

## PROVISION AS TO CLAIMS FOR ATTORNEYS' FEES

It is hereby agreed between the State of California and the representatives of the plaintiff class that:

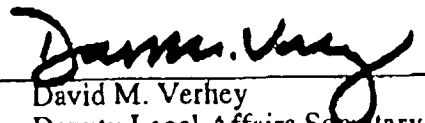
1. Plaintiffs' counsel will be entitled to recover reasonable attorneys' fees and costs from the State in an amount to be agreed between plaintiffs' counsel and the State or, if not agreed after consultation, to be determined by the Court. After dismissal of the Action in other respects the Court will retain jurisdiction to make that determination, if necessary.

2. Time and costs spent by all of plaintiffs' counsel, including Morrison & Foerster LLP, will be submitted to the Court to justify the amount of an award of attorneys' fees and costs if the Court is asked to determine the reasonableness of such an award. However, whether the amount is determined by agreement or Court award, the firm of Morrison & Foerster LLP will not seek to be paid for its time spent on the *Williams* case except for an amount, if the State agrees, that the firm will donate for charitable uses related to the goals of the settlement.

Dated: August 12, 2004

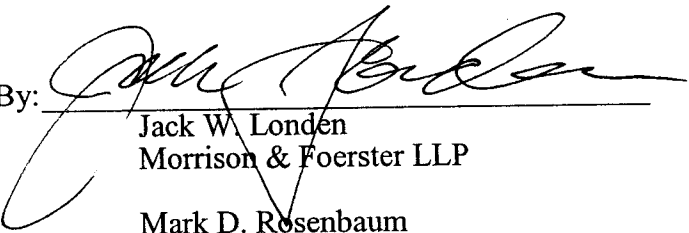
DEFENDANT THE STATE OF CALIFORNIA

By: \_\_\_\_\_

  
David M. Verhey  
Deputy Legal Affairs Secretary  
Office of Governor Arnold  
Schwarzenegger

PLAINTIFFS ELIEZER WILLIAMS, A MINOR,  
BY SWEETIE WILLIAMS, HIS GUARDIAN  
AD LITEM, ET AL., EACH INDIVIDUALLY

AND ON BEHALF OF ALL OTHERS  
SIMILARLY SITUATED

By: 

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