses. Ex. B at 9. These costs and expenses are reflected in the records of my firm, and were necessary to prosecute this litigation. Cost and expense items are billed separately, and such charges are not duplicated in my firm's billing rates.

22. Included within Exhibit B hereto is a chart setting forth the hourly rates charged for lawyers and staff at my firm. Ex. B at 1. Based on my knowledge and experience, the hourly rates charged by my firm are within the range of market rates charged by attorneys of equivalent experience, skill, and expertise. As my firm has litigated several prior matters in New York, including in this District, I have personal knowledge of the range of hourly rates typically charged by counsel in our field in New York, as well as in California, Florida and elsewhere, both on a current basis and in the past. In determining my firm's hourly rates from year to year, my firm has consciously taken market rates into account and has aligned its rates with the market.

23. The reasonableness of my firm's hourly rates are also supported by relevant surveys of legal rates, including those attached as Exhibits D-K to the declaration of Philip L. Fraietta submitted contemporaneously herewith.

24. My hourly rate and that of my partner David W. Hall are currently set at \$700. My

hourly rates have been deemed reasonable by courts across the country, including, for example, the courts presiding over the following matters:

- i. *Liggio v. Apple Federal Credit Union*, No. 18-cv-1059-LO (E.D. Va.);
- ii. *Kokoszki v. Playboy Enterprises, Inc.*, No. 19-cv-10302-BAF (E.D. Mich.);
- iii. *Olsen, et al. v. ContextLogic Inc.*, No. 19CH06737 (Cir. Ct. Cook Cnty. Ill., Jan 7, 2020);
- iv. *Chimeno-Buzzi v. Hollister Co.*, No. 14-cv-23120-MGC (S.D. Fla.); and
- v. *Farnham v. Caribou Coffee Co., Inc.*, No. 16-cv-295-WMC (W.D. Wisc.).

25. No court has ever cut my or my firm's fee application by a single dollar on the ground that our hourly rates were not reasonable.

26. Mr. Hufford's and Mr. Wisbiski's active involvement in this case was critical to its ultimate resolution. They took their role as class representatives seriously, devoting significant amounts of time and effort to protecting the interests of the class. Without their willingness to assume the risks and responsibilities of serving as class representatives, I do not believe such a strong result could have been achieved. Their involvement in this case has been nothing short of essential.

27. I firmly believe that the proposed Settlement is fair, reasonable, and adequate, and in the best interest of the Settlement Class.

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

Executed this 25th day of September 2020 at Miami, Florida.

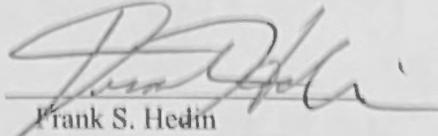

Frank S. Hedin

EXHIBIT A

HEDIN HALL LLP

FIRM RÉSUMÉ

With offices in Miami, Florida and San Francisco, California, Hedin Hall LLP represents consumers and shareholders in data-privacy, financial services, and securities class actions in state and federal courts nationwide.

Our firm prosecutes difficult cases aimed at redressing injuries suffered by large, diverse groups of people. Over the past decade alone, our work has helped secure billions of dollars in relief for consumers and investors and facilitated important changes in business practices across a wide range of industries.

Representative Matters

Notable examples of our attorneys' work include:

Consumer & Data-Privacy Matters

- *Owens, et al. v. Bank of America, N.A., et al.*, No. 19-CV-20614-MGC (S.D. Fla.) (class counsel in overdraft fee class action, non-reversionary \$4.95 million settlement pending final approval)
- *Liggio v. Apple Federal Credit Union*, No. 18-cv-1059-LO (E.D. Va.) (class counsel in overdraft fee class action, non-reversionary \$2.7 million settlement granted final approval)
- *Olsen, et al. v. ContextLogic Inc.*, No. 2019CH06737 (Ill. Cir. Ct. Jan. 7, 2020) (class counsel in action alleging violation of Telephone Consumer Protection Act (“TCPA”), non-reversionary \$16 million settlement finally approved)
- *Kokoszki v. Playboy Enterprises, Inc.*, No. 19-cv-10302-BAF (E.D. Mich.) (class counsel in action alleging violation of Michigan’s Personal Privacy Preservation Act (“PPPA”), non-reversionary \$3.8 million settlement pending final approval)
- *In re Everi Holdings, Inc. FACTA Litigation*, No. 18CH15419 (Ill. Cir. Ct. Jan. 7, 2020) (class counsel in 14 related actions alleging violations of Fair and Accurate Credit Transactions Act against various casino entities and common payment processor, \$14 million non-reversionary class settlement recently reached)
- *Chimeno-Buzzi v. Hollister Co.* (S.D. Fla.) (class counsel in action alleging violation of TCPA, non-reversionary \$10 million settlement finally approved)

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- *Farnham v. Caribou Coffee Co., Inc.* (W.D. Wisc.) (class counsel in action alleging violation of TCPA, non-reversionary \$8.5 million settlement finally approved)
- *Lin v. Crain Communications, Inc.*, No. 2:19-cv-11889-VAR-APP (E.D. Mich.) (counsel for putative nationwide class in action alleging violation of Michigan’s PPPA against Michigan-based publishing conglomerate)
- *Norberg v. Shutterfly, Inc.* (N.D. Ill.) (putative class action alleging the collection of individuals’ immutable “scans of face geometry” in violation of Illinois’ Biometric Information Privacy Act (“BIPA”))
- *Rivera v. Google, Inc.* (N.D. Ill.) (putative class action arising from Google’s alleged collection of individuals’ immutable “scans of face geometry” in violation of BIPA)
- *In re Facebook Biometric Privacy Litig.* (N.D. Cal.) (first-of-its-kind data privacy class action arising from Facebook’s alleged collection of individuals’ immutable “scans of face geometry” in violation of BIPA)
- *In re: Volkswagen “Clean Diesel” Marketing, Sales Practices and Products Liability Litig.* (N.D. Cal.) (class action alleging claims in connection with the Volkswagen diesel-cheating scandal, resulting in over \$17 billion recovery)

Securities Matters

- *City of Sterling Heights General Employees’ Retirement System v. Prudential Financial, Inc.* (D. N.J.) (\$33 million settlement for class of aggrieved investors)
- *Louisiana Municipal Police Employees’ Pension Fund v. KPMG, LLP, et al.* (N.D. Ohio) (\$32.6 million settlement for class of aggrieved investors)
- *Cyan v. Beaver County Employees Retirement Fund*, (U.S. Supreme Court) (contributed to *certiorari*, merits, and *amici* briefing in 9-0 plaintiffs’ victory on issues of first impression pertaining to concurrent jurisdiction and dual sovereignty, the PSLRA and SLUSA, and the Securities Act removal bar)
- *Wiley v. Envivio, Inc., et al.* (Cal. Sup. Ct., San Mateo Cnty.) (\$8.5 million settlement for class of aggrieved investors)
- *In re MobileIron Shareholder Litig.* (Cal. Sup. Ct., Santa Clara Cnty.) (\$7.5 million settlement for class of aggrieved investors)
- *In re Model N Shareholder Litig.* (Cal. Sup. Ct., San Mateo Cnty.) (\$8.55 million settlement for class of aggrieved investors)
- *Silverman v. Motorola, et al.* (N.D. Ill.) (\$200 million settlement for class of aggrieved investors)

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- *United Food and Commercial Workers Union Local 880 v. Chesapeake Energy Corp., et al.* (W.D. Okla.) (obtained multiple favorable precedent-setting decisions related to typicality, tracing, adequacy, materiality, and negative causation under the Securities Act of 1933)
- *Xiang v. Inovalon Holdings, Inc., et al.* (S.D.N.Y.) (obtained favorable precedent-setting decisions related to statute of limitations, falsity, causation, and materiality under the Securities Act of 1933)
- *Buelow v. Alibaba Group Holding Ltd., et al.* (Cal. Sup. Ct., San Mateo Cnty.) (\$75 million settlement, obtained several favorable precedent-setting decisions related to statute of limitations, the relation-back doctrine, falsity, causation, and materiality under the Securities Act of 1933)
- *In re Herald, Primeo, and Thema Funds Sec. Litig.* (S.D.N.Y.) (\$62.5 million settlement for victims of Madoff Ponzi scheme)

Biographies of Principal Attorneys

Frank S. Hedin

Frank S. Hedin manages the firm's Miami office. He is a member in good standing of the Florida Bar and the State Bar of California. Mr. Hedin received his Bachelor of Arts from University of Michigan and his Juris Doctor, *magna cum laude*, from Syracuse University College of Law. After graduating from law school, he served for fifteen months as law clerk to the Honorable William Q. Hayes, United States District Judge for the Southern District of California. Prior to establishing Hedin Hall LLP, Mr. Hedin was a partner at a litigation boutique in Miami, Florida, where he represented both plaintiffs and defendants in consumer and data-privacy class actions, employment-related collective actions, and patent and trademark litigation, and served as head of the firm's class action practice.

David W. Hall

David W. Hall manages the firm's San Francisco office. Before founding Hedin Hall LLP, Mr. Hall managed cases for one of the largest plaintiffs' firm in the United States, where he

HEDIN HALL LLP

pioneered and developed, inter alia, the firm's state court Securities Act and data privacy practices. Earlier in his legal career, he served as judicial law clerk to the Honorable Irma E. Gonzalez, United States District Judge for the Southern District of California. Mr. Hall is a graduate of the University of California, Hastings College of the Law, *cum laude*, and the New England Conservatory of Music. At Hastings College of the Law, he served as Staff Editor of the Hastings Business Law Journal, teaching assistant in the Legal Writing & Research Department, and extern to the Honorable Joyce L. Kennard of the California Supreme Court.

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EXHIBIT B

HEDIN HALL LLP SUMMARY OF HOURS AND EXPENSES
(Through September 25, 2020)

Attorney	Hours	Total Lodestar
Frank S. Hedin	80.5	\$56,350.00
David W. Hall	3.4	\$2,380.00
	83.9	\$58,730.00
Expenses:		\$200.00
Total:		\$58,930.00

HEDIN HALL LLP HOURLY RATES

As of September 25, 2020

Attorney	Title	Bar Admission	Hourly Rate
Frank S. Hedin	Partner	2012	\$700.00
David W. Hall	Partner	2010	\$700.00

DATE	MATTER	ATTY	DESCRIPTION	HOURS	RATE	AMOUNT
December 18, 2018	Maxim	FSH	Research and analysis re: Maxim's list rental and disclosure practices, including on Nextmark and website, among other publicly accessible websites. Exchanged correspondence with D. Hall, P. Fraietta, and J. Marchese re: same.	2.5	\$700.00	\$1,750.00
January 15, 2019	Maxim	FSH	Research and analysis re: Maxim's list rental and disclosure practices, including on Nextmark and website, among other publicly accessible websites.	3.8	\$700.00	\$2,660.00
May 9, 2019	Maxim	FSH	Telephone call with Luther Huguelet concerning his subscription to Maxim magazine, the time and means of such purchases, his residence during his time as a subscriber, Maxim's list rental practices, and the Michigan VRPA.	1.1	\$700.00	\$770.00
May 9, 2019	Maxim	FSH	Exchanged correspondence with Luther Huguelet concerning serving as pltf and proposed class rep in action against Maxim under VRPA. Prepared and sent engagement agreement to L. Huguelet.	1.5	\$700.00	\$1,050.00
May 10, 2019	Maxim	FSH	Exchanged correspondence with D. Hall regarding Huguelet v. Maxim VRPA litigation and next steps.	1.2	\$700.00	\$840.00
May 10, 2019	Maxim	DWH	E-mail correspondence with co-counsel concerning investigation into case and legal issues for preparing action.	0.8	\$700.00	\$560.00
May 14, 2019	Maxim	FSH	Exchanged correspondence with L. Huguelet regarding preparation of Complaint and next steps.	0.5	\$700.00	\$350.00
May 15, 2019	Maxim	FSH	Further research and analysis re: Maxim's list rental and disclosure practices, including on Nextmark and website, among other publicly accessible websites, and exchanged correspondence with D. Hall, P. Fraietta, and J. Marchese re: same.	1.7	\$700.00	\$1,190.00
May 15, 2019	Maxim	FSH	Research and analysis concerning statute of limitations issues presented by amendment to statute effective July 31, 2016. Drafted Complaint alleging VRPA and unjust enrichment claims against Maxim. Exchanged draft of same and related correspondence with D. Hall, P. Fraietta, and J. Marchese.	3.4	\$700.00	\$2,380.00
June 8, 2019	Maxim	DWH	Research concerning Biglari and Maxim corporate structure and pending litigation against companies. Review of public financial materials concerning Biglari.	2.0	\$700.00	\$1,400.00
June 9, 2019	Maxim	FSH	Exchanged correspondence with L. Huguelet regarding status of case.	0.3	\$700.00	\$210.00

August 1, 2019	Maxim	FSH	Review and analysis of letter motion concerning motion to dismiss filed by Maxim. Exchanged correspondence with co-counsel re: same.	1.5	\$700.00	\$1,050.00
August 1, 2019	Maxim	FSH	Research and analysis concerning Biglari corporate structure and separation from Maxim operations. Research and analysis concerning Michigan VRPA's statutory language as to the entities subject to its prohibitions. Exchanged correspondence regarding same with co-counsel.	3.5	\$700.00	\$2,450.00
April 1, 2019	Maxim	FSH	Review and analysis of Maxim's Answer to complaint. Performed research and analysis regarding legal issues presented therein. Exchanged correspondence with P. Fraietta, J. Marchese, and D. Hall re: same.	2.0	\$700.00	\$1,400.00
August 2, 2019	Maxim	FSH	Review of draft stipulation dismissing Biglari without prejudice prepared by co-counsel. Exchanged correspondence with P. Fraietta and J. Marchese re: same.	1.5	\$700.00	\$1,050.00
August 5, 2019	Maxim	FSH	Review of motion for extension of time for Maxim to answer complaint and request to withdraw pre-motion conference letter filed by Maxim.	0.5	\$700.00	\$350.00
August 23, 2019	Maxim	FSH	Review of Maxim's pre-motion conference for planned motion for judgment on the pleadings. Performed preliminary research and analysis concerning issues raised in same. Exchanged correspondence with P. Fraietta regarding same.	2.5	\$700.00	\$1,750.00
August 23, 2019	Maxim	FSH	Prepared and filed motion for pro hac vice admission together with exhibits and proposed order in action.	1.8	\$700.00	\$1,260.00
August 26, 2019	Maxim	FSH	Call to L. Huguelet regarding his addresses in Michigan to which he was sent Maxim magazine issues. Exchanged correspondence with co-counsel regarding same.	1.3	\$700.00	\$910.00
August 26, 2019	Maxim	FSH	Review of court's order granting motion for pro hac vice admission.	0.1	\$700.00	\$70.00
August 27, 2019	Maxim	FSH	Review and revisions to Plaintiff's draft of response in opposition to Maxim's pre-motion conference for planned motion for judgment on the pleadings. Performed research and analysis concerning issues raised in same. Exchanged correspondence with P. Fraietta regarding same.	1.6	\$700.00	\$1,120.00

August 27, 2019	Maxim	FSH	Review of court's order referring case to magistrate judge for general pretrial matters. Review and analysis of local and chambers rules regarding same.	0.5	\$700.00	\$350.00
September 5, 2019	Maxim	FSH	Review of Magistrate Judge's Scheduling Order.	0.3	\$700.00	\$210.00
September 16, 2019	Maxim	FSH	Review of draft initial requests for production and interrogatories drafts prepared by co-counsel. Exchanged correspondence with P. Fraietta regarding same.	0.8	\$700.00	\$560.00
September 18, 2019	Maxim	FSH	Conference call with co-counsel and counsel for Maxim to meet and confer pursuant to Rule 26(f) in advance of case management conference. Exchanged correspondence with co-counsel regarding same.	1.0	\$700.00	\$700.00
September 19, 2019	Maxim	FSH	Review of plaintiff's draft of case management report. Exchanged correspondence with co-counsel regarding same.	0.3	\$700.00	\$210.00
September 23, 2019	Maxim	FSH	Review of Maxim's proposed revisions to plaintiff's draft of case management report, as well as matters referenced in correspondence from Maxim's counsel concerning same. Exchanged correspondence with co-counsel regarding further revisions to same.	1.3	\$700.00	\$910.00
September 24, 2019	Maxim	FSH	Reviewed further correspondence between counsel for the parties concerning plaintiff's further revisions to draft of case management report.	0.5	\$700.00	\$350.00
September 26, 2019	Maxim	FSH	Conference call with Maxim's counsel and co-counsel to discuss various issues going forward in the litigation including entry of stipulated protective order to facilitate exchange of relevant data. Exchanged correspondence regarding same.	0.5	\$700.00	\$350.00
September 30, 2019	Maxim	FSH	Review and analysis of Maxim's proposed revisions to draft of stipulated protective order. Exchanged correspondence with P. Fraietta regarding same.	0.3	\$700.00	\$210.00
September 30, 2019	Maxim	FSH	Call with P. Fraietta and J. Marchese concerning upcoming case management conference and need to seek leave to amend complaint to add additional plaintiffs/proposed class reps. Research and analysis concerning amendment's impact on statute of limitations issues.	1.5	\$700.00	\$1,050.00
October 1, 2019	Maxim	FSH	Call with P. Fraietta to get debrief on case management conference. Review of court's order regarding same. Review and analysis of	2.3	\$700.00	\$1,610.00

			court's case management plan and scheduling order. Call with P. Fraietta and J. Marchese to discuss strategy for going forward.			
October 2, 2019	Maxim	FSH	Review of court's order entering stipulated protective order.	0.2	\$700.00	\$140.00
October 3, 2019	Maxim	FSH	Review of transcript of 10/1 Rule 16 conference.	0.3	\$700.00	\$210.00
October 3, 2019	Maxim	FSH	Review of declaration provided by Maxim's counsel concerning Maxim's records and transmission history of plaintiffs' data. Exchanged correspondence with co-counsel P. Fraietta and J. Marchese regarding same.	1.5	\$700.00	\$1,050.00
October 8, 2019	Maxim	FSH	Review and revise letter motion to amend complaint to add addit'l plaintiffs. Call with co-counsel regarding same. Research and analysis concerning statute of limitation issues.	1.3	\$700.00	\$910.00
October 12, 2019	Maxim	FSH	Research into Maxim's online subscription record search portal. Used portal to search for clients' information by email. Exchanged correspondence with P. Fraietta and J. Marchese regarding same.	1.7	\$700.00	\$1,190.00
October 18, 2019	Maxim	FSH	Review and analyze letter from Maxim's counsel concerning intention to seek Rule 11 sanctions. Exchanged correspondence with co-counsel re: same. Research and analysis concerning legal matters raised in same.	2.8	\$700.00	\$1,960.00
October 19, 2019	Maxim	FSH	Exchanged correspondence and spoke by phone with L. Huguelet concerning his subscription to Maxim and records in his possession concerning his subscription purchase history.	1.2	\$700.00	\$840.00
October 24, 2019	Maxim	FSH	Drafted and exchanged with co-counsel proposed declaration for L. Huguelet to review/revise/sign concerning his subscription history for Maxim. Exchanged further correspondence regarding same and need to file same.	1.5	\$700.00	\$1,050.00
October 24, 2019	Maxim	FSH	Review of court's order granting motion for leave to amend complaint. Exchanged correspondence with co-counsel regarding same.	1.1	\$700.00	\$770.00
October 24, 2019	Maxim	FSH	Review and revise draft of response to Rule 11 sent by Maxim's counsel. Conference call and exchange of correspondence with co-counsel regarding same.	2.0	\$700.00	\$1,400.00

October 29, 2019	Maxim	FSH	Review and exchanged correspondence with co-counsel regarding draft of proposed first amended complaint against Maxim swapping in additional clients.	1.5	\$700.00	\$1,050.00
November 1, 2019	Maxim	FSH	Exchange correspondence with co-counsel concerning need to file notice of dismissal of Huguet's claims.	0.5	\$700.00	\$350.00
November 6, 2019	Maxim	FSH	Review correspondence concerning and edits to stipulation of voluntary dismissal of Huguelet's claims made by Maxim's counsel. Call with co-counsel regarding same.	0.8	\$700.00	\$560.00
November 13, 2019	Maxim	FSH	Review and analysis of Maxim's answer to FAC. Exchanged correspondence with co-counsel concerning same, and regarding statute of limitations affirmative defense raised in same.	0.9	\$700.00	\$630.00
November 19, 2019	Maxim	FSH	Conference call with Maxim's counsel and co-counsel regarding case. Review of draft first sets of RFPs and ROGs to Maxim prepared by co-counsel.	0.5	\$700.00	\$350.00
November 19, 2019	Maxim	FSH	Review and analysis of Maxim's proposed revisions to case management plan. Exchanged correspondence with co-counsel concerning defendant's proposed phasing of case and impact of same on rule against one-way intervention. Performed research and analysis concerning same.	2.1	\$700.00	\$1,470.00
December 13, 2019	Maxim	FSH	Review and analysis of Maxim's initial disclosures. Reviewed draft of Plaintiffs' initial disclosures and exchanged correspondence with co-counsel regarding same.	0.3	\$700.00	\$210.00
December 13, 2019	Maxim	FSH	Review of court's case management order and scheduling plan.	0.4	\$700.00	\$280.00
December 18, 2019	Maxim	FSH	Exchanged correspondence with D. Hall and P. Fraietta concerning ESI protocol proposed by Maxim.	0.3	\$700.00	\$210.00
December 18, 2019	Maxim	DWH	Exchanged e-mails with F. Hedin and P. Fraietta and phone call with F. Hedin concerning deficiencies in Maxim's proposed ESI protocol. Research and analysis concerning discrete legal issues relevant to same.	0.6	\$700.00	\$420.00
December 20, 2019	Maxim	FSH	Review of Maxim's first sets of RFPs and ROGs to plaintiffs. Exchanged correspondence regarding same with co-counsel.	0.5	\$700.00	\$350.00
January 2, 2020	Maxim	FSH	Research and analysis regarding Sherman v. Biglari et al. and exchanged correspondence with co-counsel regarding same.	2.0	\$700.00	\$1,400.00

January 2, 2020	Maxim	FSH	Review of correspondence from Maxim's counsel regarding meeting to discuss potential resolution. Exchanged correspondence with P. Fraietta and J. Marchese regarding same.	1.5	\$700.00	\$1,050.00
January 9, 2020	Maxim	FSH	Conference call with cocounsel P. Fraietta and J. Marchese regarding strategy for potentially resolving litigation.	0.8	\$700.00	\$560.00
January 17, 2020	Maxim	FSH	Review and analysis of Maxim's discovery responses. Exchanged correspondence with P. Fraietta regarding same and need to meet and confer on same.	0.9	\$700.00	\$630.00
January 18, 2020	Maxim	FSH	Revisions to responses to Maxim's discovery requests. Exchanged correspondence with co-counsel concerning same.	1.8	\$700.00	\$1,260.00
January 22, 2020	Maxim	FSH	Conference call with co-counsel and Maxim's counsel regarding potential resolution and outstanding issues in case. Exchanged correspondence with co-counsel concerning same.	0.5	\$700.00	\$350.00
February 18, 2020	Maxim	FSH	Conference call with co-counsel and Maxim's counsel regarding potential resolution and outstanding issues in case. Exchanged correspondence with co-counsel concerning same.	1.0	\$700.00	\$700.00
March 3, 2020	Maxim	FSH	Exchanged correspondence with co-counsel concerning status of settlement negotiations and class size, as well as litigation risks going forward.	1.5	\$700.00	\$1,050.00
March 12, 2020	Maxim	FSH	Review of Maxim's revisions to proposed term sheet. Correspondence with co-counsel re: same.	0.7	\$700.00	\$490.00
March 17, 2020	Maxim	FSH	Final review of term sheet and executed same. Exchanged correspondence with co-counsel re: same.	0.5	\$700.00	\$350.00
March 30, 2020	Maxim	FSH	Reviewed and revised draft settlement agreement papers prepared by co-counsel. Exchanged correspondence with co-counsel re: same.	1.4	\$700.00	\$980.00
April 27, 2020	Maxim	FSH	Final review of settlement agreement and preliminary approval papers. Executed same and prepared updated firm resume for attaching to same. Exchanged correspondence with P. Fraietta for same.	2.2	\$700.00	\$1,540.00
May 7, 2020	Maxim	FSH	Exchanged correspondence with JND regarding settlement administration.	0.3	\$700.00	\$210.00

May 7, 2020	Maxim	FSH	Reviewed correspondence from JND regarding CAFA notice.	0.1	\$700.00	\$70.00
August 13, 2020	Maxim	FSH	Review and analysis of court's order granting preliminary approval. Exchanged correspondence with co-counsel and JND regarding same.	1.2	\$700.00	\$840.00
August 21, 2020	Maxim	FSH	Exchanged correspondence with JND and co-counsel regarding class list to be provided by Maxim.	0.5	\$700.00	\$350.00
August 24, 2020	Maxim	FSH	Further correspondence with JND and co-counsel regarding class list to be provided by Maxim.	0.3	\$700.00	\$210.00
September 10, 2020	Maxim	FSH	Reviewed email correspondence from JND confirming mailing of notice to class members.	0.1	\$700.00	\$70.00
September 18, 2020	Maxim	FSH	Review and analysis of initial administration status report prepared by JND concerning settlement.	0.2	\$700.00	\$140.00
				83.9		\$58,730.00

HEDIN HALL LLP EXPENSES

Date	Matter	Description	Amount
August 22, 2019	Maxim	Pro Hac Vice Admission Fee for F. Hedin	\$200.00

Total: \$200.00