

EXHIBIT 13

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

KING DRUG COMPANY OF FLORENCE, Inc., et al., on behalf of themselves and all others similarly situated, Plaintiffs, v. CEPHALON, INC., et al., Defendants.	Civil Action No. 2:06-cv-01797-MSG
	Judge Mitchell S. Goldberg

**DECLARATION OF LINDA P. NUSSBAUM IN SUPPORT OF CLASS COUNSEL'S
MOTION FOR AN AWARD OF ATTORNEYS' FEES, REIMBURSEMENT OF
EXPENSES AND INCENTIVE AWARDS TO CLASS REPRESENTATIVES**

I, Linda P. Nussbaum, under penalty of perjury under the laws of the United States of America, declare as follows:

1. During the relevant time period I was a partner of the law firm Nussbaum LLP. I am submitting this declaration in support of Class Counsel's motion for attorneys' fees and reimbursement of expenses in connection of services rendered by Nussbaum LLP in the above-captioned litigation. A copy of my firm's resume is attached hereto as Exhibit 1. The factual matters set forth and the assertions made herein are true and correct to the best of my knowledge, information and belief.

2. Attorneys and staff from Nussbaum LLP participated in various aspects of the case, including: reviewing and summarizing deposition transcripts from numerous witnesses; coordinating with co-counsel and other plaintiff groups, including the FTC, and revising and

drafting agreements re same; and reviewing documents.

3. All attorneys, paralegals and law clerks at my firm were instructed to keep contemporaneous time records reflecting their time spent on this case.

4. The schedule below is a summary of the amount of time spent by my firm's attorneys, paralegals and law clerks: (a) from the inception of the litigation through July 27, 2015, the date that the Court granted preliminary approval of the Settlement with the Cephalon Defendants; and (b) time from July 27, 2015 through the date of this submission that relates to the Settlement.

5. The schedule was prepared from contemporaneous, daily time records regularly prepared and maintained by my firm. Time expended in preparing this application for fees and reimbursement of expenses has not been included in this request.

Name	Status	Total Hours	Current Hourly Rate	Total Lodestar
Linda Nussbaum	P	44.5	\$850	\$37,825.00
John Radice	P	109.5	\$650	\$71,175.00
Susan Schwaiger	OC	39.25	\$635	\$24,923.75
Adam Steinfeld	OC	29.5	\$625	\$18,437.50
Hadi Khatib	OC	79.5	\$375	\$29,812.50
Max Shutran	PL	12.0	\$175	\$2,100.00
Paul McCormick	PL	12.0	\$175	\$2,100.00
TOTALS		326.25		\$186,373.75

6. My firm has also incurred a total of \$254.48 in unreimbursed expenses in

connection with the prosecution of the litigation. These expenses were reasonably and necessarily incurred in connection with this litigation and include:

Expense	Amount
Travel/Hotel/Meals	\$211.26
Postage/Express Delivery	\$43.22
TOTALS	\$254.48

7. The expenses incurred in this action are also reflected on the books and records of my firm. These books and records are prepared from expense vouchers, receipts and other source material and accurately record the expenses incurred.

Dated: September 11, 2015



Linda P. Nussbaum

SWORN TO BEFORE ME
THIS 11th DAY OF
SEPTEMBER, 2015.



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Attorneys at Nussbaum LLP have decades of experience prosecuting complex individual and class actions on behalf of individuals and corporations of all sizes that have suffered from wrongdoing or fraud, or are aware of government fraud. The Firm concentrates on complex antitrust (both on a class and an individual basis), RICO/fraud and False Claims Act litigation.

Attorneys at the firm have been recognized by courts and colleagues across the county as highly experienced in their fields. As one District Court described a recent trial led by Nussbaum LLP attorneys that resulted in a \$47 million – before interest and trebling – jury verdict: “[This was] a fabulous trial[.] . . . [I]t’s the kind of thing that you become a judge to sit on.” Linda P. Nussbaum, Senior Partner at Nussbaum LLP, was named Litigator of the Week by the AmLaw Litigation Daily for her role in that trial.

Nussbaum LLP attorneys are active in the bar and regularly are asked to speak at major conferences and contribute materials to academic and other publications. Nussbaum LLP offers clients top-flight talent and personalized attention. If you think we might be able to help you, please [contact us](#).

Practice Areas:

Antitrust

RICO/Fraud

False Claims Act

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Attorneys At-Law

Linda P. Nussbaum

Linda Nussbaum is the Founding and Senior Partner at Nussbaum, LLP, where she specializes in plaintiff's antitrust litigation in both class and individual actions.

Ms. Nussbaum recently conducted a five-week jury trial on behalf of Kaiser Foundation Health Plan, Inc. and Kaiser Foundation Hospitals in Boston before Justice Saris resulting in a RICO verdict against Pfizer of \$47 million before trebling. She was selected as Litigator of the Week by the AmLaw Litigation Daily on April 2, 2010 for her role in the trial.

Ms. Nussbaum has lectured and written extensively about various aspects of antitrust law. Her articles include: "The Evolving Challenges of Class Certification" presented at the American Antitrust Institute's Third Annual Symposium on Private Antitrust Enforcement on December 8, 2009; "Daubert 15 Years Later: How Have Economists Fared?" presented at the ABA Section of Antitrust Law Spring Meeting in March 2009; and "The Hatch-Waxman Act 25 Years Later: Successes, Failures and Prescriptions for the Future," presented at a panel on "Lawyers, Drugs and Money, a Prescription for Antitrust Enforcement in the Pharmaceutical Industry" at the University of San Francisco School of Law Antitrust Symposium on September 25, 2009.

Other recent presentations by Ms. Nussbaum include panel discussions at the 57th Annual Antitrust Law Spring Meeting of the ABA in March 2009; the ABA Section of Antitrust Law Brown Bag Program in April 2009; the 56th Annual Antitrust Law Spring Meeting of the ABA in March 2008; the New York State Bar Association's 2007 and 2008 Annual Meetings; the 55th Annual Antitrust Law Spring Meeting of the ABA in Washington, D.C. in April 2007; and the ABA Antitrust Litigation Course in Philadelphia in October, 2007.

Ms. Nussbaum has served as sole or co-lead counsel in many significant antitrust class actions which have resulted in substantial recoveries, many in the realm of hundreds of millions of dollars. *See In re Microcrystalline Cellulose Antitrust Litigation* (E.D.Pa. Master File No. 01-CV-111 (O'Neill, J.) (co-lead counsel); *Oncology & Radiation Associates, P.A. v. Bristol Myers Squibb Co., et al. (Taxol Antitrust Litigation)* (D.D.C. Case No. 01-cv-02313) (sole lead counsel); *North Shore Hematology-Oncology Associates, P.C. v. Bristol-Meyers Squibb Co. (Platinol Antitrust Litigation)* (D.D.C. Case No. 04-cv-00248) (sole lead counsel); *In re Children's Ibuprofen Oral Suspension Antitrust Litigation*, (D.D.C. Case No. 04-mc-0535) (sole lead counsel); *In re Relafen Antitrust Litigation* (D.Mass. Master File No. 01-cv-12239) (co-lead counsel); *In re Plastics Additives Antitrust Litigation* (E.D.Pa. Case No. 03-cv-2038) (co-lead counsel); *In re Remeron Antitrust Litigation* (D.N.J. Master Docket No. 03-cv-

00085) (co-lead counsel); *Meijer, et al. v. Warner Chilcott Holdings Company, III, Ltd., et al. (Ovcon Antitrust Litigation)*, (D.D.C. Case No. 05-cv-2195 (CKK) (lead counsel committee); and *In re Lorazepam & Clorazepate Antitrust Litigation* (D.D.C. Case No. 99-cv-00276) (co-lead counsel), where Chief Judge Hogan commented, “Obviously, the skill of the attorneys, and I’m not going to spend the time reviewing it, I’m familiar with counsel, and they, as I said, are among the best antitrust litigators in the country.”

Ms. Nussbaum is presently serving in lead counsel positions in: *In re Puerto Rican Cabotage Antitrust Litigation*, Case No. 08-md-1960 (DRD) (D.P.R.); *In re DDAVP Direct Purchaser Antitrust Litigation*, Case No. 1:05-cv-2237 (S.D.N.Y.); *In re Fasteners Antitrust Litigation*, Case No. 2:08-md-01912 (E.D.Pa.); *In re Wellbutrin XL Antitrust Litigation*, Case No. 08-cv-2431 (MAM) (E.D.Pa.); *Meijer, Inc., et al. v. Astrazeneca Pharmaceuticals Lp, et al (Torprol Antitrust Litigation)*, Case No.06-cv-52 (GMS) (D. Del); and *Meijer, Inc., et al. v. Abbott Laboratories (Norvir Antitrust Litigation)*, Case No. 3:07cv5985 (CW) (N.D.Ca.).

In addition, she represents large corporate entities in individual actions in *In re Payment Card Interchange Fee and Merchant Discount Antitrust Litigation*, Case No. 1:05-md- 1720 (JG) (JO) (E.D.N.Y.); *In re Neurontin Marketing and Sales Practices Litigation*, Master File No. 04-10981 (PBS) MDL Docket No. 1629 (D. Mass.); *In re Chocolate Confectionary Antitrust Litigation*, Case No. 1:08-md-1935 (CCC) (M.D.Pa.); and *CVS Pharmacy v. American Express Travel Related Services, et al.*, Case No. 08-cv-2316 (NGG) (E.D.N.Y.).

Education:

- B.A., Brooklyn College
- J.D., George Washington University
- LL.M., Degree in Taxation from New York University School of Law

Bar affiliations and court admissions:

- Bar of the State of New York (1974)
- Bar of the District of Columbia
- U.S. District Courts for the Southern, Eastern and Northern Districts of New York and the District of Columbia
- Supreme Court of the United States

Ms. Nussbaum can be reached at lnussbaum@nussbaumllp.com

John D. Radice

John D. Radice is a Founding Partner of Nussbaum LLP and practices in the areas of antitrust – with particular focus on pharmaceutical antitrust – False Claims Act, and other areas of complex civil litigation. Representative cases include: *In re Tricor Direct Purchaser Antitrust Litig.*, No. 05-340 (D. Del.) (\$250 million settlement after the start of trial in case alleging delayed entry of AB-rated generic

versions of Tricor); *In re Neurontin Marketing & Sales Litig.*, No. 04-10981 (D. Mass.) (\$47 million jury verdict before interest and statutory trebling based on unlawful and fraudulent promotion of Neurontin); *United States ex rel. Piacentile v. Bristol-Myers Squibb Co.*, No. 05-10196 (D. Mass.) (\$515 million settlement related to unlawful promotion of Abilify); *United States ex rel. Marchese v. Cell Therapeutics, Inc.*, No. 06-168 (W.D. Wash) (\$10.5 million settlement stemming from unlawful marketing of Trisenox). Prior to joining the firm, John was associated with major plaintiffs' class action firms in New York and Philadelphia, where he primarily represented clients pursuing antitrust, False Claims Act, and international human rights cases.

Mr. Radice's published articles include: "Where do we go now? The Hatch-Waxman Act 25 Years Later: Successes, Failures, and Prescriptions for the Future" (forthcoming in the Rutgers Law Journal); "The False Claims Act: A Public-Private Partnership" in Volume II, in AAJ 2009 ANNUAL CONVENTION: AAJ EDUCATION REFERENCE MATERIALS 1497 (Jennifer Adams ed., 2009); and "Daubert and Rule 702 in the Context of Antitrust Economic Experts: A Practitioner's Guide," Daubert 15 Years Later: How Have Economists Fared (ABA Spring Meeting 2009).

Mr. Radice clerked for Judge Edith Brown Clement in the United States Court of Appeals for the Fifth Circuit in New Orleans following his graduation from law school. Through the Arthur Garfield Hays Civil Liberties Program at NYU Law, where he was a Palmer Weber Fellow, John pursued internships at the NAACP Legal Defense & Education Fund, the ACLU, and a prominent civil rights law firm. At Princeton, John was a member of the lightweight crew team. Together with Dr. Lee Shearer, John founded and is president of Insicknessandinhealth.org, a non-profit dedicated to promoting health and well-being in underserved communities.

Education:

- A.B., magna cum laude, Princeton University (1997)
- J.D., New York University School of Law (2003)

Bar Affiliations and Court Admissions:

- Bar of the State of New Jersey (2004)
- Bar of the State of New York (2005)
- U.S. District Courts for the Southern and Eastern Districts of New York and the District of New Jersey

Mr. Radice can be reached at jradice@nussbaumllp.com

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