

**IN THE UNITED STATES DISTRICT COURT FOR THE
MIDDLE DISTRICT OF TENNESSEE
NASHVILLE DIVISION**

IN RE ALLSTATE INSURANCE COMPANY)	MDL Docket No. 3:02-md-1457
UNDERWRITING AND RATING)	All Cases
PRACTICES LITIGATION)	Judge Trauger

**MOTION TO SUBMIT ITEMIZED TIME RECORDS
AND FEE ALLOCATION IN CAMERA**

Plaintiffs hereby move for leave to submit for in camera review the itemized time records supporting their application for attorneys fees, and the allocation of fees among co-counsel (Exhibits A and C to the Joint Declaration of Terry Smiljanich and Ken Canfield) in lieu of filing them with the Clerk of Court. In support of the motion, plaintiffs state as follows:

(1) The Court has requested that plaintiffs' counsel submit their itemized time records in conjunction with the filing of their application for an award of attorneys' fees, and has requested information as to the allocation of fees among co-counsel. Accordingly, plaintiffs' counsel have prepared such records, which are referred to in and attached as Exhibit A and Exhibit C to the Joint Declaration of Kenneth S. Canfield and Terry Smiljanich. In addition, plaintiffs have prepared a summary of the hours and lodestar amounts for each firm, which is attached as Exhibit B to the Joint Declaration.

(2) The itemized time records contain privileged and non-discoverable information, including descriptions of attorney-client communications, joint prosecution information shared among counsel for plaintiffs, attorney work product reflecting the mental impressions of counsel, and/or information from which the tactics and strategies employed by plaintiffs in this litigation could be inferred. Disclosing the information to opposing parties and the public at large would

be detrimental to the interests of plaintiffs, particularly since the proposed settlement does not finally resolve all issues and as a result the litigation will continue.

(3) Although it might be possible to redact the privileged information from these records, the submission of redacted time records would be impractical for present purposes because: (a) the records are voluminous (several hundred pages); and (b) redacted records would not provide full information as requested by the Court.

(4) Under the circumstances, plaintiffs request that the Court authorize the submission of counsel's time records for in camera review without the necessity of filing them with the Clerk of Court. If this is done, the Court's public record will contain a summary of the time and lodestar figures for each lawyer, but the time records themselves will remain confidential.

(5) Furthermore, the allocation of fees among co-counsel is a private matter, and its privacy is supported by case law cited in the briefs filed herein.

WHEREFORE, plaintiffs respectfully request that this motion to submit time records and fee allocation for in camera review be granted.

Dated: July 7, 2005.

Respectfully submitted,

JAMES, HOYER, NEWCOMER &
SMILJANICH, P.A.

s/Terry A. Smiljanich

Terry A. Smiljanich
Florida Bar No. 145359
Kathleen Clark Knight
Florida Bar No. 0047120
4830 W. Kennedy Blvd., Suite 550
Tampa, FL 33609
Telephone: (813) 286-4100
Facsimile: (813) 286-4174

DOFFERMYRE SHIELDS CANFIELD
KNOWLES & DEVINE
Kenneth S. Canfield
1355 Peachtree Street, N.E.
The Peachtree, Suite 1600
Atlanta, GA 30309
Telephone: (404) 881-8900

McCALLUM LAW FIRM, LLC
Charles A. McCallum, III
2062 Columbiana Road
Vestavia Hills, AL 35216
Telephone: (205) 824-7767

Co-Lead Plaintiffs' Counsel

DOUGLAS BOWDOIN, PA
Douglas Bowdoin
Suite 800, Citrus Center
255 S. Orange Avenue
Orlando, FL 32801

DARBY, PEELE, BOWDOIN PAYNE
& KENNON

Rod Bowdoin
P.O. Drawer 1707
Lake City, FL 32056

PARRY DEERING FUTSCHER & SPARKS

Ronald R. Parry
411 Garrard Street
Covington, KY 41011

FINKELSTEIN & KRINSK

Howard Finkelstein
501 W. Broadway, Suite 1250
San Diego, CA 92101

HOWELL & JACKSON, PLLC

R. Scott Jackson, Jr. #13839
144 Second Avenue, North - Suite 450
Nashville, TN 37201
Telephone: (615) 313-8188

LAW OFFICE OF A. THOMAS STUBBS

A. Thomas Stubbs
Suite 720 Commerce Plaza
755 Commerce Drive
Decatur, GA 30030
Telephone: (404) 378-3633

LAW OFFICES OF SUZANNE SCHWARZ, PC

Suzanne M. Schwarz
PO Box 532044
Harlingen, TX 78553

SHEPHERD, FINKELMAN, MILLER & SHAH

Natalie Finkelman Bennett
35 E. State Street
Media, PA 19063

ROERIG, OLIVEIRA & FISHER, LLP
Rene Oliveira
855 West Price Road, Suite 9
Brownsville, TX 78520

MARTINEZ, BARRERA & MARTINEZ, LLP
Benigno “Trey” Martinez
1201 East Van Buren
Brownsville, TX 78520

Earl P. Underwood Jr.
21 South Section Street
PO Box 969
Fairhope, AL 36533

BODENHEIMER, JONES, SZWAK &
WINCHELL, LLP
David A. Szwak
401 Market Street, Suite 240
Shreveport, LA 71101

BALL & SCOTT
Gordon Ball
Bank of America, Suite 750
550 Main Avenue
Knoxville, TN 37902

COHEN, MILSTEIN, HAUSFELD &
TOLL, PLLC
Lisa M. Mezzetti
Suite 500 West Tower
1100 New York Avenue, N.W.
Washington, DC 20005

Plaintiffs’ Liaison Counsel

CERTIFICATE OF SERVICE

I hereby certify that true and correct electronic copies of the foregoing are being served via Federal Express Overnight Delivery, on this 7th day of JULY, 2005, to the following counsel:

Andrew B. Campbell
Wyatt Tarrant & Combs
2525 West End Avenue, Suite 1500
Nashville, TN 37203-1423

Jeffrey Lennard
Sonnenschein, Nath & Rosenthal
Sears Tower, Suite 8000
233 S. Wacker Drive
Chicago, IL 60606

and also:

Mitchell A. Toups
Weller, Green, Toups & Terrell, LLP
2615 Calder Street, Suite 400
Beaumont, TX 77704
Counsel for Objector Loren Cook

William Kenneth C. Dippel
Dippel & Davis
12201 Merit Drive, Suite 230
Dallas, TX 75251
Counsel for Objector Nathan Dunning

Robert W. Bishop
Bishop & Associates, PSC
6520 Glenridge Park, Suite 6
Louisville, KY 40222
**Counsel for Objectors: William &
Rebecca Yoes, et al.**

Timothy E. Eble
PO Box 2313
Mount Pleasant, SC 29465
Objector: Timothy Eble
[Service by Express U.S. Mail]

Douglas A. Cole
Stern & Cole
571 Milford-Warren Glen Road
Milford, NJ 08848
Counsel for Objector Maria Isabella

Nicholas M. Fausto
Law Offices of Nicholas M. Fausto
617 Stokes Road, Suite 4-150
Medford, NJ 08055
Counsel for Objector Russell Kious

Thomas E. Cooper
215 N. Mulberry Street
Elizabethtown, KY 42701-1473
Objector: Thomas E. Cooper

Michael T. George
The Law Firm of Michael T. George, P.C.
2525 S. Brentwood Blvd., Suite 102
St. Louis, MO 63144
**Counsel for Objectors Ruth & Robert
Binford, et al.**

Dennis D. Gibson
James M. McCoy
Gibson, McClure, Wallace & Daniels,
L.L.P.
8080 N. Central Expressway
Suite 1300, L.B. 50
Dallas, TX 75206-1808
Counsel for Objector Paige McCoy

Joanne Jannick
Post Office Box 20086
Tuscaloosa, AL 35402
**Objectors: Calvin Pruitt, Frank
Gourdouze & Shirley Blanton**
[Service by Express U.S. Mail]

J. Scott Kessinger
7304 Michigan Avenue
St. Louis, MO 63111
**Counsel for Objectors William Zorn &
Jesus Itarte**

Michael R. Lunsford
Porterfield, Harper, Mills & Motlow, P.A.
22 Inverness Center Parkway, Suite 600
Birmingham, AL 35242
**Counsel for Objectors Todd Miranda &
Kelly Miranda**

Lance Mayes
305 Rivergate Park Office Bldg.
1994 Gallatin Road, North
Madison, TN 37115
**Counsel for Objectors Linda & Ronald
Cazier**

Lance Mayes
305 Rivergate Park Office Bldg.
1994 Gallatin Road, North
Madison, TN 37115
**Counsel for Objectors Marlana Geha &
Andrea Yatooma**

Jennifer Nakata
530 Long Beach Lane
Pasadena, CA 91103

John J. Pentz
Class Action Fairness Group
2 Clock Tower Place, Suite 260G
Maynard, MA 01754
**Counsel for Objectors Joseph & Renee
Fraum; Alan Shapiro**

Charles M. Thompson
Charles M. Thompson, P.C.
5130 Cyrus Circle
Birmingham, AL 35242
**Counsel for Objectors Leroy & Clara
Sanders, Beverly Perkins, Stephen &
Linda Preston; Tyrae Shorter**

Jasen J. Thompson
Thompson & Thompson, P.C.
3510 N. St. Marys, Suite 100
San Antonio, TX 78212
**Counsel for Objectors Robert & Kelly
Thompson**

Chris M. Trepagnier
The Trepagnier Law Firm
209 Highway 22 West, Suite G
Madisonville, LA 70447
Objector: Shanda Trepagnier

Dawn Adams Wheelahan
650 Poydras Street, Suite 1550
New Orleans, LA 70130
**Counsel for Objectors Dawn Grenn &
Adela Guerra**

John P. Willis, IV
John P. Willis, IV, P.C.
311 Magnolia Avenue
Fairhope, AL 36532
Counsel for Objector Paul Townes

s/Terry A. Smiljanich
TERRY A. SMILJANICH

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ORDER

After consideration of the Motion by plaintiffs for leave to file their counsel's itemized records and fee allocation in camera, it is hereby ORDERED:

(1) the motion is GRANTED;

(2) plaintiffs shall submit their itemized time records and fee allocation in a sealed envelope noting that they are submitted for review only in camera; and

(3) the itemized time records and fee allocation shall not be filed in the Clerks' Office or served upon counsel for other parties or objectors.

It is SO ORDERED.

This ____ date of July.

Hon. Aleta A. Trauger
United States District Judge