

EXHIBIT 35

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

In re: NEXIUM (ESOMEPRAZOLE)
ANTITRUST LITIGATION

MDL No. 2409

Civil Action No. 1:12-md-02409-WGY

This Document Relates To:

All Actions

**DECLARATION OF ROBERT S. KITCHENOFF IN SUPPORT
OF PLAINTIFFS' MOTION FOR REIMBURSEMENT OF EXPENSES
AND CREATION OF A FUND FOR FUTURE LITIGATION EXPENSES**

I, Robert S. Kitchenoff, declare as follows:

1. I am a partner at the law firm of Weinstein Kitchenoff & Asher LLC. I submit this Declaration in support of Plaintiffs' Motion for Reimbursement of Expenses in connection with services rendered in prosecuting this action through trial.

2. My firm has acted as counsel to the End-Payor Class Plaintiffs in this litigation.

During the course of this litigation, my firm has been involved in the following activities:

- Review and edit complaint and prepare it for filing; and
- Prepare motion for admission pro hac vice and provide information re: ECF registration.

3. The total number of hours expended by my firm from inception of the litigation through November 24, 2014, the date on which the settlement with Teva was agreed to in principal, is 9.70 hours, which includes 8.70 attorney hours and 1.00 hours spent by paralegals.

4. This firm has incurred a total of \$84.40 in non-reimbursed expenses in connection with the prosecution of this litigation through the end of trial, including return travel from trial.

These expenses are summarized as follows:

EXPENSE	AMOUNT
Litigation Fund Contribution(s)	
Travel/Hotel/Meals	
Copying Services	\$30.00
Research Services	\$0.50
Telephone/Teleconference/Fax	
FedEx/Messengers/Postage	\$53.90
Court Fees	
Other (describe)	
TOTAL	\$84.40

5. The expenses incurred in this action are reflected on my firm's books and records, which are maintained in the ordinary course of business and prepared from invoices, receipts, credit card bills, cancelled checks and wire transfer notices, expense vouchers, check records, and other source materials, and they represent an accurate recordation of the expenses incurred.

6. This firm's practice emphasizes antitrust class actions and this firm has substantial experience in pharmaceutical antitrust class action cases. A firm biography and the biography of each attorney currently employed with the firm who has worked on this case is available upon request and on Weinstein Kitchenoff & Asher LLC's website, WKA-Law.com.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct to the best of my knowledge, information, and belief.

WEINSTEIN KITCHENOFF & ASHER LLC

Dated: September 9, 2015

Robert S. Kitchenoff