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**ENDORSED
FILED
ALAMEDA COUNTY**

**MAR 18 2011
CLERK OF THE SUPERIOR COURT
BY YASMIN SINGH, Deputy**

7 Lead Counsel for Plaintiffs

8
9 SUPERIOR COURT OF THE STATE OF CALIFORNIA
10 COUNTY OF ALAMEDA

11 MICHAEL CASEY, Individually and on
Behalf of All Others Similarly Situated,
12 Plaintiff,

13 vs.

14 SYBASE, INC., et al.,
15 Defendants.

) Lead Case No. RG10515026
) And Consolidated Cases:
) RG10515575
) RG10516213

) CLASS ACTION

) Assigned to: Judge Steven A. Brick

) DECLARATION OF PAUL A. FIORAVANTI,
) JR. FILED ON BEHALF OF PRICKETT,
) JONES & ELLIOTT, P.A. IN SUPPORT OF
) AWARD OF ATTORNEYS' FEES AND
) EXPENSES

16 This Document Relates To:
17 ALL ACTIONS.

) DEPT: 17
) DATE LEAD CASE FILED: 05/13/10

19 I, PAUL A. FIORAVANTI, JR. declare as follows:

20
21 1. I am a Director with the law firm of Prickett, Jones & Elliott, P.A. in Wilmington,
22 Delaware. I am submitting this declaration in support of my firm's application for an award of
23 attorneys' fees and expenses in connection with services rendered in the above-entitled action (the
24 "Action") and an action entitled *Carlson v. Sybase, Inc. et al.*, C.A. No. 5557-CC in the Delaware Court
25 of Chancery (the "Delaware Action").
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1 2. This firm is counsel of record for plaintiff Donald Carlson in the Delaware Action. I
2 respectfully refer the Court to the Declaration of Michael C. Wagner, Esquire, co-counsel in the
3 Delaware Action, for a description of the litigation of the Delaware Action.

4 3. A description of my firm and the attorneys involved in the Delaware Action is attached
5 hereto as Exhibit A.

6 4. The total number of hours spent on this litigation by my firm is 222.70. The total
7 lodestar amount for attorney/paralegal time based on the firm's applicable hourly rates is \$112,377.
8 The hourly rates shown below are the usual and customary rates charged for each individual in 2010 in
9 corporate litigation of this type. A breakdown of the lodestar is as follows:
10

<i>NAME</i>		<i>HOURS</i>	<i>RATE</i>	<i>LODESTAR</i>
Michael Hanrahan	(D)	112.5	\$700	\$ 78,750.00
Paul A. Fioravanti, Jr.	(D)	37.7	\$510	\$ 19,227.00
Kevin H. Davenport	(A)	70.5	\$200	\$ 14,100.00
Monica Muehsam	(PL)	2.0	\$150	\$ 300.00
TOTAL:		222.7		\$112,377.00

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17 (D) Director

18 (A) Associate

19 (PL) Paralegal

20 5. Attached as Exhibit B is a task-based summary of the work performed and the lodestar
21 incurred by each attorney and paralegal who performed services in this litigation. Attorneys at my firm
22 do not typically record time on a task-based basis. The summary is based on a review and assessment
23 of the descriptions of daily time entries for the billing professionals involved in the litigation.

24 6. Set forth below is a description of the services rendered for each person for who fees are
25 claimed and a summary of their relevant qualifications:
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1 (a) Michael Hanrahan, Director: Mr. Hanrahan was responsible for the oversight of
2 the litigation, factual and legal analysis, development of legal theories, drafting the complaint, and
3 settlement negotiations.

4 (b) Paul A. Fioravanti, Jr., Director: I was responsible for case oversight, legal and
5 factual research and analysis, litigation strategy and settlement negotiations.
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7 (c) Kevin H. Davenport, Associate: Mr. Davenport was responsible for factual
8 review and analysis, preparing motions and discovery, and drafting portions of the complaint.

9 (d) Monica Muehsam, Paralegal: Ms. Muehsam was responsible for compiling
10 documents in support of motions.

11 7. The rates charged by my firm are reasonable and are the same rates submitted to the
12 Delaware Court of Chancery in fee applications involving similar litigation of this type, including the
13 following recent actions: (1) *In re American Italian Pasta Co. Shareholder Litigation*, Del. Ch., Cons.
14 C.A. No. 5610-VCN, in which the court awarded attorneys' fees and expenses of \$825,000 on October
15 13, 2010; and (2) *Olson v. ev3, Inc.*, Del. Ch., C.A. No. 5583-VCL, in which the court awarded
16 attorneys' fees and expenses of \$1.1 million on February 21, 2011. Although the attorneys' fee
17 applications were contested by the defendants in each of the foregoing cases, the defendants did not
18 contest the reasonableness of the hourly rates of plaintiffs' counsel.

19 8. My firm incurred a total of \$5,205.66 in expenses in connection with the prosecution of
20 this litigation. They are broken down as follows:

21 **EXPENSES**

22 From Inception to March 1, 2011

23


DISBURSEMENT	TOTAL
Photocopies	\$ 762.00
Telephone, Facsimile	\$ 242.75
Messenger, Overnight Delivery	\$ 11.00
Filing, Witness & Other Fees	\$3,497.50
Lexis, Westlaw, Online Library Research	\$ 692.41
TOTAL	\$5,205.66

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1 9. The expenses pertaining to this case are reflected in the books and records of this firm.
2 These books and records are prepared from expense vouchers, check records and other documents and
3 are an accurate record of the expenses.

4 I declare under penalty of perjury under the laws of the State of California that the foregoing is
5 true and correct. Executed this 15th day of March, 2011 in Wilmington, Delaware.

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PAUL A. FIORAVANTI, JR.

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EXHIBIT A

PRICKETT, JONES & ELLIOTT, P.A.
Firm Profile

Founded in 1888, Prickett, Jones & Elliott, P.A. is one of Delaware's oldest law firms. For more than a century, Prickett, Jones attorneys have been prominent members of the Delaware Bar who take pride in providing quality legal representation to our clients from around the state, and throughout the country and the world. Our primary goal is always to help our clients achieve their objectives in a practical and cost-efficient manner.

The firm maintains offices in Wilmington, Delaware's economic center, and in Dover, the state's capital. Our Wilmington office is devoted mainly to representation of clients involved in complex corporate and business-related litigation and transactions. We work regularly with clients and law firms on matters involving major public and private corporations and other business entities, particularly matters relating to corporate governance and major corporate transactions. We regularly serve as lead counsel in complex and expedited corporate and business litigation, and have extensive experience in litigating such cases through trial and appeal. Our Wilmington attorneys also have substantial experience litigating medical malpractice defense, bankruptcy, intellectual property and other commercial and tort claims in Delaware State and Federal courts.

The attorneys in our Dover office provide general litigation and business transactional services, in particular relating to real estate development in lower Delaware's rapidly growing Kent and Sussex counties. Our Dover office also has an active personal injury litigation practice.

The firm is also a member of the Legal Netlink Alliance, a global network of experienced legal professionals that allows Prickett, Jones to assist clients with matters outside of Delaware.

Prickett, Jones has the experience and resources to handle the largest corporate and business related matters. We are regularly involved in some of the largest and most complex lawsuits and transactions affecting Delaware corporations and business entities. However, our moderate size provides clients with a level of personal attention, responsiveness, flexibility and economic efficiency that many larger firms cannot provide. All of our directors take a hands-on approach and work closely with our clients to meet their specific needs and goals.

The firm encourages its lawyers to contribute regularly to professional and public service organizations. A current member of the Firm recently completed her term as President of the Delaware State Bar Association and was the third member of the firm to serve in that position. Firm members also chair or have chaired numerous professional committees including: the Business and Corporate Litigation Committee of the ABA Section of Business Law; the Committee on Partnerships and Unincorporated Business Organizations of the ABA Section of Business Law; the ABA Committee on Class Actions and Derivative Suits; and the Delaware Supreme Court Board of Professional Responsibility. Firm members also have actively participated in or currently participate in the following professional groups:

The Council of the Corporation Law Section of the Delaware State Bar Association;
The Delaware Bar's Committee on Alternative Business Entities;

EXHIBIT A

The Editorial Board of The Business Lawyer;
American College of Trial Lawyers;
The Delaware Judicial Nomination Commission;
The Delaware Supreme Court Rules Committee;
The Delaware Court of Chancery Rules Committee;
ABA advisor to the National Conference of Commissioners on Uniform State Laws; and
The ABA-NCCUSL Joint Editorial Board on Unincorporated Business Organizations Acts.

Many former Prickett, Jones attorneys work in all levels of Delaware's judiciary. The Chief Justice of the Delaware Supreme Court is a former firm director, and The Chief Judge of the Delaware Family Court is a former associate. Former members have also served on the Court of Chancery and Superior Court.

MICHAEL HANRAHAN, a Director of the firm, practices in the area of corporate, commercial and partnership litigation, primarily in the Delaware Court of Chancery. Educated at Columbia University (B.A. 1974; M.B.A. 1978; J.D. 1978), he has authored a number of articles including *The Next Poison Pill Antidote - Director Nomination By-Law Amendments*, Corporate Governance Advisor, January/February, 2002; *Duties to Preferred Stockholders Under Delaware Law - How Preferred is Preferred Stock?*, Corporate Governance Advisor, March/April 1998; *A Short History of the Delaware Court of Chancery*, 18 Del. J. Corp L. 819 (1993) (with Justice William T. Quillen); and *Trustees of Equity: The Judges of the Delaware Court of Chancery*, The Delaware Bar in the Twentieth Century (1994) (with Justice Quillen and Justice Maurice A. Hartnett, III).

Education

Columbia University (B.A. 1974; M.B.A. 1978; J.D. 1978)

PAUL A. FIORAVANTI, JR., the Managing Director of the firm, practices in the areas of corporate and business litigation. His practice concentrates on corporate and commercial litigation in the Delaware Court of Chancery. He represents clients in a wide range of business disputes, including corporate mergers and acquisitions, fiduciary duty litigation, corporate governance, books and records demands, officer and director advancement and indemnification, special committee investigations, statutory appraisal and partnership and limited liability company litigation. Mr. Fioravanti is a co-author of the annual *Review of Developments in Delaware Corporation Law* and is the former editor in chief of the Maryland Law Review. He served as a law clerk to the Honorable Ellen L. Hollander of the Court of Special Appeals of Maryland.

Publications

Review of Developments in Delaware Corporation Law (2002-2010)

Valeant Pharmaceuticals: A Case Study in the Perils of Self-Interested Compensation and the Restrictions on Bonus Awards (May 2007) BNA, Inc. Pension Benefits Reporter, Vol. 34, No. 18

Education

University of Delaware (B.A. 1993)

University of Maryland School of Law (J.D., with honor, 1997)

KEVIN H. DAVENPORT is an associate in the firm's Wilmington office. Mr. Davenport's practice focuses on business entity transactions and corporate litigation. Mr. Davenport graduated from DeSales University in 2004 with a B.A. in Political Science and Law and Society and received his Juris Doctor, cum laude, from Rutgers-Camden School of Law in 2009. Mr. Davenport received a Master in Business Administration, cum laude, from Rutgers-Camden School of Business in 2009. While at Rutgers, Mr. Davenport served as an Articles Editor for *The Journal of Law and Public Policy*, and also as an intern for the Honorable Jean B. McMaster, Superior Court Judge, Gloucester County, New Jersey. Prior to attending law school, Mr. Davenport worked as a consumer affairs analyst for Kia Motors of America, and then as an internal auditor for Liberty Mutual Insurance Company.

Education

DeSales University (B.A., 2004)

Rutgers-Camden School of Law (J.D., 2009)

Rutgers-Camden School of Business (M.B.A., 2009)

EXHIBIT B

Casey v. Sybase, Inc. , Lead Case No. RG10515026

Firm Name: Prickett, Jones & Elliott, P.A.

Reporting Period: Inception through March 1, 2011

Categories:

- | | |
|--|---|
| (1) Factual Investigation | (6) Client / Shareholder Communications |
| (2) Discovery | (7) Litigation Strategy & Analysis |
| (3) Pleadings, Briefs & Pretrial Motions | (8) Settlement Negotiations |
| (4) Court Appearances | |
| (5) Draft Initial or Amended Complaint | |

Name	1	2	3	4	5	6	7	8	Total Hours	Rate	Total Lodestar
Michael Hanrahan (P)	23.40	-	20.90	-	42.50	-	4.60	21.10	112.50	700	78,750.00
Paul A. Fioravanti, Jr. (P)	3.00	-	10.60	-	5.30	-	8.40	10.40	37.70	510	19,227.00
Kevin H. Davenport (A)	36.30	7.70	16.20	-	6.10	-	-	4.20	70.50	200	14,100.00
Monica Muehsam (PL)	-	-	2.00	-	-	-	-	-	2.00	150	300.00
	-	-	-	-	-	-	-	-	-		-
	-	-	-	-	-	-	-	-	-		-
	-	-	-	-	-	-	-	-	-		-
	-	-	-	-	-	-	-	-	-		-
	-	-	-	-	-	-	-	-	-		-
TOTAL:	62.70	7.70	49.70	-	53.90	-	13.00	35.70	222.70		112,377.00

- (P) Partner
 (A) Associate
 (PL) Paralegal

EXHIBIT B