

UNITED STATES DISTRICT COURT
DISTRICT OF MAINE

U.S. DISTRICT COURT
DISTRICT OF MAINE
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-----X MDL Docket No. 1361
 : Judge D. Brock Hornby *mwd cc: cnsl*
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IN RE: COMPACT DISC : This Document Relates to All
MINIMUM ADVERTISED : Actions Except
PRICE ANTITRUST LITIGATION : *Trowbridge, et al. v. Sony Music*
 : *Entertainment Inc., et al.,*
 -----X Docket No. 2:01-CV-125-P-H

ORDER ON UNDISTRIBUTED FUNDS,
SUPPLEMENTAL CY PRES PLANS
AND PAYMENT OF ADDITIONAL COSTS

AND NOW, this 24th day of January, 2007, upon consideration of Plaintiffs' Final Report and Recommendation of February 17, 2006, including the proposed Supplemental Cy Pres Plans attached thereto and those submitted thereafter, and the subsequent submissions by Plaintiffs in response to the Court's Order To Show Cause of March 31, 2006 and the testimony and argument presented at the hearing held in this matter on January 18, 2007, it is hereby

ORDERED that:

1. Plaintiffs shall create a reserve of \$1,003,408.56 from the undistributed funds currently in the Settlement Fund to be used to cover the issuance of replacement checks to any claimants whose checks were previously returned by the Postal Service as undeliverable for whom new addresses can be located pursuant to the tracing program presented to the Court. In connection with the implementation of the tracing program, the Court approves the expenditure of \$82,500.00 from the Settlement Fund by Rust Consulting, Inc., to cover the cost of locating new addresses, printing and mailing new checks, associated bank fees and the fees of Rust Consulting, Inc. in implementing and managing this program. The Court expressly Orders that any checks issued pursuant to this program shall expire 60 days from the date of issuance and that the program shall conclude no later than June 29, 2007. Any funds, including interest earned thereon, remaining at the conclusion of this program shall be returned to the Settlement Fund and distributed as set forth in paragraph 3 below.

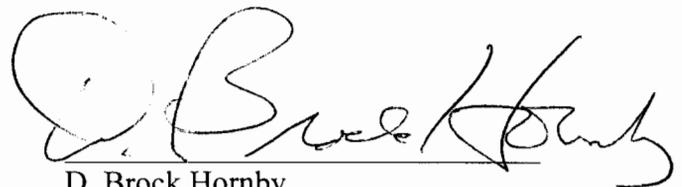
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2. The Supplemental Cy Pres Distribution Plan which provides for the distribution of any remaining unallocated compact discs to the United Service Organizations (“USO”) is approved.
3. The individual Supplemental Cy Pres Distribution Plans submitted by Plaintiffs for the States, Territories and Possessions they represent in this matter, providing for further distribution of any remaining compact discs from their previous distributions and the distribution of the funds remaining in the Settlement Fund following conclusion of the tracing program approved in paragraph 1 above, and the proposed allocation of such funds to each State, Territory and Possession are approved.
4. In view of the failure of the Attorney General of the Territory of Guam to submit a Supplemental Cy Pres Plan for Guam, despite repeated notice of the necessity to do so and notice that this failure would result in Settlement Funds set aside for cy pres distribution to Guam being reallocated to other recipients, the request of Plaintiffs that Guam’s allocable share of the Settlement Fund be divided between the Territory of American Samoa and the Territory of the Northern Mariana Islands, is approved.
5. The request of Rust Consulting, Inc. for payment of outstanding costs of \$733,000.00 associated with the distribution of compact discs pursuant to the Cy Pres Distribution Plan and the payment of the cash portion of the Settlement to claimants is approved. This amount shall be paid to Rust Consulting, Inc. from the Settlement Fund.
6. The request of Plaintiffs to reserve \$3,500.00 from the Settlement Fund to pay for accounting services for preparation and filing of the tax return for the Settlement Fund for the tax year 2007 is approved.
7. Following the distribution of the remaining compact discs and the Settlement Fund pursuant to the Supplemental Cy Pres Plans and the above paragraphs, Plaintiffs shall submit a Final Report to the Court discussing the completion of the distributions and setting forth any remaining issues needing to be addressed by the Court.

SO ORDERED.

Dated this 24th day of January, 2007



D. Brock Hornby
United States District Judge