

Exhibit “F”

**IN THE UNITED STATES DISTRICT COURT
FOR THE MIDDLE DISTRICT OF PENNSYLVANIA**

FLORENCE WALLACE, et al. : CONSOLIDATED TO:
Plaintiffs : CIVIL ACTION NO. 3:09-cv-0286

v. :

ROBERT J. POWELL, et al. : (Honorable A. Richard Caputo)
Defendants :

WILLIAM CONWAY, et al. : CIVIL ACTION NO. 3:09-cv-0291
Plaintiffs :

v. :

MICHAEL T. CONAHAN, et al. : (Honorable A. Richard Caputo)
Defendants :

H.T., et al. : CIVIL ACTION NO. 3:09-cv-0357
Plaintiffs :

v. :

MARK A. CIAVARELLA, et al. : (Honorable A. Richard Caputo)
Defendants :

SAMANTHA HUMANIK : CIVIL ACTION NO. 3:09-cv-0630
Plaintiff :

v. :

MARK A. CIAVARELLA, et al. : (Honorable A. Richard Caputo)
Defendants :

**DECLARATION OF SOL H. WEISS
IN SUPPORT OF PLAINTIFFS' UNOPPOSED MOTION
FOR FINAL APPROVAL OF SETTLEMENT,
AWARD OF ATTORNEYS' FEES, COSTS AND
INCENTIVE PAYMENTS TO NAMED PLAINTIFFS**

Filed on Behalf of Anapol Schwartz

I, Sol H. Weiss, hereby declare as follows:

1. I am a shareholder in the law firm Anapol Schwartz. From the inception of *Florence Wallace, et al. v. Robert J. Powell, et al.*, I was the lead attorney at Anapol Schwartz for this litigation. I submit this Declaration in Support of Plaintiffs' Unopposed Motion for Final Approval of Settlement, Award of Attorneys Fees, Costs and of Incentive Payments to Named Plaintiffs in *Florence Wallace, et al. v. Robert J. Powell, et al.* Attached hereto, as Exhibit "A", is my Resumé.

2. I am an attorney in good standing and duly licensed and admitted to the Bar of the Commonwealth of Pennsylvania, the Supreme Court of the United States of America, the United States Court of Appeals for the Third Circuit, the United States District Court for the Eastern District of Pennsylvania and the United States District Court for the Middle District of Pennsylvania. The facts set forth in this Declaration are based upon personal knowledge, about which I could and would testify competently if called upon to do so.

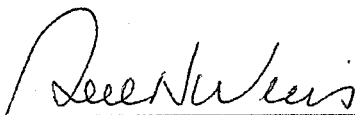
3. Anapol Schwartz acted as counsel to the Named Plaintiffs since the case's inception. Anapol Schwartz was appointed Lead Counsel by this Court on November 27, 2013, when it preliminarily approved the settlement with the PA Child Care, LLC; Western PA Child Care, LLC; and Mid-Atlantic Youth Services Corp. (the "Provider Defendants"). My firm performed the following services on this matter: investigation; legal and factual research in support of the claim; assisted in the briefing on various motions; participated in the review, coding and analysis of documents produced in this litigation; prepared and conducted depositions of the Provider Defendants' corporate designees including performing an in-depth review of electronic general ledgers, e-mail communications, and documents associated with the audits conducted by the Commonwealth of Pennsylvania Department of Public Welfare Bureau of

Financial Operations; mediation; settlement discussions; drafting settlement documents; and the claims and administration process, among other tasks.

4. Anapol Schwartz' service in this litigation has been rendered on a wholly contingent basis and compensation will be limited to such amounts as may be awarded by the Court as common benefit attorneys' fees and for reimbursement of costs and expenses.

5. In connection with the prosecution of this litigation, Anapol Schwartz made out-of-pocket disbursements of \$40,489.43 through May 20, 2014, as specified on the chart attached hereto as Exhibit "B". None of these expenses has been reimbursed to date. Anapol Schwartz recorded these expenses as they were incurred and they are reflected in its computerized bookkeeping records which were created from invoices, receipts and other proofs of the charges and payments that Anapol Schwartz maintains.

I declare under penalty of perjury that the foregoing is true and correct.



SOL H. WEISS

Date: 5-29-14

EXHIBIT "A"

Sol H. Weiss

Sol H. Weiss, a Shareholder of Anapol Schwartz, is an experienced trial attorney known for his exacting preparation and attention to detail.

A "lawyer's lawyer," he is able to handle the most complex case and still present the facts and law in a way that the judge and jury will understand.



Mr. Weiss concentrates his practice in complex civil litigation including class actions and pharmaceutical cases, medical and other professional malpractice, securities litigation and products liability matters.

Notable Verdicts and Settlements

- \$765 million proposed settlement in NFL concussion litigation
- \$3.75 billion settlement in Fen-Phen litigation
- \$68.5 million settlement for individual clients in Baycol litigation
- \$17.75 million partial settlement in the Luzerne County Kids for Cash litigation
- Co-Lead Counsel in NJ consolidated Vioxx litigation

Leadership Roles

Presently, Mr. Weiss is Co-Lead Counsel in the National Football League Players' Concussion Injury Litigation, MDL 2323. He is also among Lead Class Counsel in the Kids for Cash civil rights litigation in the United States District Court for the Middle District of Pennsylvania.

Mr. Weiss has served on the executive committee of the American Association of Justice for four years and has served on its board of governors for the last eight years. In 2009 he received the Harry M. Philo award as the Association's outstanding trial lawyer for his work on limiting Federal Preemption. In 2011, Mr. Weiss received the David S. Shrager President's Award. He previously served in various positions for the Pennsylvania Association For Justice, and was a member of the Board of the Philadelphia Trial Lawyers Association. He is a past President of the Eastern Pennsylvania Chapter of the American Board of Trial Advocates. He is a frequent lecturer about class actions, pharmaceutical liability, civil litigation issues, trial skills and technology in the courtroom.

Mr. Weiss is a member of the American, Pennsylvania and Philadelphia Bar Association. Mr. Weiss has been appointed as liaison counsel in numerous mass tort litigations consolidated in the court of Common Pleas for Philadelphia County and in coordinated mass tort matters in New Jersey State Courts. He has also served on steering committees in multidistrict litigations in Federal Courts.

Mr. Weiss is an active member of the Board of Consultants of the Villanova University School of Law. He also served as Director of the Linda Creed Breast Cancer Foundation.

Professional Recognition

Mr. Weiss Weiss was named 2014 Lawyer of the Year for the category of Mass Tort and Class Action Litigation by Philadelphia's Best Lawyers, and he has been named in The Best Lawyers in America® since 2006. He was featured on the cover of the 2011 edition of Philadelphia's Best Lawyers®.

Mr. Weiss received the 2011 AAJ David S. Shrager Award. He has been included in Pennsylvania Super Lawyers® from 2004 to 2013 and has been named among the Top 100 Pennsylvania Attorneys and Top 100 Lawyers in Philadelphia from 2010 to 2013.

Education and Background

Mr. Weiss earned his bachelor's degree from the Pennsylvania State University in 1968 and his law degree from Villanova University School of Law in 1972. He is licensed to practice in Pennsylvania and is specially admitted to practice in other states.

EXHIBIT "B"

SUMMARY OF EXPENSES FOR ANAPOL SCHWARTZ

EXPENSE CATEGORY	AMOUNT
Legal/Expert Services (Asterion & Lynn Baker)	\$11,653.00
Research	\$464.22
Vendor Services:	\$13,941.14
Envoca Web Design	\$266.00
Webmagistrates, Inc.	\$82.50
Aardvarks Answering Service (Live Answering)	\$1,451.78
Aardvarks Answering Service (Voice Message)	\$873.25
Marcum Accountants (setting up PD fund SS-4 filing & corres)	\$975.00
DTI (settlement mailing)	\$10,292.61
Mailings in-house:	\$256.63
Supplies	\$44.98
Correspondence with postage	\$36.75
Notices with postage	\$174.90
Records:	\$962.57
Domestic Relations	\$326.00
Juvenile Probation	\$530.66
Participant Accounting Records	\$105.91
Filing (JJF Special Pro-Hac Admission)	\$50.00
Courier Service (Rapid)	\$30.00
Guaranteed Subpoena Service	\$299.99
Telephone (Conference calls w/Global, LLC)	\$320.71
Federal Express	\$183.28
Travel	\$149.24
Deposition Transcripts & Video (Powell, Zappala, Owens)	\$12,178.65
TOTAL:	\$40,489.43