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9 Attorneys for Plaintiffs  
WILLIAM BAISLEY and TED PORTILLO on behalf  
10 of themselves and all others similarly  
situated  
11

12 SUPERIOR COURT OF CALIFORNIA  
13 COUNTY OF ORANGE  
14 CENTRAL JUSTICE CENTER/CIVIL COMPLEX

15 WILLIAM BAISLEY, an individual, and  
16 TED PORTILLO, an individual, on  
17 behalf of themselves and all others  
similarly situated

18 Plaintiffs,

19 vs.

20 YOSEMITE WATERS COMPANY,  
21 BASTANCHURY WATERS  
22 COMPANY, INC., DS WATERS OF  
23 AMERICA, INC. and DOES 1 through  
25 25, inclusive,

24 Defendants.

CASE NO. 30-2009-00242694-CU-OE-CXC

[CLASS ACTION]

[PROPOSED] ORDER GRANTING  
PLAINTIFFS' UNOPPOSED MOTION FOR  
FINAL APPROVAL OF CLASS ACTION  
SETTLEMENT

Date: January 25, 2012  
Time: 8:30A.M.  
Dept: CX-105

Complaint Filed: February 5, 2009  
Motion for Preliminary Approval Granted:  
August 29, 2011

26 WHEREAS, the parties entered into a Settlement and Release intended to resolve this  
27 litigation;  
28

**FILED**  
SUPERIOR COURT OF CALIFORNIA  
COUNTY OF ORANGE  
CIVIL COMPLEX LITIGATION CENTER

JAN 25 2012

ALAN CARLSON, Clerk of the Court

C Cepeda  
BY C CEPEDA ll

1           WHEREAS, Plaintiffs' Unopposed Motion For Final Approval came on regularly for  
2 hearing on January 25, 2012, in Department CX-15, Orange County Superior Court, the  
3 Honorable Nancy Wieben Stock presiding. Plaintiffs WILLIAM BAISLEY and TED  
4 PORTILLO appeared by counsel Thomas W. Falvey and J. D. Henderson; Defendants  
5 YOSEMITE WATERS COMPANY and BASTANCHURY WATERS COMPANY, DS  
6 WATERS OF AMERICA, INC., appeared by counsel Greg S. Labate and Brian B. Farrell;

7           WHEREAS, the Court has considered the pleadings and has heard counsel for the  
8 parties with respect to the proposed settlement of this action;

9           WHEREAS, the Court is satisfied that the settlement set forth in the Settlement  
10 Agreement was the result of good faith, arm's-length settlement negotiations among competent  
11 and experienced counsel for both Plaintiff and Defendants; and

12           WHEREAS, the Court, having conducted a hearing respecting the proposed settlement,  
13 and good cause appearing therefore, now finds and orders as follows:

14           1.     The provisions of the Settlement Agreement under the terms set forth in the  
15 Settlement and Release Between Plaintiff and Defendants ("Settlement Agreement") are hereby  
16 approved.

17           2.     The Court finds that this settlement is fair, reasonable and adequate.

18           3.     The Court further finds that the notice as mailed to all class members fairly and  
19 adequately described the proposed settlement, the manner in which class members could object  
20 to or participate in the settlement, and the manner in which class members could opt out of the  
21 class, was the best notice practicable under the circumstances, and provided sufficient notice to  
22 all class members. A full and fair opportunity was afforded to class members to participate in  
23 the proceedings to determine whether the proposed settlement should be given final approval.  
24 Accordingly, this order holds that all class members who did not exclude themselves from the  
25 settlement by filing a timely request for exclusion are bound by this settlement order and  
26 judgment and thus have released all claims against Defendants as set forth in Paragraphs 47 and  
27 48 of the Settlement Agreement.

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1 4. The Court further finds that Plaintiffs William Baisley and Ted Portillo have  
2 released all claims against Defendants as set forth in Paragraphs 48 and 49 of the Settlement  
3 Agreement.

4 5. Pursuant to Code of Civil Procedure ("C.C.P.") section 382, the Court hereby  
5 certifies the following settlement class for settlement purposes only:

6 "All Route Drivers (also known as "Route Sales Representatives") who were employed  
7 by Defendants' in the State of California at any time during the time period from  
8 February 5, 2005 through August 28, 2011."

9 6. The Court further finds that Class Representatives, William Baisley and Ted  
10 Portillo, are adequate class representatives for the Settlement class.

11 7. The Court further finds that the law offices of Thomas W. Falvey (Thomas W.  
12 Falvey, Judy D. Jonas, J.D. Henderson and Daniel O'Neil-Ortiz) and Janet M. Koehn are  
13 adequate class counsel and are hereby approved as Class Counsel (collectively, "Class  
14 Counsel").

15 8. The payment of CPT's costs of administration of \$10,500 is approved and is to  
16 be paid from the Settlement Payment ("Settlement Payment").

17 NY 9. Service payments of \$10,000 ~~each~~ to Class Representatives William Baisley and  
18 Ted Portillo are hereby approved, said payment to come from the Settlement Payment.

19 10. Payment of attorneys' fees of 30% of the Settlement Payment (\$217,500) to  
20 Class Counsel is hereby approved.

21 11. Reimbursement of Class Counsel's costs of \$9,860.72 for all past, present and  
22 future costs from the Settlement Payment is hereby approved.

23 12. The Court retains continuing jurisdiction over the parties pursuant to CRC  
24 3.769 to enforce the terms of this settlement.

25 SO ORDERED this 25<sup>th</sup> day of January, 2012.

26 Plaintiff's

27   
28 Hon. Nancy Wieben Stock  
Judge of the Superior Court