

COPY

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7 Attorneys for Defendant  
 8 ConocoPhillips Company

2008 MAR 27 PM 2:14  
 RECEIVED  
 U.S. DISTRICT COURT  
 CENTRAL DISTRICT OF CALIFORNIA  
 SAN FRANCISCO, CALIF.

10 UNITED STATES DISTRICT COURT  
 11 CENTRAL DISTRICT OF CALIFORNIA

14 UNITED STEEL, PAPER &  
 15 FORESTRY, RUBBER,  
 16 MANUFACTURING, ENERGY,  
 17 ALLIED INDUSTRIAL & SERVICE  
 18 WORKERS INTERNATIONAL  
 19 UNION, AFL-CIO, CLC, on behalf of  
 20 its members employed by defendants,  
 and RAUDEL COVARRUBIAS,  
 DAVID SIMMONS AND STEPHEN  
 S. SWADER, SR., individually and on  
 behalf of all similarly situated current  
 and former employees,

21 Plaintiffs,

22 v.

23 CONOCOPHILLIPS COMPANY and  
 24 DOES 1 through 10, inclusive,

25 Defendants.

Case No. CV08-02068

PSG

**DEFENDANT CONOCOPHILLIPS  
 COMPANY'S NOTICE OF  
 REMOVAL PURSUANT TO 28  
 U.S.C. §§ 1332(D)(2), 1441(A), 1446**

(FFM)

**(DIVERSITY)**

[Declarations of Patrick C. Prosser, and  
 Mark R. Curiel; Civil Cover Sheet;  
 Certification as to Interested Parties;  
 and Notice of Related Cases filed  
 concurrently herewith]

(Los Angeles Superior Court, Case No.  
 BC385637)

1 TO THE CLERK OF THE UNITED STATES DISTRICT COURT FOR THE  
2 SOUTHERN DISTRICT OF CALIFORNIA:

3 PLEASE TAKE NOTICE that Defendant ConocoPhillips Company  
4 (“ConocoPhillips”) hereby removes to this Court the state court action described below.  
5 In support thereof, Defendant states as follows:

6 1. On February 15, 2008, Plaintiffs filed an action against Defendant  
7 ConocoPhillips in the Los Angeles County Superior Court entitled United Steel, Paper  
8 & Forestry, Rubber, Manufacturing, Energy, Allied Industrial & Service Workers  
9 International Union, AFL-CIO, CLC, on behalf of its members employed by defendants,  
10 and Raudel Covarrubias, David Simmons and Stephen S. Swader, Sr., individually and  
11 on behalf of all similarly situated current and former employees, Plaintiffs, v.  
12 ConocoPhillips Company and Does 1 through 10, inclusive, Defendants, Case No.  
13 BC385637 (the “State Court Action”). See Declaration of Mark R. Curiel in Support of  
14 ConocoPhillips’ Notice of Removal of Action (“Curiel Decl.”) ¶ 2.

15 2. On February 27, 2008, Defendant was served with a copy of the Summons  
16 and Complaint by personal service. See id. Attached as **Exhibit A** to the Curiel  
17 Declaration is a true copy of the Summons, Complaint. See Curiel Decl. ¶ 3. Attached  
18 as **Exhibit B** to the Curiel Declaration is a true copy of the Notice of Case Assignment  
19 served with the Summons and Complaint. See Curiel Decl. ¶ 4.

20 3. On March 26, 2008, Defendant filed an Answer to the Complaint in Los  
21 Angeles County Superior Court. See Curiel Decl. ¶ 5. Attached as **Exhibit C** to the  
22 Curiel Declaration is a true copy of ConocoPhillips’ Answer to Plaintiffs’ Complaint.  
23 See Curiel Decl. ¶ 5.

24 4. ConocoPhillips’ Notice of Removal is timely because it is filed within  
25 thirty (30) days of service. See 28 U.S.C. § 1446(b). See Curiel Decl. ¶¶ 2-3.

26 5. **Jurisdiction.** This Court has diversity jurisdiction over Plaintiffs’ claims.  
27 Pursuant to the Class Action Fairness Act (“CAFA”), Pub. L. No. 109-2 (enacted Feb.  
28 18, 2005) (codified at 28 U.S.C. §§ 1332(d), 1453, 1711-1715), federal district courts  
have original jurisdiction over a class action if (1) it involves 100 or more putative class

1 members, (2) any class member is a citizen of a state different from any defendant, and  
 2 (3) the aggregated amount in controversy exceeds \$5 million (exclusive of costs and  
 3 interest). See 28 U.S.C. §§ 1332(d)(2) and (d)(6).

4 6. **Class Size.** If Plaintiffs' class allegations are established, the class will  
 5 exceed 100 members. See Complaint ¶ 14.

6 7. **Diversity of Citizenship.** At all relevant times, there has been diversity of  
 7 citizenship between the parties to the action. ConocoPhillips is informed and believes  
 8 that Plaintiffs, at the time this action was commenced, were citizens and residents of the  
 9 State of California. See Complaint ¶¶ 6, 7.; *Albrecht v. Lund*, 845 F.2d 193, 194-95 (9th  
 10 Cir. 1988) (finding citizenship requirement satisfied where plaintiff's complaint  
 11 contained allegations consistent with diversity and plaintiff failed to contest the petition  
 12 for removal).

13 8. ConocoPhillips is not a citizen of the State of California. "[A] corporation  
 14 shall be deemed to be a citizen of any State by which it has been incorporated and of the  
 15 State where it has its principal place of business . . . ." 28 U.S.C. § 1332(c)(1).  
 16 ConocoPhillips has not been incorporated in California. Rather, at the time this action  
 17 was commenced, ConocoPhillips was and is a corporation organized and incorporated  
 18 under the laws of the State of Delaware. See Declaration of Patrick C. Prosser in  
 19 Support of Defendant ConocoPhillips' Notice of Removal of Action ("Prosser Decl.")  
 20 ¶ 8, Exh. A. Nor is California the state in which ConocoPhillips has its principal place  
 21 of business. Rather, as shown below, ConocoPhillips' principal place of business is  
 22 located in Texas.<sup>1</sup>

23 9. In the Ninth Circuit, the "principal place of business" is determined by a  
 24 two-part inquiry. *First*, the Court applies the "place of operations" test to determine in  
 25 what state, if any, a "substantial predominance" of corporate activity takes place.

26 <sup>1</sup> "[28 U.S.C. § 1332(c)] makes clear that every corporation has one and only one  
 27 principal place of business." *J.A. Olson Co. v. City of Winona, Miss.*, 818 F.2d 401,  
 28 406 (5th Cir. 1987), citing S.Rep. No. 1830, 85th Cong., 2d Sess., reprinted in 1958  
 U.S.C.C.A.N. 3099, 3102 (corporation to be regarded as "citizen of that *one* State in  
 which was located its principal place of business" (emphasis added)).

1 *Second*, if the corporation's activities are not predominant in a single state, the Court  
2 applies the "nerve center" test to identify the state in which the majority of the  
3 corporation's executive and administrative functions are performed. See United  
4 Computer Systems, Inc. v. AT&T Corp., 298 F.3d 756, 763 (9th Cir. 2002).

5 10. The "place of operations" test is determinative "where a corporation  
6 conducts 'substantially all' of its operations in one state and its headquarters are located  
7 in another state." Industrial Tectonics, Inc. v. Aero Alloy, 912 F.2d 1090, 1093 (9th  
8 Cir. 1990) ("courts generally assign greater importance to the corporate headquarters  
9 when no state is clearly the center of corporate activity"). However, the "place of  
10 operations" test cannot properly identify a corporation's principal place of business  
11 where the corporation has operations spread throughout the country. See Breitman v.  
12 May Co. California, 37 F.3d 562, 564 (9th Cir. 1994) ("Because no one state contains a  
13 substantial predominance of the corporation's business activities, the place of operations  
14 test is inappropriate"); Ho v. Ikon Office Solutions, Inc., 143 F. Supp. 2d 1163,  
15 1168 (N.D. Cal. 2001) (where national corporation has business activity spread among a  
16 substantial number of states, "use of the 'place of operations' test would not reliably  
17 identify the one state that should be deemed the center of corporate activity"). To  
18 determine whether "substantial predominance" in a particular state exists, courts look to  
19 several factors, including the location of employees, tangible property, production  
20 activities, sources of income, and the corporation's executive and administrative  
21 functions. See Tosco Corp. v. Communities for a Better Environment, 236 F.3d 495,  
22 500-502 (9th Cir. 2001).

23 11. ConocoPhillips' operations do not substantially predominate in California.  
24 The Company's executive and administrative operations are centrally managed from  
25 Texas, not California. From ConocoPhillips' headquarters in Texas, ConocoPhillips  
26 makes and implements company-wide operating, financial, employee relations,  
27 marketing, development, customer care, accounting, income tax, treasury, and legal  
28 policy decisions. The Company's board room is located in Texas. Board member

1 meetings generally take place there, New York or Washington, D.C. Stockholders  
2 meetings are also held in Texas. Additionally, financial records are maintained in  
3 Texas. See Prosser Decl. ¶¶ 2-6.

4 12. ConocoPhillips employs more people in Texas than in any other state, and  
5 more than twice the number of employees in California. See Prosser Decl. ¶ 11.  
6 California represents the third largest number of ConocoPhillips employees (2581),  
7 behind Texas (6706) and Oklahoma (4474). See id. Furthermore, considering  
8 California's significantly larger population than any other state, ConocoPhillips  
9 employs fewer people on a per capita basis in California than in Texas, as well as most  
10 other states. See id. Based on the most recent population data from the U.S. Census  
11 Bureau (see <http://quickfacts.census.gov>) and current Company data, ConocoPhillips  
12 employs more people per thousand residents in Alaska (1.7), Oklahoma (1.3), Montana  
13 (0.43), Texas (0.32), Louisiana (0.32), New Mexico (0.47), Colorado (0.14), New Jersey  
14 (0.11) and Washington (0.11) than it does in California (0.07).<sup>2</sup> For this reason as well,  
15 ConocoPhillips' operations do not substantially predominate in California.

16 13. ConocoPhillips operates twelve refineries in the United States, including  
17 two in Texas, two in Louisiana, two in California, and one in each of the remaining six  
18 states in which its refineries are located. See Prosser Decl. ¶ 9, Exh. B at 47-51. The  
19 two California refineries' combined crude oil processing capacity (259 million barrels  
20 per day or MBPD) is less than that of the two Texas refineries combined (393 MBPD)  
21 and less than that of the two Louisiana refineries combined (486 MBPD). Id. Even  
22 some states with single refineries exceed or have equivalent capacities to the California  
23 refineries combined. See id. (Wood River, Illinois (306), Bayway, New Jersey (238  
24 MBPD), Trainer, Pennsylvania (185 MBPD)).

25  
26 <sup>2</sup> The U.S. Census Bureau's web site indicates that the populations of these states,  
27 as of the 2000 census, were: Alaska (626,932), Oklahoma (3,450,654), Montana  
28 (902,195), Texas (20,851,820), Louisiana (4,468,976), New Mexico (1,819,046),  
Colorado (4,301,261), New Jersey (8,414,350), Washington (5,894,121) and California  
(33,872,648). See <http://quickfacts.census.gov>.

1 14. ConocoPhillips owns or has an interest in approximately 30,000 miles of  
2 pipeline in the United States. Only 792 miles of its pipeline (or 2%) traverse California.  
3 See Prosser Decl. ¶ 9, Exh. B at 54. More than 1,250 miles of pipeline span Texas, not  
4 including most of the 542 miles of pipeline stretching between the Sweeny refinery in  
5 the southern Gulf coast of Texas to Cushing, Oklahoma. See id.

6 15. In the United States, ConocoPhillips markets its products through  
7 approximately 9,076 outlets in 49 states. California has nearly the equivalent number of  
8 outlets as Texas and Missouri. See id. at 40; Prosser Decl. ¶ 13 (California has 1,201,  
9 Texas has 1,032, and Missouri has 944). However, on a per capita basis,  
10 ConocoPhillips actually markets its products through more outlets in Texas than in  
11 California.<sup>3</sup> *Albino v. Standard Ins. Co.*, 349 F. Supp. 2d 1334, 1338 (C.D. Cal. 2004)  
12 (finding per capita measure appropriate because California has the largest population  
13 and thus will naturally have more gross sales, customers, and employees than other  
14 states).

15 16. ConocoPhillips participates in the chemicals sector through its 50 percent  
16 ownership of Chevron Phillips Chemical Company LLC (CPChem), a joint-venture  
17 with ChevronTexaco, headquartered in The Woodlands, Texas. See Prosser Decl. ¶ 10,  
18 Exh. C. The majority of CPChem's major facilities in the United States are located in  
19 Texas. Its other major facilities are located in Louisiana, Mississippi and Ohio. None  
20 are located in California. See id. For all these reasons, ConocoPhillips' operations do  
21 not substantially predominate in California. If ConocoPhillips' operations substantially  
22 predominate in any one state, that state is Texas.

23 17. Even if ConocoPhillips' operations do not substantially predominate in  
24 Texas, Texas still would be the Company's principal place business under the  
25 alternative "nerve center" test. Where, as here, a corporation's activities are arguably  
26 widespread and its operations are conducted in many states, courts apply the "nerve  
27

28 <sup>3</sup> See, supra, footnote 2.

1 center” test to determine the company’s principal place of business. See Engels v. Exel  
2 Global Logistics, Inc., No. C 04-3944 MHP, 2005 WL 850879, \*5 (N.D. Cal. April 11,  
3 2005); Arellano v. Home Depot U.S.A., Inc., 245 F. Supp. 2d 1102, 1106 (S.D. Cal.  
4 2003); Ho, 143 F. Supp. 2d at 1165. Under the “nerve center” test, the principal place  
5 of business is the state where the majority of executive and administrative functions are  
6 performed. See Tosco, 236 F.3d at 500. Relevant factors include where executives  
7 reside and maintain offices, where administrative and financial offices are located,  
8 where directors and stockholders meet, where income tax returns are filed, and where  
9 day-to-day control over the company is executed. See Unger v. Del E. Webb Corp., 233  
10 F. Supp. 713, 716 (N.D. Cal. 1964), accord State Farm Fire & Casualty Co. v. Byrd, 710  
11 F. Supp. 1292, 1293 (N.D. Cal. 1989).

12 18. Under the “nerve center” test, ConocoPhillips’ principal place of business  
13 is in Texas. As explained above, the vast majority of the corporation’s executive and  
14 administrative functions occur in Texas. For example, all of the executive officers of  
15 ConocoPhillips, including the president, chief financial officer, executive vice-  
16 presidents, and general counsel, maintain their offices at ConocoPhillips’ headquarters  
17 in Houston, Texas. See Prosser Decl. ¶ 3. From its Texas headquarters, ConocoPhillips  
18 manages day-to-day operations company-wide, including determining and  
19 implementing policy regarding human resources, marketing, finance, accounting,  
20 income tax, product distribution, and legal issues. Id. at ¶¶ 2-4. The Company’s board  
21 room is in Texas where the board of directors generally meet, and the stockholders  
22 meetings are held in Texas. Id. at ¶ 5. While its tax returns are filed from its offices in  
23 Oklahoma, the Company’s financial records are maintained in Texas. Id. at ¶¶ 6-7. In  
24 short, because ConocoPhillips’ executive and administrative functions are concentrated  
25 in Texas, under the “nerve center test,” Texas is ConocoPhillips’ principal place of  
26 business. See Tosco, 236 F.3d at 500.

1 19. ConocoPhillips has no knowledge that any Doe Defendants have been  
2 served in this action, and the citizenship of such fictitious defendants is disregarded for  
3 purposes of removal. See 28 U.S.C. § 1441(a).

4 20. **Amount in Controversy**. Defendant avers, for purposes of this Notice  
5 only, that if Plaintiffs prevailed on the claims asserted in this action, the requested  
6 monetary recovery would exceed five million dollars.<sup>4</sup> For their First Cause of Action,  
7 Plaintiffs allege that for the past three years Defendant “knowingly permitted USW’s  
8 members, Named Plaintiffs and the class to work without a 30-minute meal period  
9 totally relieved of all duties for every five (5) hours of work, in violation of California  
10 Labor Code section 226.7 and section 11 of Industrial Welfare Commission Wage Order  
11 No. 1-2001.” Complaint ¶ 25. Under Section 226.7, employees are entitled to one  
12 additional hour of pay for each workday in which proper rest breaks were not provided.

13 21. The alleged class of individuals whom Plaintiffs claim are entitled to  
14 penalties under Section 226.7 is estimated by Plaintiffs “to number in the hundreds.”  
15 Complaint ¶ 14. In fact, since 2004, ConocoPhillips has employed at least 700 United  
16 Steelworkers International Union, AFL-CIO-CLC (“USW”) members each year at its  
17 California refineries. Prosser Decl. ¶ 14. Many of the USW members employed at  
18 ConocoPhillips’ California refineries are typically scheduled to work only seven shifts  
19 every two weeks (approximately 161 shifts per year, assuming maximum vacation is  
20 taken). Prosser Decl. ¶ 15. Since 2004, the starting hourly pay rate for USW employees  
21 has been greater than \$18.00. Prosser Decl. ¶ 16.

22 22. Although ConocoPhillips strenuously disputes that the USW members it  
23 employs did not receive full and proper breaks, if proven as Plaintiffs assert, the  
24 proposed class could seek compensation for a minimum of 112,700 penalties per year  
25 for missed meal breaks, or a minimum of 338,100 penalties for the three-year period  
26

27 <sup>4</sup> A defendant may make the requisite showing by setting forth additional facts in  
28 declarations of knowledgeable company officials. See United Computer Systems, Inc.  
v. AT&T Corp., 298 F.3d 756, 763 (9th Cir. 2002).

1 alleged in the Complaint. Because USW members earned a starting hourly wage of at  
2 least \$18.00 (Prosser Decl. ¶ 16), this claim alone places more than \$5,000,000 in  
3 controversy.

4 23. There are no grounds that would justify this Court in declining to exercise  
5 its jurisdiction pursuant to 28 U.S.C. § 1332(d)(3) or requiring it to decline to exercise  
6 jurisdiction pursuant to 28 U.S.C. § 1332(d)(4).

7 24. **Venue.** The United States District Court for the Central District of  
8 California is the judicial district embracing the place where Case No. Case No.  
9 BC385637 was filed by Plaintiffs and is therefore the appropriate court for removal  
10 pursuant to 28 U.S.C. § 1441(a).

11 WHEREFORE, ConocoPhillips requests that the above action now pending  
12 against it in the Superior Court of California, County of Los Angeles, be removed  
13 therefrom to this Court.

14  
15 Dated: March 27, 2008

AKIN GUMP STRAUSS HAUER & FELD LLP  
Catherine A. Conway  
Mark R. Curiel  
Jeremy F. Bollinger

16  
17  
18 By  \_\_\_\_\_  
19 Mark R. Curiel  
20 Attorneys for Defendant  
ConocoPhillips Company

PROOF OF SERVICE

STATE OF CALIFORNIA, COUNTY OF LOS ANGELES

I am employed in the County of Los Angeles, State of California. I am over the age of 18 and not a party to the within action; my business address is: 2029 Century Park East, Suite 2400, Los Angeles, California 90067. On March 27, 2008, I served the foregoing document(s) described as: **DEFENDANT CONOCOPHILLIPS COMPANY'S NOTICE OF REMOVAL PURSUANT TO 28 U.S.C. §§ 1332(D)(2), 1441(A), 1446** on the interested party(ies) below, using the following means:

Robert A. Cantore, Esq.  
Jay Smith, Esq.  
Joshua F. Young, Esq.  
GILBERT & SACKMAN, A LAW CORPORATION  
3699 Wilshire Boulevard, Suite 1200  
Los Angeles, California 90010-2732  
Telephone: 323.938.3000  
Facsimile: 323.937.9139  
*Attorneys for Plaintiffs*

BY PERSONAL SERVICE I delivered such envelope(s) by hand to the offices of the addressee(s).

BY UNITED STATES MAIL I enclosed the documents in a sealed envelope or package addressed to the respective address(es) of the party(ies) stated above and placed the envelope(s) for collection and mailing, following our ordinary business practices. I am readily familiar with the firm's practice of collection and processing correspondence for mailing. On the same day that correspondence is placed for collection and mailing, it is deposited in the ordinary course of business with the United States Postal Service, in a sealed envelope with postage fully prepaid at Los Angeles, California.

BY MESSENGER SERVICE I served the documents by placing them in an envelope or package addressed to the respective address(es) of the party(ies) stated above and providing them to a professional messenger service for service.

BY ELECTRONIC MAIL OR ELECTRONIC TRANSMISSION. Based on a court order or an agreement of the parties to accept service by e-mail or electronic transmission, I caused the document(s) to be sent to the respective e-mail address(es) of the party(ies) as stated above. I did not receive, within a reasonable time after the transmission, any electronic message or other indication that the transmission was unsuccessful.

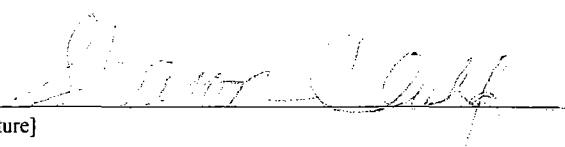
(FEDERAL) I declare that I am employed in the office of a member of the bar of this court at whose direction the service was made.

Executed on March 27, 2008 at Los Angeles, California.

Sharon Cluff

[Print Name of Person Executing Proof]

[Signature]





CORPORATION SERVICE COMPANY

KG3 / ALL

Transmittal Number: 5625856

Date Processed: 02/27/2008

## Notice of Service of Process

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**Primary Contact:** Ellen P. Hebert  
ConocoPhillips  
600 North Dairy Ashford Road  
Houston, TX 77079

---

<b>Entity:</b>	ConocoPhillips Company Entity ID Number 0013132
<b>Entity Served:</b>	ConocoPhillips Company
<b>Title of Action:</b>	United Steel, Paper & Forestry, Rubber, Manufacturing, Energy, Allied Industrial & Service Workers International Union vs. ConocoPhillips Company
<b>Document(s) Type:</b>	Summons/Complaint
<b>Nature of Action:</b>	Labor / Employment
<b>Court:</b>	Los Angeles Superior Court, California
<b>Case Number:</b>	BC385637
<b>Jurisdiction Served:</b>	California
<b>Date Served on CSC:</b>	02/27/2008
<b>Answer or Appearance Due:</b>	30 Days
<b>Originally Served On:</b>	CSC
<b>How Served:</b>	Personal Service
<b>Plaintiff's Attorney:</b>	Robert A. Cantore 323-938-3000

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Information contained on this transmittal form is for record keeping, notification and forwarding the attached document(s). It does not constitute a legal opinion. The recipient is responsible for interpreting the documents and taking appropriate action.

**To avoid potential delay, please do not send your response to CSC**  
*CSC is SAS70 Type II certified for its Litigation Management System.*  
2711 Centerville Road Wilmington, DE 19808 (888) 690-2882 | [sop@cscinfo.com](mailto:sop@cscinfo.com)

SUM-100

**SUMMONS  
(CITACION JUDICIAL)**

**NOTICE TO DEFENDANT:  
(AVISO AL DEMANDADO):**

ConocoPhillips Company, and DOES 1 through 10, inclusive

**COPY**

**YOU ARE BEING SUED BY PLAINTIFF:  
(LO ESTÁ DEMANDANDO EL DEMANDANTE):**

United Steel, Paper & Forestry, Rubber, Manufacturing, Energy, Allied Industrial & Service Workers International Union, AFL-CIO, CLC on behalf of its members employed by defendants (continued on Attach. 1)

FOR COURT USE ONLY  
(SOLO PARA USO DE LA CORTE)

**CONFORMED COPY  
OF ORIGINAL FILED  
Los Angeles Superior Court**

FEB 22 2008

John A. Clarke, Executive Officer/Clerk

BY SHAUNYA WESLEY, Deputy

You have 30 CALENDAR DAYS after this summons and legal papers are served on you to file a written response at this court and have a copy served on the plaintiff. A letter or phone call will not protect you. Your written response must be in proper legal form if you want the court to hear your case. There may be a court form that you can use for your response. You can find these court forms and more information at the California Courts Online Self-Help Center ([www.courtinfo.ca.gov/selfhelp](http://www.courtinfo.ca.gov/selfhelp)), your county law library, or the courthouse nearest you. If you cannot pay the filing fee, ask the court clerk for a fee waiver form. If you do not file your response on time, you may lose the case by default, and your wages, money, and property may be taken without further warning from the court.

There are other legal requirements. You may want to call an attorney right away. If you do not know an attorney, you may want to call an attorney referral service. If you cannot afford an attorney, you may be eligible for free legal services from a nonprofit legal services program. You can locate these nonprofit groups at the California Legal Services Web site ([www.lawhelpcalifornia.org](http://www.lawhelpcalifornia.org)), the California Courts Online Self-Help Center ([www.courtinfo.ca.gov/selfhelp](http://www.courtinfo.ca.gov/selfhelp)), or by contacting your local court or county bar association.

Tiene 30 DÍAS DE CALENDARIO después de que le entreguen esta citación y papeles legales para presentar una respuesta por escrito en esta corte y hacer que se entregue una copia al demandante. Una carta o una llamada telefónica no lo protegen. Su respuesta por escrito tiene que estar en formato legal correcto si desea que procesen su caso en la corte. Es posible que haya un formulario que usted pueda usar para su respuesta. Puede encontrar estos formularios de la corte y más información en el Centro de Ayuda de las Cortes de California ([www.courtinfo.ca.gov/selfhelp/espanol/](http://www.courtinfo.ca.gov/selfhelp/espanol/)), en la biblioteca de leyes de su condado o en la corte que le quede más cerca. Si no puede pagar la cuota de presentación, pida al secretario de la corte que le dé un formulario de exención de pago de cuotas. Si no presenta su respuesta a tiempo, puede perder el caso por incumplimiento y la corte le podrá quitar su sueldo, dinero y bienes sin más advertencia.

Hay otros requisitos legales. Es recomendable que llame a un abogado inmediatamente. Si no conoce a un abogado, puede llamar a un servicio de remisión a abogados. Si no puede pagar a un abogado, es posible que cumpla con los requisitos para obtener servicios legales gratuitos de un programa de servicios legales sin fines de lucro. Puede encontrar estos grupos sin fines de lucro en el sitio web de California Legal Services, ([www.lawhelpcalifornia.org](http://www.lawhelpcalifornia.org)), en el Centro de Ayuda de las Cortes de California, ([www.courtinfo.ca.gov/selfhelp/espanol/](http://www.courtinfo.ca.gov/selfhelp/espanol/)) o poniéndose en contacto con la corte o el colegio de abogados locales.

The name and address of the court is:  
(El nombre y dirección de la corte es):

Superior Court of California, County of Los Angeles  
111 No. Hill Street, Los Angeles, CA 90012

CASE NUMBER: BC385637  
(Número del Caso):

The name, address, and telephone number of plaintiff's attorney, or plaintiff without an attorney, is:

(El nombre, la dirección y el número de teléfono del abogado del demandante, o del demandante que no tiene abogado, es):

Robert A. Cantore (SBN 127462) Phone: (323) 938-3000, Fax: (323) 937-9139  
GILBERT & SACKMAN, A Law Corp., 3699 Wilshire Blvd., Ste. 1200, Los Angeles, CA 90010-2732

DATE:  
(Fecha)

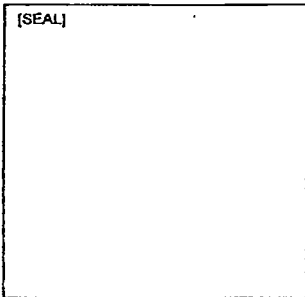
FEB 22 2008

~~JOHN A. CLARKE~~

Clerk, by  
(Secretario)

S. WESLEY, Deputy  
(Adjunto)

(For proof of service of this summons, use Proof of Service of Summons (form POS-010).)  
(Para prueba de entrega de esta citación use el formulario Proof of Service of Summons, (POS-010)).



**NOTICE TO THE PERSON SERVED: You are served**

- as an individual defendant.
- as the person sued under the fictitious name of (specify):
- on behalf of (specify): *Conoco Phillips Company*  
 under:  CCP 416.10 (corporation)  CCP 416.60 (minor)  
 CCP 416.20 (defunct corporation)  CCP 416.70 (conservatee)  
 CCP 416.40 (association or partnership)  CCP 416.90 (authorized person)  
 other (specify):
- by personal delivery on (date):

SUM-200(A)

SHORT TITLE: United Steel, et al. v. ConocoPhillips, et al.	CASE NUMBER: BC385637
--	--------------------------

**INSTRUCTIONS FOR USE**

- This form may be used as an attachment to any summons if space does not permit the listing of all parties on the summons.
- If this attachment is used, insert the following statement in the plaintiff or defendant box on the summons: "Additional Parties Attachment form is attached."

List additional parties (Check only one box. Use a separate page for each type of party.):

Plaintiff   
  Defendant   
  Cross-Complainant   
  Cross-Defendant

Raudel Covarrubias, David Simmons, and Stephen S. Swader, Sr., individually and on behalf of all other similarly situated current and former employees

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GILBERT & SACKMAN

01:54:40 p.m.

02-15-2008

8 / 16

**COPY**

**CONFORMED COPY**  
OF ORIGINAL FILED  
Los Angeles Superior Court

FEB 15 2008

John A. Clarke, Executive Officer/Clerk

By D.M. Swain, Deputy  
D.M. SWAIN

1 Robert A. Cantore (Bar No. 127462)  
Jay Smith (Bar No. 166105)  
2 Joshua F. Young (Bar No. 212707)  
GILBERT & SACKMAN  
3 A LAW CORPORATION  
3699 Wilshire Boulevard, Suite 1200  
4 Los Angeles, California 90010-2732  
Telephone: (323) 938-3000  
5 Fax: (323) 937-9139

6 *Attorneys for Plaintiffs*

7  
8 SUPERIOR COURT OF THE STATE OF CALIFORNIA  
9 FOR THE COUNTY OF LOS ANGELES

10  
11 UNITED STEEL, PAPER & FORESTRY, )  
RUBBER, MANUFACTURING, ENERGY, )  
12 ALLIED INDUSTRIAL & SERVICE WORKERS )  
INTERNATIONAL UNION, AFL-CIO, CLC, on )  
13 behalf of its members employed by defendants, and )  
14 RAUDEL COVARRUBIAS, DAVID SIMMONS )  
AND STEPHEN S. SWADER, SR., individually )  
15 and on behalf of all similarly situated current and )  
former employees, )

16 Plaintiffs,

17 v.

18 CONOCOPHILLIPS COMPANY and DOES 1  
19 through 10, inclusive,

20 Defendants.  
21  
22

Case No.

*"By Fax"*  
BC385637

COMPLAINT FOR UNPAID WAGES,  
DAMAGES AND INJUNCTIVE AND  
OTHER EQUITABLE RELIEF FOR  
VIOLATIONS OF CALIFORNIA LAW

CLASS ACTION

23  
24 Plaintiffs, complaining of defendants, respectfully allege as follows:

25 **INTRODUCTION**

26 1. Plaintiff United Steel, Paper & Forestry, Rubber, Manufacturing, Energy, Allied  
27 Industrial & Service Workers International Union, AFL-CIO, CLC (the "USW"), suing on behalf  
28 of the members of its bargaining unit who are or were employed by defendants, brings this action

COMPLAINT FOR UNPAID WAGES

1 both in a representative capacity and on behalf of a proposed class of similarly situated current and  
2 former employees of defendants for violations of California's labor laws and regulations.

3 2. Plaintiffs Raudel Covarrubias, David Simmons and Stephen S. Swader, Sr.  
4 (individually, a "Named Plaintiff," and collectively, "Named Plaintiffs") brings this action  
5 individually and on behalf of a proposed class of similarly situated current and former employees  
6 who are or were employed in California by one or more of the defendants for violations of  
7 California's labor laws and regulations.

8 3. Plaintiffs seek class-wide relief under California law for Defendants' breaches of  
9 their legal obligation to provide employees with unpaid, 30-minute meal periods, totally relieved  
10 of all duties, for every 5 hours of work.

11 4. Named Plaintiffs, suing on behalf of themselves, the class members and the general  
12 public, also seeks relief under California law for Defendants' unfair competition and unlawful,  
13 unfair, or fraudulent business practices of depriving their employees of their rights under  
14 California labor laws and regulations, all to reduce their payroll costs and increase their profits,  
15 and all in violation of applicable law.

16 5. The basis for the requested relief is as follows:

17 5.1. It is unlawful in the State of California for an employer:

18 5.1.1. To fail to allow employees at least one, 30-minute unpaid meal period  
19 totally relieved of all duties for every five (5) hours of work; :

20 5.1.2. To fail to keep accurate records of meal periods taken by employees;  
21 and

22 5.1.3. To engage in business practices that are forbidden by law, including  
23 business practices that violate California employment laws.

24 5.2. Defendants have engaged in patterns and practices of committing these  
25 unlawful acts to the detriment of USW's members consisting of Named Plaintiffs and the proposed  
26 class.

27 ///

28 ///

**THE PARTIES**

6. USW is a unincorporated association which functions as a labor organization representing employees within the State of California.

6.1. As a labor organization, USW exists in part for the purpose of dealing with employers like defendants concerning labor disputes, wages, rates of pay, hours of work and other terms and conditions of employment. USW exists to advance and promote the best interests of its members and, under its constitution, may pursue this action on behalf of its members.

6.2. At all times mentioned, USW maintained a principle place of business in California at 927 South Village Oaks Drive, Suite 100, Covina, CA 91724.

7. Named Plaintiffs reside in Los Angeles County, California, are employed by Defendants within the State of California, are members of USW and are "employee[s]" as defined in Industrial Welfare Commission Wage Order No. 1-2001.

8. USW's members consisting of Named Plaintiffs and the proposed class performed work for defendants within the State of California. Wholly or partly because defendants desired to lower their costs and increase their profits, USW's members consisting of Named Plaintiffs and the proposed class routinely were denied unpaid meal periods or were forced to perform duties during paid and unpaid meal periods without additional compensation.

9. Plaintiffs are informed and believe, and on the basis of such information and belief allege, that defendant ConocoPhillips Company ("ConocoPhillips") is an international oil company. Plaintiffs are further informed and believe, and on the basis of such information and belief allege, that ConocoPhillips, either directly or through a subsidiary or other relationship, owns and/or operates oil refineries located in Carson, Santa Maria and Rodeo, California (the "Refineries").

10. USW and ConocoPhillips are parties to a series of collective bargaining agreements covering an appropriate bargaining unit of employees employed by ConocoPhillips at the Refineries. Named Plaintiffs and the proposed class are or were members of the bargaining unit covered by these agreements.

///

1 11. The true names and capacities of the defendants sued as DOES 1 through 10,  
2 inclusive, whether individual, corporate, associative, or otherwise, are unknown to Plaintiffs.  
3 DOES 1 through 10 are divisions, parent corporations, subsidiaries and/or affiliated entities of  
4 ConocoPhillips. Plaintiffs will seek leave to amend this complaint to state the true names and  
5 capacities of such defendants when such names and capacities are ascertained.

6 12. Plaintiffs are informed and believe, and on the basis of such information and belief  
7 allege, that at all times mentioned herein, Defendants and each of them, directly or indirectly, or  
8 through an agent or any other person, employed and/or exercised control over the wages, hours,  
9 or working conditions of USW's members, Named Plaintiffs and the members of the class; and  
10 that Defendants and each of them were the joint employers of USW's members, of Named  
11 Plaintiffs and of the class.

12 13. Plaintiffs are informed and believe, and on the basis of such information and belief  
13 allege, that, at all times mentioned herein, Defendants and each of them were the agents or  
14 employees of each other, and were acting in the course and scope of such agency or employment  
15 when committing or failing to commit the acts alleged.

#### 16 CLASS ALLEGATIONS

17 14. The plaintiff class consists of all employees of Defendants represented by the USW  
18 who are currently employed, or during the applicable limitations periods were employed at the  
19 Refineries in the State of California. The class is estimated to number in the hundreds.

20 15. All members of the class are similarly situated in that each member has not been  
21 given required meal periods every workday. Defendants' failures to provide meal periods affected  
22 each member of the class, including Named Plaintiffs, in a similar fashion.

23 16. Defendants' employment policies and practices raise questions of fact common to  
24 the class including:

25 16.1. Whether Defendants failed to provide Named Plaintiffs and members of the  
26 class meal periods in accordance with applicable California law;

27 16.2. Whether Defendants failed to keep accurate records of the meal periods  
28 provided to Named Plaintiffs and members of the class in accordance with applicable

1 California law; and

2 16.3. Whether Defendants maintain or have maintained common policies that failed  
3 to properly compensate Named Plaintiffs and members of the class.

4 17. Questions of law common to the class include:

5 17.1. Whether an employer violates California law by failing to provide similarly  
6 situated employees performing similar tasks with uninterrupted meal periods;

7 17.2. What compensatory damages, and injunctive and other equitable relief are  
8 Named Plaintiffs and members of the class entitled to receive from Defendants; and

9 17.3. Whether an entity that does not directly pay an employee but that directly or  
10 indirectly, or through an agent or any other person, exercises control over the wages, hours,  
11 or working conditions of the employee is the employee's employer and liable to the  
12 employee for violations of California's wage and hour law and regulations.

13 18. The claims of Named Plaintiffs are typical of the claims of the class:

14 18.1. Named Plaintiffs' claims encompass the challenged practices and common  
15 courses of conduct of Defendants;

16 18.2. Named Plaintiffs' claims arise out of the alleged courses of conduct by  
17 Defendants and are based on the same legal theories as the claims of the unnamed class  
18 members. The legal issues as to which California laws are violated by such conduct apply  
19 equally to Named Plaintiff and members of the class.

20 19. Plaintiffs will fairly and adequately protect the interests of the class.

21 20. The prosecution of separate actions by or against individual members of the class  
22 would create a risk of:

23 20.1. Inconsistent or varying adjudications with respect to individual members of  
24 the class that would establish incompatible standards of conduct for the parties opposing  
25 the class; and

26 20.2. Adjudications with respect to individual members of the class that would as  
27 a practical matter be dispositive of the interests of the other members not parties to the  
28 adjudications or substantially impair or impede their ability to protect their interests.

1 21. Defendants have acted and refused to act on grounds generally applicable to class  
2 members, thereby making appropriate final injunctive relief with respect to class members as a  
3 whole.

4 22. The questions of law and fact common to the members of the class predominate over  
5 any questions affecting only individual members, and a class action is superior to other available  
6 methods for the fair and efficient adjudication of the controversy:

7 22.1. Class members have little or no interest in individually controlling the  
8 prosecution of separate actions;

9 22.2. Plaintiffs are aware of no other litigation concerning the controversy already  
10 commenced by members of the class; and

11 22.3. It is desirable to concentrate the litigation of the claims in this Court because  
12 some or most of the complained of practices occurred here and Defendants otherwise  
13 conduct business in this jurisdiction.

14 23. This action is manageable as a class action because compared with any other method,  
15 such as individual interventions or the consolidation of individual actions, a class action is fairer  
16 and more efficient.

17  
18 **FIRST CLAIM FOR RELIEF AGAINST ALL DEFENDANTS:**  
19 **CLASS ACTION BY ALL PLAINTIFFS FOR**  
20 **VIOLATION OF CALIFORNIA LAW**  
21 **BY FAILING TO ALLOW MEAL PERIODS**

22 24. Plaintiffs repeat and reallege each and every allegation contained in paragraphs 1  
23 through 23 above as if repeated here in full.

24 25. For each work week within the three years prior to the filing of this complaint,  
25 Defendants have knowingly permitted USW's members, Namcd Plaintiffs and the class to work  
26 without a 30-minute meal period totally relieved of all duties for every five (5) hours of work, in  
27 violation of California Labor Code section 226.7 and section 11 of Industrial Welfare Commission  
28 Wage Order No. 1-2001.

1 26. USW's members consisting of Named Plaintiff and the class have been entitled to  
 2 one (1) hour of pay at their regular rate of compensation for each workday that a 30-minute meal  
 3 period was not provided for every five (5) hours of work. Because the records of hours and days  
 4 of work are in Defendants' custody and control, Plaintiffs are not able to liquidate damages at this  
 5 time.

6 27. Plaintiffs are entitled to an award of their reasonable attorney's fees and costs,  
 7 pursuant to section 218.5 of the California Labor Code.

8  
 9 **SECOND CLAIM FOR RELIEF AGAINST ALL DEFENDANTS:**  
 10 **CLASS AND REPRESENTATIVE ACTION**  
 11 **BY NAMED PLAINTIFFS FOR**  
 12 **RESTITUTION, DISGORGEMENT, AND INJUNCTIVE AND**  
 13 **OTHER EQUITABLE RELIEF FOR VIOLATIONS**  
 14 **OF STATE UNFAIR COMPETITION LAW**

15 28. Named Plaintiffs repeat and reallege each and every allegation contained in  
 16 paragraphs 1 through 27 above as if they were reprinted here in full.

17 29. For the four years prior to the filing of this complaint, the conduct and practices of  
 18 Defendants and each of them in violating state wage and hour laws and regulations, as alleged  
 19 above, constitute unlawful, unfair, or fraudulent business practices within the meaning of section  
 20 17200 of the California Business & Professions Code, and violate California's Unfair Competition  
 21 Law, Cal. Bus. & Prof. Code sections 17200 - 17209.

22 30. Named Plaintiffs are entitled to equitable relief, including restitution for the Named  
 23 Plaintiffs and all similarly situated current and former employees employed by Defendants, of all  
 24 unpaid wages to which they were entitled under applicable law as redress for Defendants' acts  
 25 constituting unfair competition and to injunctive relief against future acts constituting unfair  
 26 competition, pursuant to sections 17201 and 17203 of the California Business and Professions  
 27 Code.

28 ///

1 31. Named Plaintiffs are entitled to an award of his reasonable attorney's fees and costs,  
2 pursuant to, among other authorities, section 1021.5 of the California Code of Civil Procedure.  
3

4 WHEREFORE, PLAINTIFFS REQUEST JUDGMENT AGAINST DEFENDANTS AND  
5 EACH OF THEM AS FOLLOWS:

- 6 1. For compensatory damages, including unpaid wages, all in accordance with proof;
- 7 2. For restitution to Named Plaintiffs and the class, including unpaid wages, for all  
8 uncompensated work and for meal and rest periods that were not provided to Named Plaintiffs and  
9 the class in accordance with proof;
- 10 3. For injunctive relief to restraining Defendants and each of them:
  - 11 3.1. From failing to pay Named Plaintiffs and the class at premium rates for all  
12 meal periods worked;
  - 13 3.2. From failing to keep accurate records showing all the meal periods that  
14 Defendants permit Named Plaintiffs and the class to take;
  - 15 3.3. From failing to give Named Plaintiffs and the class unpaid, 30-minute lunch  
16 periods for every 5 hours in a work day; and
  - 17 3.4. To prohibit Defendants engaging in acts constituting unfair competition.
- 18 4. For a declaration of the rights and obligations of Defendants and the class under  
19 California law.
- 20 5. For attorney's fees and costs of litigation, pursuant to sections 218.5 and 1194 of the  
21 California Labor Code, section 1021.5 of the California Code of Civil Procedure, and other  
22 applicable legal authorities; and  
23  
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GILBERT & SACKMAN

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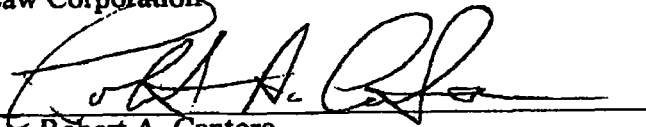
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6. For such other and further relief as the Court may deem just and equitable.

DATED: February 15, 2008

Respectfully submitted,

**GILBERT & SACKMAN**  
A Law Corporation

By   
Robert A. Cantore

Attorneys for Plaintiffs

C1-131.usw

**UNITED STATES DISTRICT COURT  
CENTRAL DISTRICT OF CALIFORNIA**

**NOTICE OF ASSIGNMENT TO UNITED STATES MAGISTRATE JUDGE FOR DISCOVERY**

This case has been assigned to District Judge Philip S. Gutierrez and the assigned discovery Magistrate Judge is Frederick F. Mumm.

The case number on all documents filed with the Court should read as follows:

**CV08- 2068 PSG (FFMx)**

Pursuant to General Order 05-07 of the United States District Court for the Central District of California, the Magistrate Judge has been designated to hear discovery related motions.

All discovery related motions should be noticed on the calendar of the Magistrate Judge

=====

**NOTICE TO COUNSEL**

*A copy of this notice must be served with the summons and complaint on all defendants (if a removal action is filed, a copy of this notice must be served on all plaintiffs).*

Subsequent documents must be filed at the following location:

**Western Division**  
312 N. Spring St., Rm. G-8  
Los Angeles, CA 90012

**Southern Division**  
411 West Fourth St., Rm. 1-053  
Santa Ana, CA 92701-4516

**Eastern Division**  
3470 Twelfth St., Rm. 134  
Riverside, CA 92501

Failure to file at the proper location will result in your documents being returned to you.

COPY

UNITED STATES DISTRICT COURT, CENTRAL DISTRICT OF CALIFORNIA CIVIL COVER SHEET

I (a) PLAINTIFFS (Check box if you are representing yourself) United Steel, Paper & Forestry, Rubber, Mfg., Energy, Allied Industrial & Service Workers Int'l. Union, AFL-CIO, CLC, Raudel Covarrubias, David Simmons and Stephen S. Swader, Sr.

DEFENDANTS ConocoPhillips Company

(b) County of Residence of First Listed Plaintiff (Except in U.S. Plaintiff Cases): Los Angeles

County of Residence of First Listed Defendant (In U.S. Plaintiff Cases Only): Texas

(c) Attorneys (Firm Name, Address and Telephone Number. If you are representing yourself, provide same.)

Robert A. Cantore (SBN 127462) Gilbert & Sackman 3699 Wilshire Blvd., #1200 Los Angeles, CA 90010 (310)938-3000

Attorneys (If Known)

Catherine A. Conway (SBN 98266) Mark R. Curiel (SBN 222749) Akin Gump Strauss Hauer & Feld LLP 2029 Century Park East, #2400 Los Angeles, CA 90067 (310)229-1000

II. BASIS OF JURISDICTION (Place an X in one box only.)

- 1 U.S. Government Plaintiff 2 U.S. Government Defendant 3 Federal Question (U.S. Government Not a Party) 4 Diversity (Indicate Citizenship of Parties in Item III)

III. CITIZENSHIP OF PRINCIPAL PARTIES - For Diversity Cases Only (Place an X in one box for plaintiff and one for defendant.)

- Citizen of This State Citizen of Another State Citizen or Subject of a Foreign Country PTF DEF 1 1 2 2 3 3 4 4 5 5 6 6

IV. ORIGIN (Place an X in one box only.)

- 1 Original Proceeding 2 Removed from State Court 3 Remanded from Appellate Court 4 Reinstated or Reopened 5 Transferred from another district (specify): 6 Multi-District Litigation 7 Appeal to District Judge from Magistrate Judge

V. REQUESTED IN COMPLAINT: JURY DEMAND: Alleged CLASS ACTION under F.R.C.P. 23: Yes No MONEY DEMANDED IN COMPLAINT: \$ > 5,000,000.00

VI. CAUSE OF ACTION (Cite the U.S. Civil Statute under which you are filing and write a brief statement of cause. Do not cite jurisdictional statutes unless diversity.)

Claim for missed meal breaks under Cal. Lab. Code section 226.7 and Cal. Bus. & Prof. Code section 17200; removed based on 28 U.S.C. section 1332(d)(2).

VII. NATURE OF SUIT (Place an X in one box only.)

Table with columns: OTHER STATUTES, CONTRACT, REAL PROPERTY, TORTS - PERSONAL INJURY, TORTS - PERSONAL PROPERTY, CIVIL RIGHTS, PRISONER PETITIONS, FEDERAL TAX SUITS. Includes checkboxes for various legal categories like 400 State Reapportionment, 110 Insurance, 310 Airplane, 370 Other Fraud, etc.

VIII(a). IDENTICAL CASES: Has this action been previously filed and dismissed, remanded or closed? No Yes If yes, list case number(s):

FOR OFFICE USE ONLY: Case Number:

AFTER COMPLETING THE FRONT SIDE OF FORM CV-71, COMPLETE THE INFORMATION REQUESTED BELOW.

VIII(b). RELATED CASES: Have any cases been previously filed that are related to the present case?  No  Yes

If yes, list case number(s): \_\_\_\_\_

Civil cases are deemed related if a previously filed case and the present case:

- (Check all boxes that apply)  A. Arise from the same or closely related transactions, happenings, or events; or  
 B. Call for determination of the same or substantially related or similar questions of law and fact; or  
 C. For other reasons would entail substantial duplication of labor if heard by different judges; or  
 D. Involve the same patent, trademark or copyright, and one of the factors identified above  
in a, b or c also is present.

IX. VENUE: List the California County, or State if other than California, in which EACH named plaintiff resides (Use an additional sheet if necessary)

Check here if the U.S. government, its agencies or employees is a named plaintiff.

Los Angeles (all plaintiffs)

List the California County, or State if other than California, in which EACH named defendant resides. (Use an additional sheet if necessary).

Check here if the U.S. government, its agencies or employees is a named defendant.

Texas

List the California County, or State if other than California, in which EACH claim arose. (Use an additional sheet if necessary)

Note: In land condemnation cases, use the location of the tract of land involved.

Los Angeles

X. SIGNATURE OF ATTORNEY (OR PRO PER):  Date Mar. 25, 2008

Notice to Counsel/Parties: The CV-71 (JS-44) Civil Cover Sheet and the information contained herein neither replace nor supplement the filing and service of pleadings or other papers as required by law. This form, approved by the Judicial Conference of the United States in September 1974, is required pursuant to Local Rule 3-1 is not filed but is used by the Clerk of the Court for the purpose of statistics, venue and initiating the civil docket sheet. (For more detailed instructions, see separate instructions sheet.)

Key to Statistical codes relating to Social Security Cases:

Nature of Suit Code	Abbreviation	Substantive Statement of Cause of Action
861	HIA	All claims for health insurance benefits (Medicare) under Title 18, Part A, of the Social Security Act, as amended. Also, include claims by hospitals, skilled nursing facilities, etc., for certification as providers of services under the program. (42 U.S.C. 1935FF(b))
862	BL	All claims for "Black Lung" benefits under Title 4, Part B, of the Federal Coal Mine Health and Safety Act of 1969. (30 U.S.C. 923)
863	DIWC	All claims filed by insured workers for disability insurance benefits under Title 2 of the Social Security Act, as amended; plus all claims filed for child's insurance benefits based on disability. (42 U.S.C. 405(g))
863	DIWW	All claims filed for widows or widowers insurance benefits based on disability under Title 2 of the Social Security Act, as amended. (42 U.S.C. 405(g))
864	SSID	All claims for supplemental security income payments based upon disability filed under Title 16 of the Social Security Act, as amended.
865	RSI	All claims for retirement (old age) and survivors benefits under Title 2 of the Social Security Act, as amended. (42 U.S.C. (g))

PROOF OF SERVICE

STATE OF CALIFORNIA, COUNTY OF LOS ANGELES

I am employed in the County of Los Angeles, State of California. I am over the age of 18 and not a party to the within action; my business address is: 2029 Century Park East, Suite 2400, Los Angeles, California 90067. On March 27, 2008, I served the foregoing document(s) described as:

CIVIL COVER SHEET

on the interested party(ies) below, using the following means:

Robert A. Cantore, Esq.  
Jay Smith, Esq.  
Joshua F. Young, Esq.  
GILBERT & SACKMAN, A LAW CORPORATION  
3699 Wilshire Boulevard, Suite 1200  
Los Angeles, California 90010-2732  
Telephone: 323.938.3000  
Facsimile: 323.937.9139  
*Attorneys for Plaintiffs*

BY PERSONAL SERVICE I delivered such envelope(s) by hand to the offices of the addressee(s).

BY UNITED STATES MAIL I enclosed the documents in a sealed envelope or package addressed to the respective address(es) of the party(ies) stated above and placed the envelope(s) for collection and mailing, following our ordinary business practices. I am readily familiar with the firm's practice of collection and processing correspondence for mailing. On the same day that correspondence is placed for collection and mailing, it is deposited in the ordinary course of business with the United States Postal Service, in a sealed envelope with postage fully prepaid at Los Angeles, California.

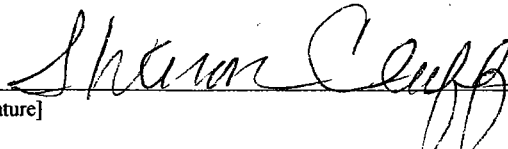
BY MESSENGER SERVICE I served the documents by placing them in an envelope or package addressed to the respective address(es) of the party(ies) stated above and providing them to a professional messenger service for service.

BY ELECTRONIC MAIL OR ELECTRONIC TRANSMISSION. Based on a court order or an agreement of the parties to accept service by e-mail or electronic transmission, I caused the document(s) to be sent to the respective e-mail address(es) of the party(ies) as stated above. I did not receive, within a reasonable time after the transmission, any electronic message or other indication that the transmission was unsuccessful.

(FEDERAL) I declare that I am employed in the office of a member of the bar of this court at whose direction the service was made.

Executed on March 27, 2008 at Los Angeles, California.

Sharon Cluff  
[Print Name of Person Executing Proof]

  
[Signature]