

UNITED STATES DISTRICT COURT  
DISTRICT OF OHIO

CASE NO: 99-MDL-1317-SEITZ/GARBER

IN RE TERAZOSIN HYDROCHLORIDE  
ANTITRUST LITIGATION

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AFFIDAVIT OF JACK A. STAPH IN SUPPORT OF  
JOINT PETITION FOR ATTORNEYS' FEES AND DISBURSEMENTS  
FILED ON BEHALF OF JACK STAPH & ASSOCIATES

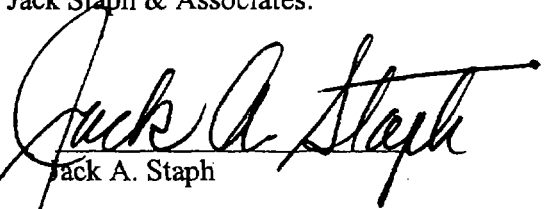
STATE OF OHIO                    )  
  ) ss:  
COUNTY OF CUYAHOGA )

Jack A. Staph, being first duly sworn, desposes and says:

1. I submit this affidavit in support of Jack Staph & Associates' application for an award of attorneys' fees in connection with the services rendered in this case, as well as the reimbursement of expenses incurred by Jack Staph & Associates in connection with this litigation.
2. As co-counsel for the Sherman Act Class Plaintiff, the tasks undertaken by Jack Staph & Associates can be summarized as follows:  
  
Prepared named plaintiff Valley Drug Company for depositions; prepared responses to interrogatories and aided in other discovery matters concerning Valley Drug Company; gathered data and assisted in the calculation of Valley Drug Company's purchases; acted as the liaison with class action representative, Valley Drug Company; periodically met and consulted with Valley Drug Company on various developments and pleadings relating to the case; advised during the drafting of the complaint with respect to information relating to named plaintiff Valley Drug Company; consulted and advised on matters and activities

relating to both the branded and generic pharmaceutical manufacturing industry; and acted as liaison with various members of the class regarding potential settlement.

3. Jack Staph & Associates spent 479 hours involved in this litigation. My current hourly rate is \$305.00 an hour. The total lodestar for my firm, Jack Staph & Associates is \$146,095.00.
4. Jack Staph & Associates' lodestar figures are based upon the firm's billing rates, which do not include charges for expense items. Expense items are billed separately and such charges are not duplicated in the firm's billing rates.
5. As detailed in Exhibit 1, Jack Staph & Associates has incurred a total of \$6,361.53 in unreimbursable expenses in connection with the prosecution of this litigation.
6. The expenses incurred in this action are reflected on the books and records of Jack Staph & Associates. These accounting records are prepared from various expense vouchers, check records and various other materials which have been accounted for in accordance with generally accepted accounting terms.
7. Attached is Exhibit 2, which is a brief resume of Jack Staph & Associates.

  
Jack A. Staph

Sworn to before me this 14<sup>th</sup> day of November, 2001.



  
Notary Public

GREGORY C. BOX, Attorney at Law  
Notary Public - State of Ohio  
My Commission has no expiration  
date and is in full force and effect.

**JACK STAPH and ASSOCIATES  
EXPENSE REPORT**

<b>CATEGORIES</b>			<b>TOTAL</b>	
Long Distance Telephone Calls			\$288.00	
Telefax			\$360.00	
Photocopies			\$2,475.00	
Postage			\$220.35	
United Parcel Service			\$315.00	
Travel Expense			\$2,703.18	
<b>TOTAL EXPENSES TO DATE</b>			<b>\$6,361.53</b>	

**JACK A. STAPH**  
**ATTORNEY & COUNSELOR**

29525 Chagrin Blvd. Suite 215  
Pepper Pike, Ohio 44122

**PROFESSIONAL EXPERIENCE**

**Jack A. Staph, Attorney & Counselor** **1997 to Present**

- Specializing in Corporate/Business law, including acquisition, mergers, securities and general business litigation, including anti-trust law and security law matters.

**1997 to Present**

- Advisor/Counselor to chain drugstores and pharmaceutical wholesalers relating to antitrust matters involving pharmaceutical manufacturers.

**1997 to 1999**

- Advisor/Counsel to CVS Corporation relating to business matters in general, including anti-trust litigation involving pharmaceutical manufacturers.

**Revco D. S., Inc., Twinsburg, Ohio**

**1972 to 1997**

**Senior Vice President, Secretary and General Counsel**

- Served on Executive Committee of the company which set all policies and made all major corporate decisions regarding strategic and operational plans.
- Key advisor to and sounding board for co-chairmen, CEO, and Board of Directors.
- Co-leader of transition team involving two large mergers.
- Served as interim President during a period when the company was not stabilized, continued as interim President until stability was restored.
- Advisor to all committees of the Board of Directors. Led directors through various complex corporate governance problems.
- Involved in all phases of investor relations while company was public.
- Directed a strategy for taking the company private. Subsequently targeted purchasers and negotiated divestiture of non-retail and non-performing subsidiaries during that period.
- Evaluated company's merger opportunities including identifying potential targets with respect to the mergers of Hook SuperRx, Rite Aid Corp., CVS Corporation, and the hostile takeover of Big B Corporation including all phases of approvals by regulatory agencies.
- Led company strategy through Chapter 11 process; identified potential purchasers and sold several under-performing retail outlets in an effort to raise money to build the company's infrastructure during bankruptcy.
- Led the company's path from bankruptcy to public company trading on The New York Stock Exchange.
- Directed group of executives and members of the Board, which analyzed and developed a bonus program and stock option program for employees. These plans were ultimately used as models for employee benefits plans for other unrelated companies.

- Developed and negotiated exclusivity arrangement with key vendors of the company resulting in better pricing distribution for company (2700 stores) and better inventory management and production schedules for the vendors.
- Developed and negotiated data exchange contracts with key vendors, resulting in better management opportunity for inventory control and distribution for both vendors and company.
- Developed and negotiated strategic alliance with vendors, resulting in market share movement for manufacturers and better pricing for company.
- Initiated strategy to develop mail-order pharmacy participation in benefits management operations for the company. Results enabled the company to compete successfully with mail-order pharmacies as well as involvement in PBMs (Pharmacy Benefits Management Systems), allowing the company to benefit from another source of revenue.
- Drafted and reviewed speeches given by CEO to analysts.

#### EDUCATION

Cleveland State University, Cleveland, Ohio (1973)	Juris Doctor
Youngstown State University, Youngstown, Ohio (1967)	B.S., Business Administration
Harvard Law School (1992, 1994, 1997)	Advanced Instruction in Negotiations and Dispute Resolution

#### PROFESSIONAL AFFILIATIONS

Leadership Cleveland (1996);	Board of Trustees, Parkworks;
National Advisory Council, Cleveland State Law School;	Board of Directors, Delta Holdings, Inc;
Board of Directors, Elder-Beerman Stores Corp;	Supreme Court of the State of Ohio;
Trustee, The Revco Golf Charities Foundation;	Trustee, Judson Retirement Community;
Various other community projects.	