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UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
OAKLAND DIVISION

ROBERT MENDEZ, and RANDY J.  
MARTINEZ, as class representatives on behalf  
of themselves and all others similarly situated  
and the general public,

Plaintiffs,

vs.

R+L CARRIERS, Inc., a Corporation, R&L  
CARRIERS SHARED SERVICES, LLC, a  
Corporation, and DOES 1-10,

Defendants.

Case No. CV 11-02478 CW

Assigned to the Hon. Claudia Wilken

Filed: May 20, 2011

**[PROPOSED] ORDER GRANTING  
FINAL APPROVAL OF CLASS  
ACTION SETTLEMENT**

Date: March 6, 2014

Time: 2:00 pm

Courtroom: 2

1 This matter came before the Court for hearing on March 6, 2014 for final approval of the  
2 Settlement. The parties have submitted their Stipulation of Class Action Settlement  
3 (“Stipulation”) evidencing their proposed settlement (the “Settlement”), which this Court  
4 preliminarily approved in its December 23, 2013 Order. In accordance with the preliminary  
5 approval order, Class Members have been given notice of the terms of the Settlement and the  
6 opportunity to object to it. In addition, pursuant to the Class Action Fairness Act of 2005, 28  
7 U.S.C. § 1715 (“CAFA”), the United States Attorney General, the California Attorney General  
8 and the Attorney Generals of each state where class members resided at the time notice was issued  
9 have been given notice of the Settlement.

10  
11 Having received and considered the Settlement, the supporting papers filed by the parties,  
12 and the evidence and argument received by the Court at the final approval hearing on March 6,  
13 2014, the Court grants final approval to the Settlement, and **HEREBY ORDERS and MAKES**  
14 **DETERMINATIONS** as follows:

15  
16 All terms used herein shall have the same meaning as defined in the Stipulation.

17  
18 Pursuant to Federal Rules of Civil Procedure and due process, the Court hereby finally  
19 approves the Settlement set forth in the Stipulation and finds that such Settlement is, in all  
20 respects, fair, reasonable and adequate to the Class and to each Class Member, that the Settlement  
21 is ordered finally approved, and that all terms and provisions of the Settlement should be and  
22 hereby are ordered to be consummated. The Court further finds that the Stipulation and the  
23 Settlement set forth therein were entered into in good faith following arms-length negotiations and  
24 is non-collusive, and that the Class as defined in the Stipulation be certified for settlement  
25 purposes only.

26  
27 This action is hereby dismissed with prejudice as to Plaintiff and all Class Members.  
28

1           The Stipulation and Settlement are not an admission by any of the Released Parties, nor is  
2 this Order a finding of the validity of any claims in the Action or of any wrongdoing by any of the  
3 Released Parties. Neither this Order, the Stipulation, nor any document referred to herein, nor any  
4 action taken to carry out the Stipulation is, may be construed as, or may be used as an admission  
5 by or against the Released Parties of any fault, wrongdoing or liability whatsoever. The entering  
6 into or carrying out of the Stipulation, and any negotiations or proceedings related thereto, shall  
7 not in any event be construed as, or deemed to be evidence of, an admission or concession with  
8 regard to the denials or defenses by the Released Parties and shall not be offered in evidence in  
9 any action or proceeding against the Released Parties in any court, administrative agency or other  
10 tribunal for any purpose whatsoever other than to enforce the provisions of this Order, the  
11 Stipulation, or any related agreement or release. Notwithstanding these restrictions, any of the  
12 Released Parties may file in the Action or in any other proceeding the Judgment, Stipulation, or  
13 any other papers and records on file in the Action as evidence of the Settlement to support a  
14 defense of res judicata, collateral estoppel, release, or other theory of claim or issue preclusion or  
15 similar defense as to the Released Claims.

16  
17           As of the Settlement Effective Date, each and every Released Claim of each and every  
18 Class Member is and shall be deemed to be conclusively released as against the Released Parties.  
19 All Class Members as of the Effective Date are hereby forever barred and enjoined from  
20 prosecuting the Released Claims against the Released Parties.

21  
22           The Court finds that the Notice provided to Class Members was the best notice practicable  
23 under the circumstances of these proceedings and of matters set forth herein, and that the Notice  
24 fully satisfies the requirements of the Federal Rules of Civil Procedure, due process and any other  
25 applicable laws.

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27           Any court order regarding the application for Class Counsel's attorneys' fees and  
28 Plaintiffs' service awards shall in no way disturb or affect this Order of Dismissal and shall be

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considered separate from this Order.


Without affecting the finality of this Order in any way, this Court hereby retains continuing jurisdiction over the interpretation, implementation and enforcement of the Settlement and the payments to be made under the Settlement.

The Parties shall bear their own attorneys' fees and costs, except as otherwise provided in the Stipulation and the Order re: Plaintiffs' Motion for Attorneys' Fees, Costs, Claims Administration Expenses, and Incentive/Service Awards to the Class Representatives.

In the event that the Settlement does not become effective in accordance with its terms, then this Order and the Settlement Agreement and General Release for the Class Representative shall be rendered null and void to the extent provided by and in accordance with the Stipulation and shall be vacated and, in such event, all orders entered in connection herewith shall be null and void to the extent provided by and in accordance with the Stipulation.

**IT IS SO ORDERED.**

Dated: March 10, 2014

  
Hon. Claudia Wilken  
JUDGE OF THE UNITED STATES  
DISTRICT COURT FOR THE  
NORTHERN DISTRICT OF CALIFORNIA