

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF NEW JERSEY**

GARY MARCHESE, ESTHER WEINSTEIN,
and JOAN HOWARD Individually, and on
Behalf of All Others Similarly Situated,

Plaintiffs,

vs.

CABLEVISION SYSTEMS CORPORATION
and CSC HOLDINGS, LLC,

Defendants.

Civil Action No. 10-2190 (MCA) (MAH)

**DECLARATION OF MICHAEL S. WEINSTEIN, ESQ.
IN SUPPORT OF PLAINTIFFS' MOTION FOR AN AWARD OF
ATTORNEY'S FEES, REIMBURSEMENT OF EXPENSES, AND PAYMENT OF
INCENTIVE AWARDS TO CLASS REPRESENTATIVES**

I, MICHAEL S. WEINSTEIN, declare as follows:

1. I am a member of the law firm of Cole Schotz P.C. I submit this declaration in support of Plaintiffs' motion for an award of attorneys' fees, reimbursement of expenses, and payment of incentive awards to the class representatives in connection with services rendered in prosecuting this action. I have personal knowledge of the matters set forth in this declaration, and, if called as a witness, I could and would testify competently thereto.

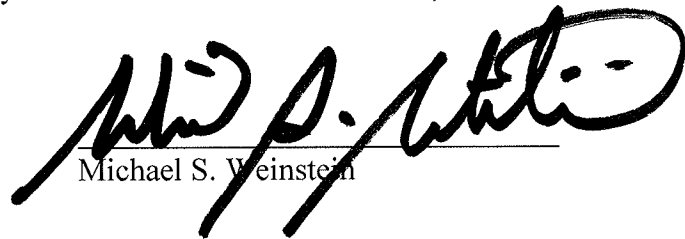
2. My firm has acted as class liaison counsel for Plaintiffs in this litigation entirely on a contingency fee basis. The background and experience of Cole Schotz P.C. and its attorneys that worked on this matter are summarized in the curriculum vitae attached hereto as **Exhibit 1.**

3. During the litigation my firm was involved in the following activities: attending court conferences, hearings, discovery issues and disputes, and other court appearances; researching, reviewing, preparing, and filing pleadings, motions, and all supporting documents

with the Court; corresponding with the Court; addressing case scheduling and filing deadlines; reviewing and analyzing discovery materials and deposition testimony; researching various legal issues; reviewing and analyzing the parties' expert reports; drafting and preparing Plaintiffs' motion for class certification for filing; participating in settlement discussions; drafting and preparing Plaintiffs' motion for approval of proposed class settlement for filing; and conferring with co-counsel regarding local court procedures and filing requirements.

4. Attached hereto as **Exhibit 2** is a summary lodestar report (including timekeeper, position, rates, and hours) for this matter. The lodestar calculation is a detailed summary indicating the amount of time spent by each attorney and professional support staff at my firm who was involved in the litigation based on my firm's actual hourly billing rates throughout the duration of this litigation. The schedule was prepared from contemporaneous time records regularly prepared and maintained by my firm, which are available at the request of the Court. The total number of hours expended by my firm from August 8, 2012 through June 30, 2016 is 577.45 hours. The total lodestar for my firm is \$248,348.75.

5. **Exhibit 3** attached hereto is a summary by category of the unreimbursed expenses incurred by my firm in connection with the prosecution of this litigation. The expenses incurred in this action are reflected on my firm's books and records, which are prepared from invoices, receipts, credit card bills, cancelled checks and wire transfer notices, expense vouchers, check records, and other source materials and represent an accurate recordation of the expenses incurred. As detailed in Exhibit 3, my firm has incurred a total of \$1,820.15 in unreimbursed expenses in this litigation.



Michael S. Weinstein

Dated: July 6, 2016

EXHIBIT 1

Cole Schotz

Cole Schotz P.C.

June 30, 2016

Cole Schotz P.C.
www.coleschotz.com

New Jersey | New York | Delaware | Maryland | Texas | Florida



The Firm

Cole Schotz provides legal services throughout the United States from its offices in New Jersey, New York, Delaware, Maryland, Texas, and Florida. We represent hundreds of businesses and individuals – many of whom have been clients for decades – as well as a number of Fortune 500 companies.

Cole Schotz brings together over 130 attorneys across a wide range of practice areas including:

- Bankruptcy & Corporate Restructuring
- Construction Services
- Corporate, Finance & Business Transactions
- Employment
- Environmental
- Healthcare
- Intellectual Property
- Litigation
- Real Estate
- Real Estate Special Opportunities
- Tax, Trusts and Estates
- White Collar Investigation

Relationships and results are at the core of the Cole Schotz experience. Achieving success for each client is our goal, and our relentless commitment to that end sets us apart.

A Culture of Personal Service, A Commitment to Success

Cole Schotz is known for the highly focused personal service it delivers. No matter how complex the legal challenge, you can be assured of dedicated service, 24/7 access to your legal team, and a relentless commitment to your success. We are your counselors as well as your business partners and most importantly, a trustworthy ally.

Our reputation for integrity and expertise precedes us in the courtrooms and meeting rooms we enter. And we deliver on that reputation every day results we deliver.

Our investments in state-of-the-art technology fuel our ability to increase productivity, maximize workflow efficiency, minimize our environmental footprint, and reduce fees and costs. This commitment applies to our information management, security and communications systems.

Our Attorneys: Leaders in Their Fields, Pillars of Their Communities

When you partner with Cole Schotz, you gain access to an experienced team, distinguished by its passion for the practice of law and commitment to upholding the highest standards of the legal profession.

The firm's ranks include former federal and local officials; former corporate counsel and Fortune 500 executives; certified civil trial attorneys; and fellows from the American College of Trial Lawyers and the American College of Bankruptcy.

Additionally, we take pride in the many civic and charitable activities that our attorneys support on their own time and with their colleagues at Cole Schotz.

Cole Schotz P.C.

Our Roots

Superior character and abilities are highly valued at Cole Schotz – and have been the foundation of our success since 1928.

The firm was founded by David L. Cole, a noted labor arbitrator and mediator, and Mendon Morrill, one of New Jersey's foremost trial lawyers. David Cole served as Director of the Federal Mediation and Conciliation Service and counseled every president from Harry S. Truman to Gerald R. Ford in national labor crises. Mendon Morrill went on to serve with distinction as a judge of the United States District Court.

Outstanding service as applied to the practice of law was the foundation for Cole Schotz, and it remains a cornerstone today.

Our Clients

Our diverse list of clients – many of whom we've worked with for decades – attest to the level of excellence Cole Schotz has come to stand for, and reflects our intense commitment to specialization in the industries we serve.

Some of our valued clientele include:

60 Guilders LLC
The 100 Mile Fund
AEW Capital Management
Alfred Sanzari Enterprises
Bed Bath & Beyond Inc.
Equinox Fitness
Equity One, Inc.
Highland Capital Management, LP
Kyocera Document Solutions of America
Ladder Capital Finance LLC
Liberty Mutual Surety
Onyx Equities, LLC

Oritani Bank
Ritchie Capital Management
The RREEF Funds
The Savanna Fund
SAKS & Company LLC
Solaris Health Systems, Inc.
Suburban Propane, L.P.
Town Sports International, Inc.
Toys "R" Us, Inc.
Valley Hospital
Vitaquest
Vornado Realty Trust

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Litigation

One of the region's largest, most experienced groups of commercial trial lawyers, our Litigation Department has achieved success in hundreds of trials in state and federal courts. Throughout New Jersey, New York, Delaware, Maryland and Texas, we are recognized as the region's "bet the company" litigation team. We frequently arbitrate and mediate as alternatives to litigation. We also counsel our clients on how to avoid litigation. First and foremost, our clients see us as problem solvers.



Commercial / Business Litigation

We represent a diverse group of companies and individuals, from all industries, in business disputes in state and federal court litigation, through trial and appeal, as well as in mediation and arbitration. Specifically, we represent and guide clients in shareholder, partner and member disputes; contract disputes, claims of unfair competition and tortious interference, claims of state and federal statutory violations, such as antitrust, trademark, copyright and patent infringement, racketeering (RICO), and claims of fraud, whether securities, lender, consumer or business fraud, as well as numerous other types of inter- and intra-company disputes. We have vast experience in identifying, seeking and obtaining the necessary and proper legal and equitable relief and remedies required by our clients, including, but not limited to, temporary restraining orders, preliminary and permanent injunctions, declaratory judgments, specific performance and monetary damages.

Construction and Real Estate Litigation

We represent all sides of the construction and real estate industry in and out of court in connection with their disputes. Specifically, our clients include public and private property owners, developers, sureties, general contractors, subcontractors, suppliers, design professionals and real estate brokers. We have litigated matters involving purchase and/or sale transaction disputes, construction and design defects, lender liability, fraud, lease interpretation, commercial foreclosures, guarantees, construction and mechanic's lien enforcement, payment and performance bond claims, bid protests, actions in lieu of prerogative writs and real estate tax appeals.

Employment Litigation

We represent both employers and individual plaintiffs, in all types of employment-related disputes in and out of court, administrative proceedings and arbitration. Specifically, we represent clients pursuing, and defending against, statutory and common law claims of unfair competition, misappropriation of trade secrets, violation of restrictive covenants, wrongful discharge, discrimination and harassment on the basis of sex, religion, race, age and sexual orientation, among other protected classes of individuals.

Personal Injury, Products Liability, Medical Malpractice and Professional Malpractice Litigation

We represent both individuals and professionals, as plaintiffs and defendants, in personal injury matters, including, but not limited to, automobile negligence cases, medical malpractice claims and slip-and-fall cases

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resulting in serious injury. In particular, we have represented hospitals in professional, nursing and general liability matters; self-insured businesses in their general liability matters; health care professionals in professional negligence cases and before state boards; manufacturers and distributors in products liability cases; as well as individuals who have been injured due to medical malpractice, negligence or defective products.

Insolvency/Bankruptcy Litigation

In conjunction with and in support of our Bankruptcy Department, our litigators represent our clients in the Bankruptcy Court on a wide variety of litigation issues, including, but not limited to, claims involving the validity, priority, avoidance and recharacterization of liens; preference and fraudulent conveyance claims; fiduciary duty breaches by directors and officers of distressed companies; constructive trust and alter ego / veil piercing claims; and in objecting to creditor claims.

Trusts & Estates Litigation

In conjunction with and in support of our Trusts & Estates Department, our litigators represent our clients in a wide variety of trust and estate litigation, including, but not limited to, will contests, probate disputes, undue influence claims, guardianship petitions and proceedings, and fiduciary accountings and breaches of fiduciary duties.

White Collar Litigation & Investigations

We represent and defend individuals accused of business-related crimes such as bribery, mail and wire fraud, securities fraud and tax fraud in connection with grand jury investigations and criminal trials. We also assist companies in investigating the suspected theft, bribery, embezzlement of officers and employees, and in internal ethics investigations and executive conflict determinations.

Special Education Litigation

We represent and advocate for the rights of special needs students and their parents in disputes with local school boards and administrators in administrative hearings, trials and appeals. We also pursue claims on behalf of our clients of discrimination, harassment, retaliation and reasonable accommodation under the federal and state constitutions and statutes.

Insurance Claims and Litigation

We represent our clients, both insureds and insurers, in the pursuit of and in defense of insurance policy claims, as well as in indemnity, subrogation, coverage and salvage actions.

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RELATED SERVICES

- Alternative Dispute Resolution
- Appeals
- Business Owner Disputes
- Directors & Officers
- Discovery Services
- Education Law
- Employment Counseling & Litigation
- Environmental Litigation
- Estates & Trusts Litigation
- Foreclosure and Lender Liability
- Franchising
- Information Governance
- Personal Injury/Medical Malpractice
- Professional Liability
- Real Property Tax Appeals
- Surety and Insurance
- Tax Controversies
- Tax Litigation

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Michael S. Weinstein

Member

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mweinstein@coleschotz.com

Michael Weinstein, a former trial attorney with the U.S. Department of Justice in Washington D.C., is chair of the firm's White Collar Defense & Investigations Department. He has successfully litigated numerous federal and state jury trials on a broad range of civil, criminal and quasi-criminal matters in almost every business sector. His practice focuses on complex and sophisticated business litigation, internal corporate investigations and defense of government criminal and quasi-criminal allegations.

Building on his prosecutorial experience, Michael's expertise includes defending against government investigations, criminal prosecutions, civil and regulatory enforcement actions, complex civil business disputes, and quasi-criminal allegations often across numerous jurisdictions and agencies. Possessing a deep understanding of the prosecutorial and regulatory landscape, rules and guidelines as well as an appreciation for client business issues, Michael devises legal strategies and defenses in all matters through appropriate aggressive or more passive steps.

He has extensive experience in all facets of investigations, and trial and has litigated in federal, state, regulatory, administrative and International forums. He serves as lead trial counsel responsible for conceiving and implementing litigation strategies on behalf of corporate and individual clients. He is well respected for his skillful advocacy and ability to personalize arguments to best suit the audience.

His clients represent a broad range of companies, executives, public officials, and individuals caught in disputes from a wide range of business sectors. Recently, his representative matters have included defense from allegations of securities fraud, bank fraud, tax fraud, corporate malfeasance, money laundering, healthcare fraud, breach of contract, breach of fiduciary duty, violation of restrictive covenants, trademark and copyright infringement and insurance coverage dispute. He also represents closely held companies and executives who must defend against quasi-criminal allegations initiated by regulators, shareholders, or plaintiffs.

Michael was the only U.S. Department of Justice attorney awarded the prestigious Pegasus Trust Fellowship in London, England. He provides ongoing legal commentary in various media formats including TV, radio and print publications on a wide range of criminal defense and business litigation

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topics.

Michael earned his J.D. from American University Washington College of Law and his B.A. in Criminal Justice from American University.

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Victoria Cioppettini

Associate

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vcioppetini@coleschotz.com

Victoria Cioppettini is an associate in the firm's Litigation Department, focusing her practice on complex commercial litigation. By developing and executing creative legal strategies for her clients, Victoria assists business owners, executives, and professionals effectively achieve their litigation and business goals. Her thoughtful and practical approach to litigation helps her to persuade judges and opponents to achieve successful outcomes for her clients.

Victoria has developed superior, high-quality trial skills and possesses a vast array of experience prosecuting and defending claims in all stages of litigation before the state, federal, appellate, and bankruptcy courts of New Jersey and New York. She has been an integral member of numerous trial teams at Cole Schotz and has significant experience in arbitration and mediation proceedings. Some examples of her representations include:

- Representing a shareholder in litigation over the ownership and control of a closely held national logistics company, in multiple proceedings before the New Jersey trial and appellate courts regarding oppressed minority shareholder claims and related valuation issues.
- Conducting internal investigation into high-ranking executive's seven figure misappropriation of corporate assets on behalf of an international women's fashion business and advising corporation's executive team on all aspects of potential legal ramifications and strategies for the recovery of the company's losses.
- Defeating claims for alleged breaches of a patent license agreement and assertions of patent infringement against national ergonomic furniture manufacturer.
- Serving on the trial team for a multi-day evidentiary hearing for the German Insolvency Administrator over the estate of Qimonda AG in its Chapter 15 proceeding, concerning the applicability of section 365(n) of the U.S. Bankruptcy Code.
- Successfully handling multi-day arbitration hearing on behalf of minority shareholder involving ownership, control, and operation of closely-held company.
- Pursuing appeal on issue of first impression relating to the interpretation and reach of a statutory exemption under New Jersey's Open Public Records Act.

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- Defending claims against a shareholder, director, and officer of a closely-held family business in an international food manufacturing business against claims of shareholder oppression, wrongful termination, and breaches of fiduciary duties.
- Defeating various wage-and-hour violation allegations, claims to unemployment benefits, and other employment-related claims before various state agencies and in various court proceedings on behalf of numerous private employers.
- Prosecuting claims for breaches of commercial leases and supporting guaranty agreements on behalf of Vornado Realty Trust and affiliated companies.

Victoria is also on the forefront of the firm's e-discovery and electronic data management practices, providing legal advice to her clients in tackling the unique challenges facing businesses in today's data intensive environment and streamlining the e-discovery process during litigation.

New Jersey *Super Lawyers* recognized Victoria as a "rising star" for 2013, 2014, and 2015. She is a member of the New Jersey State Bar Association, the Bergen County Bar Association, and the New Jersey Women Lawyers Association.

Victoria is admitted to practice law in New Jersey and New York, as well in the U.S. District Courts for the District of New Jersey and the Southern and Eastern Districts of New York.

Prior to joining the firm, Victoria served as a law clerk to the Honorable Jose L. Fuentes of the New Jersey Superior Court, Appellate Division and brings her appellate court experience and practical understanding of the court system to her practice. She was also a former summer associate at Cole Schotz.

Victoria earned her J.D., *cum laude*, from Seton Hall University School of Law, and her undergraduate degree, with *high honors*, from Lehigh University. While in law school, she participated in Seton Hall's Litigation Clinic and served as the managing editor of Seton Hall's *Journal of Sports & Entertainment Law*.

EXHIBIT 2**MARCHESE, ET AL V. CABLEVISION SYSTEMS CORP.
TIME REPORT****Firm Name: Cole Schotz P.C.****Reporting Period: August 8, 2012 through June 30, 2016**

PROFESSIONAL	STATUS	TOTAL HOURS	CURRENT HOURLY RATE	TOTAL LODESTAR
Michael S. Weinstein	P	364.3	\$550	\$185,891.50
Victoria J. Cioppettini	A	151.4	\$375	\$48,055.25
Tanya C Rolo	A	20.45	\$210	\$4,294.50
Frances Pisano	PL	36.5	\$260	\$9,050.50
Roseann Lavery	PL	2.2	\$240	\$528.00
Mary E. Manetas	PL	1.9	\$210	\$382.00
Cynthia Braden	PL	.7	\$210	\$147.00
TOTALS		577.45		\$248,348.75

P = Partner

C = Counsel

A = Associate

PL = Paralegal

LC = Law Clerk

EXHIBIT 3**MARCHESE, ET AL V. CABLEVISION SYSTEMS CORP.
EXPENSE REPORT****Firm Name: Cole Schotz P.C.****Reporting Period: August 8, 2012 through June 30, 2016**

EXPENSE	AMOUNT
Litigation Fund	\$0
Travel/Hotel/Meals	\$64.25
Copying Services	\$1,069.20
Research Services	\$383.28
Telephone/Teleconference/Fax	\$0
FedEx/Messengers/Postage	\$170.12
Court Fees	\$133.30
Other (describe)	\$0
TOTAL	\$1,820.15