

1. This Affidavit is submitted in support of the Joint Unopposed Motion for Final Approval of Class Action Settlement Agreement and Approval of Attorneys Fees, Costs and Inceptive Payments. The facts set forth herein are true of my own personal knowledge and I am competent to testify thereto.

2. I am a partner with the law firm of Rothstein, Donatelli, Hughes, Dahlstrom, Schoenburg & Bienvenu, LLP and serve as counsel of record for Plaintiffs in this proceeding. I am a member in good standing of the State Bar of New Mexico and admitted to practice before the United States District Court for the District of New Mexico, the United States Court of Appeals for the Tenth Circuit, the United States Supreme Court as well as several other district courts.

3. I received my law degree from Boalt Hall in 1974 and completed advanced study at the Center for the Study of Law and Society at the University of California. I have been licensed to practice law in New Mexico since 1974. I have served as the chair and a member of the New Mexico Supreme Court Rules of Evidence Committee and as a member of the Rules of Civil Procedure Committee. I have an AV rating from Martindale Hubbell and have selected to be included in "Best Lawyers in America" in employment law, personal injury and criminal defense.

4. My practice consists primarily of civil litigation in the areas of civil rights and other complex civil litigation including employment, commercial litigation, antitrust and RICO litigation. In addition to this case, I am counsel of record for the plaintiffs in the following class action lawsuits: *Garcia, et al. v. Regents of the University of California, et*

al., No. CIV-03-1404 WJ/RLP (co-lead counsel); *Allison v. Lincoln County Board of Commissioners, et al.*, No. CV05-881 WPJ/WDS (co-lead counsel); *Lira, et al. v. Dona Ana County Board of Commissioners, et al.*, No. CIV 06-0179 WPJ/WPL (co-lead counsel); *Rodriguez v. Dona Ana County Board of Commissioners, et al.*, No. CIV 06-0416 JH/RHS (co-lead counsel). I also have significant experience in criminal and corrections law, having served as counsel in the Duran prison conditions litigation as well as numerous individual jail conditions cases.

5. The pertinent facts regarding this litigation are set forth in the Affidavit of John C. Bienvenu and are incorporated hereinto. My current billing rate for complex civil litigation is \$300/hour. This is consistent with prevailing rates for persons with similar qualifications practicing in this area of the law in this vicinity.

6. It is my opinion that the settlement fund established here is a very meaningful benefit to the members of the class, that the change in policies effected by this lawsuit is an extremely significant benefit to the community, and that the average class members' chances of obtaining better results by continuing the litigation or by pursuing separate claims would be uncertain at best.

7. The named Plaintiffs agreed to assume significant responsibilities when they agreed to become Class Representatives. They understood and agreed that they would be ultimately responsible for the litigation expenses incurred in this case in the event that there was no recovery. They also understood and agreed that they would be required to participate in decision-making regarding this litigation, to attend hearings, to attend depositions, to be

deposed themselves, to respond to interrogatories, requests for production and requests for admission, to attend meetings with Class Counsel, to participate in mediation, and to testify at trial. They performed all of the duties that were required and their participation was essential to the successful prosecution of this lawsuit. They took their duties seriously and acted responsibly. By agreeing to be named Plaintiffs, they exposed themselves to financial liabilities, as well as to public scrutiny and the scrutiny of the Defendants and their attorneys. They devoted substantial time and expense in traveling to meetings, depositions, and numerous settlement conferences in Albuquerque. They were required to, and did, put the interests of the class members ahead of their own self-interest in this matter. It is my belief that they are entitled to the additional incentive award set forth in the proposed settlement agreement.

FURTHER AFFIANT SAYETH NAUGHT.


ROBERT R. ROTHSTEIN

SUBSCRIBED AND SWORN TO before me this 30th day of November, 2006, at Santa Fe, New Mexico by Robert R. Rothstein.


Notary Public

My commission expires:

June 16, 2010