

Steven A. Skalet
Steven N. Berk
MEHRI & SKALET, PLLC
1300 19TH Street, N.W.
Suite 400
Washington, DC 20036
(202) 822-5100

David R. Buchanan
Seth A. Katz
SEEGER WEISS LLP
550 Broad Street
Newark, New Jersey 07102
(973) 639-9100

Attorneys for Plaintiffs
Settlement Class Counsel

Henry Weissmann
MUNGER, TOLLES & OLSON LLP
355 South Grand Avenue
Los Angeles, California 90071-1560
(213) 683-9100

Matthew M. Weissman
WILENTZ, GOLDMAN & SPITZER, P.A.
90 Woodbridge Center Drive
Suite 900, Box 10
Woodbridge, New Jersey 07095-0958
(732) 636-8000

Attorneys for Defendant

RISHA ENTERPRISE, ENGINEERING
AND PLANNING INC. and WINFRED
DONAHUE'S ANSWERING SERVICE,
on behalf of themselves and all others
similarly situated,

Plaintiffs,

v.

VERIZON NEW JERSEY INC.

Defendant.

FILED

JUL 12 2004

JUDGE ALEXANDER P. WAUGH, JR.

SUPERIOR COURT OF NEW JERSEY
LAW DIVISION
MIDDLESEX COUNTY
DOCKET NO. MID-L-8946-02

CIVIL ACTION

~~PROPOSAL~~ ORDER AND
JUDGMENT

Judge: Hon. Alexander P. Waugh

Trial Date: Not set.

ORDER AND JUDGMENT

On April 2, 2004, a Preliminary Order was entered by this Court, preliminarily certifying for settlement purposes only, and directing that notice be given to, a Settlement Class consisting of:

All current and former Verizon New Jersey Inc. ("VNJ") business customers who satisfy both of the following conditions: (a) they had one or more Auxiliary Lines billed to Small Business Accounts during the period between September 27, 1996 and August 15, 2003, and (2) they were charged \$1.01 more than the Small Business Auxiliary Line Rate for one or more such lines during one or more months during that period. Excluded from the Settlement Class shall be (1) Enterprise Customers, (2) Resale CLECs, (3) Defendant, any parent, subsidiary, affiliate, or controlled person of Defendant, and (4) any judicial officer to whom the Action is assigned.

The notice informed the Settlement Class of the proposed Settlement and of a Final Approval Hearing to determine, *inter alia*: whether the proposed Settlement as set forth in the Stipulation of Settlement should be approved as fair, just and reasonable; whether judgment should be entered dismissing the Complaint with prejudice; whether to award attorneys' fees, costs, and expenses to Settlement Class Counsel, and incentive awards to Plaintiffs; and to hear any objections to any of these matters ("Final Approval Hearing").

Such a Final Approval Hearing was held on July 12, 2004. Prior to the Final Approval Hearing, proof of notice, as directed by the Court, was presented and filed. The Settlement Class was therefore notified of its right to appear at the Final Approval Hearing in support of or in opposition to the proposed Settlement and award of fees, costs and expenses to Settlement Class Counsel and incentive payments to Plaintiffs.

The Court, having heard the presentations of Settlement Class Counsel and Defendant's Counsel, and having reviewed all of the submissions presented with respect to the proposed Settlement, and the Court having determined that the Settlement is fair, adequate, and reasonable and having considered the applications of Settlement Class Counsel for an award of fees, expenses, costs, and incentive awards and having reviewed the materials submitted in support thereof, it is hereby

ORDERED AND ADJUDGED THAT:

1. The capitalized terms used in this Order and Judgment shall have the meaning set forth in the Stipulation of Settlement.
2. This Court has jurisdiction over the subject matter of this Action and over all claims raised therein and all parties thereto.
3. The Court finds that, for purposes of settlement only, the numerosity, typicality, commonality, and adequacy requirements of Rule 4:32 of the New Jersey Rules of Civil Practice are satisfied, and that in accordance with Rule 4:32, common

issues of fact and law predominate and make certification of a settlement class superior to other available methods of adjudication.

4. The Court certifies the Settlement Class for settlement purposes only. The Settlement Class shall consist of:

All current and former Verizon New Jersey Inc. ("VNJ") business customers who satisfy both of the following conditions: (a) they had one or more Auxiliary Lines billed to Small Business Accounts during the period between September 27, 1996 and August 15, 2003, and (2) they were charged \$1.01 more than the Small Business Auxiliary Line Rate for one or more such lines during one or more months during that period. Excluded from the Settlement Class shall be (1) Enterprise Customers, (2) Resale CLECs, (3) Defendant, any parent, subsidiary, affiliate, or controlled person of Defendant, and (4) any judicial officer to whom the Action is assigned.

5. On May 7, 2004, copies of the Mail Notice were mailed to Identified Settlement Class Members in accordance with the Preliminary Order:
6. On May 12 and May 18, 2004, the Publication Notice was published in the Newark Star-Ledger, the Record-Herald News, and the Asbury Park Press.
7. The Court finds that the notice given to the Settlement Class as required by Rule 4:32 was given in an adequate and sufficient manner, and that all forms of notice and the methods of identifying and giving notice to persons and entities within the Settlement Class complied in all respects with the laws of the State of New Jersey, the United States, due process and all other applicable law.
8. The Court finds that the Settlement as set forth in the Stipulation of Settlement is fair, just, and reasonable, and in the best interests of the Settlement Class. There were no objections, timely or otherwise, filed. Accordingly, the Settlement is approved in all respects.
9. The Court directs that the above-captioned Action be dismissed with prejudice and without further costs, and that the Settlement be consummated in accordance with the terms and conditions of the Stipulation of Settlement.

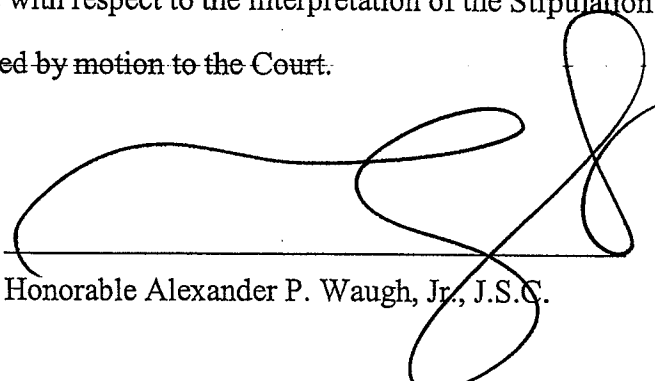
10. Upon the Effective Date of Settlement, all Settlement Class Members shall be deemed to have conclusively released the Released Persons of the Released Claims, as set forth in the Stipulation of Settlement.
11. All Settlement Class Members are permanently bound by the Stipulation of Settlement, ~~and are permanently barred and enjoined, either directly,~~ representatively, derivatively, or in any other capacity, from commencing or prosecuting any action or proceeding in any court or tribunal, or any other proceeding, asserting any of the Released Claims, as set forth in the Stipulation of Settlement, against the Defendant in this Action or the Released Persons as defined in the Stipulation of Settlement. A list of persons otherwise within the Settlement Class who properly and timely excluded themselves from the Settlement Class shall be filed by Settlement Class Counsel in the office of the Clerk of the Court within sixty (60) days of entry of this Order and Judgment and are not subject to this Order and Judgment.
12. The Parties shall effectuate the Stipulation of Settlement in accordance with the terms herein.
13. The Court grants the application for attorneys' fees, costs and expenses submitted by Settlement Class Counsel in the amount of \$520,000.
14. The Court grants the application for incentive awards to Plaintiffs in the amount of \$5,000 each and \$10,000 in total.
15. Without affecting the finality of this Order and Judgment, the Court shall retain continuing jurisdiction over the Action and the Parties, including all Settlement Class Members, for purposes of the administration and enforcement of the Settlement. Such jurisdiction includes supervising the implementation, enforcement, construction and interpretation of the Stipulation of Settlement.
16. In the event that the Effective Date of Settlement does not occur in accordance with the terms of the Stipulation of Settlement, this Order and Judgment shall be

rendered null and void and be vacated, *nunc pro tunc* and *ab initio*, and the Stipulation of Settlement shall be rendered null and void in accordance with the provisions thereof.

17. Any disputes or controversies with respect to the interpretation of the Stipulation of Settlement shall be presented by motion to the Court.

IT IS SO ORDERED.

Dated: July 12, 2006



Honorable Alexander P. Waugh, Jr., J.S.C.