

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§
	§ Chapter 11
	§
SHERIDAN HOLDING COMPANY I, LLC, <i>et al.</i> , ¹	§ Case No. 20-20-31884 (DRJ)
	§
Debtors.	§ (Joint Administration Requested)
	§

**DECLARATION OF REX A. SHARP IN SUPPORT OF
JOINT MOTION FOR PRELIMINARY SETTLEMENT APPROVAL**

I, Rex S. Sharp, hereby declare upon personal knowledge and pursuant to 28 U.S.C. § 1746:

1. I am the Co-Managing Partner of Sharp Barton, LLP, successor to Rex A. Sharp, P.A. (“Sharp Law”). I am admitted to practice law in Texas, Oklahoma, Kansas, Missouri and Colorado. I am currently admitted to active practice in the following federal district courts: Southern District of Texas, Northern District of Texas, Northern District of Oklahoma, Eastern District of Oklahoma, Western District of Oklahoma, District of Kansas, Western District of Missouri and District of Colorado. I am admitted to practice in the following federal circuit courts: Third, Eighth, Ninth and Tenth Circuits. I am also admitted to practice before the United States Supreme Court.

2. I, along with Mike Grant of Grant Law Firm P.L.L.C., and Allan DeVore and Jandra Cox of the DeVore Law Firm, P.L.C., represent Tony R. Whisenant, Kyle Allan Taylor, Stanley Ray Born, and Ronda Jean Born (the “Borns”) (collectively, the “Class Representatives”)

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include: Sheridan Holding Company I, LLC (7648); Sheridan Investment Partners I, LLC (8607); Sheridan Production Partners I, LLC (8094); Sheridan Production Partners I-A, L.P. (8100); Sheridan Production Partners I-B, L.P. (8104); Sheridan Production Partners I-M, L.P. (8106); and SPP I-B GP, LLC (8092). The location of the Debtors’ service address is: 1360 Post Oak Blvd., Suite 2500, Houston, Texas 77056.

on behalf of themselves and as representatives of the Settlement Class, as defined in paragraph 1.30 of the Settlement Agreement (defined below). In addition, Charles Rubio of Diamond McCarthy, LLP, was retained to represent the Settlement Class in the Bankruptcy Proceeding. Together, we are Settlement Class Counsel as defined in paragraph 1.31 of the Settlement Agreement.

3. I submit this declaration (the “Declaration”) in support of the previously filed:

Joint Motion for Entry of (A) a Preliminary Approval Order (I) Directing the Application of Bankruptcy Rule 7023, (II) Preliminarily Approving the Settlement, (III) Appointing the Settlement Administrator, (IV) Approving Form and Manner of Notice to Class Members, (V) Certifying A Class, Designating Class Representatives, and Appointing Class Counsel for Settlement Purposes Only, (VI) Scheduling A Settlement Fairness Hearing, and (B) a Judgment Finally Approving the Settlement (the “Joint Motion”).

Capitalized terms used but not defined herein have the meanings assigned to such terms in the Joint Motion and Settlement Agreement.

4. The Settlement Agreement attached to the Joint Motion as Exhibit 1 to Exhibit A (the “Settlement”, and the agreement, the “Settlement Agreement”), if ultimately approved by the Court after notice and a final approval process, will resolve current consolidated putative class action litigation styled *Taylor v. Sheridan Production Company, LLC*, No. CIV-18-29-JWD in the United States District Court for the Western District of Oklahoma (the “Class Lawsuit”).

5. The Settlement Agreement, if ultimately approved by the Court after notice and a final approval process, will also resolve a current individual action styled *Born, et al. v. Sheridan Production Company, LLC*, No. CJ-2012-47 in the District Court of Caddo County, Oklahoma (the “Born Action”).

6. Under my supervision, my law partner Barbara C. Frankland, and Allan DeVore, Jandra Cox, and Charles Rubio, participated on behalf of the Class Representatives in extensive

negotiations with the parties to the Settlement Agreement (the “Parties”). I have knowledge of the facts alleged in the Class Lawsuit and the Born Action, the facts and allegations set forth in the Joint Motion regarding the terms of the Settlement Agreement, and the circumstances that led the Class Representatives to agree to the terms of the Settlement, to execute the Settlement Agreement, and to seek the relief in the Joint Motion.

7. As will be set forth in more detail in connection with the forthcoming motion for Class Fees and Expenses and the Settlement Fairness Hearing, the extensive process by which this Settlement was reached demonstrates that it is fair and devoid of any deficiencies. It was agreed upon only after extensive arms’-length negotiations by experienced counsel and provides significant benefits to the Settlement Class. The Parties and their counsel were well informed about the strengths and weaknesses of the claims in the Class Lawsuit and the Born Action. There is no doubt that the Parties (and the Settlement Class) were and will be fairly and adequately represented throughout the course of the Settlement negotiations and approval process.

History of Litigation

8. On May 1, 2012, two individual plaintiffs, Stanley Ray Born and Ronda Jean Born filed a lawsuit against Sheridan Production Company, LLC (“SPC”) in the District Court of Caddo County, Oklahoma. *See Born, et al. v. Sheridan Production Company, LLC*, No. CJ-2012-47 (the “Born Action”). Pursuant to the Born Action, Stanley Ray Born and Ronda Jean Born alleged that SPC took undisclosed improper deductions from royalty and, in so doing, breached its express and implied duties under the oil and gas leases and its fiduciary or quasi-fiduciary duty under Oklahoma law.

9. On December 6, 2014, Plaintiff Tony R. Whisenant filed a putative class action lawsuit against Sheridan Production Company, LLC styled *Whisenant v. Sheridan Production*

Company, LLC, No. CJ-2014-19, in the District Court of Beaver County, Oklahoma, on behalf of royalty owners in wells in Beaver County, Oklahoma, asserting claims for breach of lease and breach of fiduciary duty based on Sheridan's alleged deduction of costs incurred after the gathering line inlet from royalty. Claiming jurisdiction under the Class Action Fairness Act, 28 U.S.C. § 1332(d)(2), SPC removed the action to federal court where it was assigned Case No. CIV-15-81-SLP in the United States District Court for the Western District of Oklahoma ("*Whisenant*"). After unsuccessful efforts seeking remand of the case to state court, Whisenant filed an amended complaint with Sheridan's consent that would have expanded both the geographic and temporal scope of the class claims, but the district court held the amendment was untimely.

10. On January 10, 2018, Plaintiff Kyle Allan Taylor, represented by the same counsel as in *Whisenant*, filed a putative class action on behalf of all royalty owners in the State of Oklahoma whose wells are or were operated (or marketed and directly paid to royalty owners) by Sheridan Production Company, LLC, asserting claims for breach of lease and breach of fiduciary duty based on the deduction of costs incurred after the gathering line inlet from royalty. This case is styled *Taylor v. Sheridan Production Company, LLC*, No. CIV-18-29-JWD in the United States District Court for the Western District of Oklahoma ("*Taylor*").

11. Because *Whisenant* and *Taylor* involved common questions of law and fact and because the claims in the larger statewide *Taylor* action subsumed the narrower claims in *Whisenant*, the Parties agreed to consolidation of the cases, with *Taylor* being designated the lead case. Depositions in *Taylor* revealed that, although SPC operated the wells, it did not own the leases. Instead, Sheridan Production Partners I-M, L.P. and Sheridan Production Partners I-A, L.P. own beneficial interests in the leases. Sheridan Holding Company I, LLC owns legal title to the leases. Thereafter, on December 6, 2019, the First Amended Class Action Complaint (Doc. 45),

naming the proper defendants, was filed in *Taylor*. The consolidated *Whisenant* and *Taylor* cases are referred to as the “Class Lawsuit”.

12. In *Taylor*, Defendants produced more than 22,000 pages of leases, more than 500 pages of gas contracts, more than 4,000 pages of plant statements, and more than 900 separate files of revenue transaction data for all wells it operated in Oklahoma from January 2013 to the summer of 2018. After my firm and the expert I had hired reviewed all this data to assess liability and damages and had researched prior settlements impacting the analysis, SPC’s counsel and I began settlement discussions in the fall of 2018. For more than a year we engaged in negotiations and extended the scheduling order in *Taylor* several times as a result. Settlement Class Counsel have devoted considerable resources to identifying and investigating the claims asserted by the Class Representatives. I remain fully committed to continuing to devote my time and the resources of my firm on behalf of the Settlement Class Members going forward.

The Class Here Meets the Requirements for Certification²

13. Here the Class satisfies the four requirements for certification for settlement purposes only: (1) numerosity, (2) commonality, (3) typicality, and (4) adequacy of representation. *See Fed. R. Civ. P. 23.*

14. Here, the Settlement Class easily meets the numerosity requirement. Pursuant to the Debtors’ and SPC’s electronic databases, the Notice of Settlement will be provided to more than 18,000 potential Settlement Class Members disbursed throughout the United States.

15. The claims brought in the Class Action meet the commonality requirement in that here, common questions of law and fact permeate the claims brought on behalf of all Settlement Class Members. Such questions include, among others:

² The Debtors and SPC do not dispute these positions solely for purposes of the proposed Settlement.

- a. Whether the Settlement Class is the beneficiary of an implied covenant obligating the Debtors and SPC to prepare the gas for market at the Debtors' and SPC's sole cost;
- b. Whether the raw gas is prepared for market at the meter run/gathering line inlet;
- c. If not, what costs did the Debtors and SPC charge the Settlement Class Members directly (or indirectly by hiring midstream companies to provide gas preparation services) and deduct (in cash or in kind) amounts for doing so; and
- d. Whether the Debtors and SPC paid royalty to the Settlement Class Members for all gas constituents, such as fractionated NGLs and helium produced from the Debtors' wells.

See Amended Taylor Complaint ¶17.

16. The claims of the Class Representatives meet the typicality requirement. Here, the claims of the Class Representatives and the claims of the other Settlement Class Members share the same essential causes of action and arise from a common nucleus of facts. Given that the Class Representatives' claims involve SPC's alleged method of underpaying royalty, the Class Representatives have the same interests and seek money damages as the remedy for the same alleged injuries as do the other Settlement Class Members. The Class Representatives' interests and those of the other Settlement Class Members are fully aligned. Thus, the typicality requirement set forth in Civil Rule 23(a)(3) is satisfied in the context of this case where certification is sought for purposes of settlement only.

17. The Class Representatives have adequately represented and will continue to adequately represent the Settlement Class. Here, there is no intraclass conflict because the interests of the Class Representatives and those of the Settlement Class Members are fully aligned for settlement purposes. The Class Representatives are royalty owners paid by SPC, and they understand their duties as class representatives.

18. Additionally, the Class Representatives have retained counsel competent and experienced in class action and royalty owner litigation in Oklahoma where the Class Lawsuit and

Born Action were pending. I have been sole lead counsel in scores of royalty owner class actions. Less than two years ago, I had the honor of being appointed Class Counsel in the largest royalty owner class action in Oklahoma. See Doc. 259, Final Approval Order at 2, *Cecil v. BP America Production Co.*, No. 16-CV-00410-KEW (E.D. Okla. Nov. 19, 2018).

19. Predominance and superiority are also met for this Settlement Class. Superiority is met because no other way to resolve the dispute on behalf of thousands of royalty owners exists if not done all at once in a class action. A mass action is not economical because the claims are too small to litigate. Predominance is met because the elements of the causes of action will be proven by generalized, common evidence almost exclusively from experts using data from Defendants; no royalty owner will have first-hand testimony to present on any of the liability elements of any cause of action, or even damages. Royalty owners have no accounting data about the gas from their wells other than what Defendants provide.

20. Sharp Barton, L.L.P., and its predecessor firms Rex A. Sharp, P.A. and the Law Offices of George A. Barton, have litigated royalty owner class actions in more than 10 states, including both state and federal courts of Oklahoma for many years, and continue to do so. The two firms combined effective January 1, 2020. A true and correct copy of the resume of Rex A. Sharp, P.A., which includes brief biographies of the firm attorneys who worked on the Class Lawsuit, is attached hereto as **Exhibit A (Rex A. Sharp, P.A.)**. Last month, I was appointed co-lead class counsel in an MDL, *In re EpiPen Marketing, Sales Practices and Antitrust Litigation*, MDL No. 2785, No. 17-md-2785-DDC-TJJ (D. Kan.) (certified RICO and state antitrust End Payor classes). Additional information regarding Sharp Barton, L.L.P. can be found at **www.sharpbarton.com**.

21. I have worked with Allan DeVore on a Kansas oil and gas royalty owner class action almost a decade ago and have known of his tenacious advocacy in royalty owner class actions for even longer. The attorneys at the DeVore Law Firm, P.L.C. have decades of experience litigating disputes in the oil and gas industry in Oklahoma. They have represented clients in cases involving oil and gas production disputes, environmental law issues, contract disputes, product failure disputes, class actions, and royalty disputes. Additional information regarding the DeVore Law Firm, P.L.C. may be found at www.devorelawok.com.

22. Sharp Barton, L.L.P. on behalf of the Settlement Class retained Diamond McCarthy, LLP to advise Settlement Class Counsel on bankruptcy matters. I previously retained Diamond McCarthy LLP, and Mr. Rubio in particular, to represent a putative class of royalty owners in the bankruptcy case styled *In re Sandridge Energy, Inc.* et al., No. 16-32488 (DRJ) (jointly administered) in this court. Diamond McCarthy LLP is well qualified and experienced in representing creditors and other parties in interest in complex bankruptcy cases. See diamondmcarthy.com.

On March 20, 2020, I declare under penalty of perjury, pursuant to 28 U.S.C. § 1746, that the foregoing is true and correct.



Rex A. Sharp

Law Firm Resume of Rex A. Sharp, P.A.
As of December 6, 2019

The attorneys at Rex A. Sharp, P.A. (n/k/a Sharp Barton, LLP) have extensive experience handling class actions in state and federal courts throughout the United States. Combined, the lawyers in the firm are licensed to practice in five states and have appeared in dozens of state and federal courts from coast to coast. Rex Sharp is one of the region's most respected litigation attorneys and has served as lead counsel in over 50 class actions. Two other lawyers in the firm have served as law clerks for two federal judges and one state supreme court justice. The law firm Rex A. Sharp, P.A. was formed in April 2016 to continue serving the litigation needs of small businesses and individuals in the Midwest region after the dissolution of Gunderson Sharp, LLP, which had been formed in 2004. Primarily focused on pursuing class actions for individual and small business plaintiffs, the firm has a national footprint developed over decades of successfully handling complex cases in state and federal courtrooms across the United States. The firm's attorneys started their careers at major law firms in Houston, San Francisco, and Dallas, and today they regularly pursue and win cases against many of the world's most sophisticated Fortune 500 defendants and national defense law firms.

REX A. SHARP. Position: President of Rex A. Sharp, P.A. Born Liberal, Kansas, 1960; admitted to bar, 1985, Texas, Kansas and U.S. District Court, District of Kansas; 1986, Oklahoma and U.S. District Court, Southern District of Texas; 1987, U.S. District Court, Northern District of Texas and U.S. District Court, Western District of Oklahoma; 1988, Colorado; 1988, U.S. Court of Appeals, Tenth Circuit; 1990, U.S. Supreme Court; 1998, U.S. District Court, Northern District of Oklahoma and U.S. District Court, Western District of Missouri; 2000 Missouri; 2004, U.S. Court of Appeals, Fifth Circuit; 2006, U.S. Court of Appeals, Eighth Circuit, 2009, U.S. Court of Appeals, Seventh Circuit; 2011, U.S. District Court, Eastern District of Oklahoma; 2014, U.S. District Court, District of Colorado. Education: University of Oklahoma; Stanford University (A.B., *with honors and distinction*, 1982); University of Michigan (J.D., *cum laude*, 1985). Phi Beta Sigma. Campbell Moot Court Finalist. Recipient, S. Anthony Benton Best Brief Awards. Author: Note, "The Admissibility of Prior Silence to Impeach the Testimony of Criminal Defendants," 18 University of Michigan Journal of Law Reform 741-66, 1985; Sharp, "Paying for the Crimes of Others? Landowner Liability for Crimes on the Premises," 29 South Texas Law Review 11-81, 1987; ABA Annual Survey of State Class Action Law, Kansas 2007-2014. Assistant City Attorney and City Attorney, Liberal, Kansas 1988-97. Member, Kansas Board for Discipline of Attorneys (1996-2015); Kansas, Missouri, Oklahoma, Colorado and American Bar Associations; State Bar of Texas. Board Certified Civil Trial Advocacy Specialist by the National Board of Trial Advocacy; Super Lawyer (2008-present). Practice Areas: Civil Litigation; Class Actions; Oil and Gas; Municipal Law. Martindale Hubbell rating "AV".

BARBARA C. FRANKLAND. Born: Philadelphia, Pennsylvania, 1964; admitted to bar 1989, Kansas and U.S. District Court, District of Kansas; 1990, California, and U.S. District Court, District of Northern California; 1994, Missouri, and U.S. District Court,

Western District of Missouri; U.S. Court of Appeals, Eighth and Tenth Circuits; 2014, United States Supreme Court; 2015, U.S. District Court of Colorado; 2017, Oklahoma and U.S. District Courts, Eastern District of Oklahoma, Northern District of Oklahoma, and Western District of Oklahoma. Education: Cornell University, B.A., 1986; University of Kansas School of Law, J.D., 1989. American Jurisprudence Award in Alternative Dispute Resolution, 1989; Chairman, The Central Exchange, 2000-2001; Award recipient for Ingram's Magazine 40 Under 40, Class of 2000; Recipient of the Kansas City Scout Award Charter Class for the Native Sons of Greater Kansas City, 2001; Officer, March of Dimes Board, Greater Kansas City Division, 2001-2002. ABA Annual Survey of State Class Action Law, Kansas 2015-2017. Kansas, Missouri, Oklahoma, and California Bar Associations. Practice Areas: Class Actions; Civil Litigation; Oil and Gas. Martindale Hubbell rating "BV".

RYAN C. HUDSON. Born: Pittsburg, KS, 1979. Admitted to bar 2005, Missouri; Texas, 2006; Kansas, 2008; and U.S. District of the District of Kansas, 2010; U.S. District Court for the Western District of Missouri, 2010; U.S. District Court for the Northern District of Texas, 2006, and Eastern District of Texas, 2008; U.S. Court of Appeals for the Federal Circuit, 2009; and U.S. Court of Appeals for the Tenth Circuit, 2014; 2017, Oklahoma and U.S. District Courts, Eastern District of Oklahoma, Northern District of Oklahoma, and Western District of Oklahoma. Education: University of Kansas, B.A., 2001 (With Honors and Highest Distinction; Phi Beta Kappa); University of Kansas School of Law, J.D., 2005 (Order of the Coif; Member of Kansas Law Review; Moot court competition co-champion). Clerkship Experience: Law Clerk to the Honorable John W. Lungstrum, U.S. District Court for the District of Kansas (2005-06). Recognized as "Best of the Bar" by the Kansas City Business Journal; recognized as a Kansas & Missouri "Rising Star" in Business Litigation by Kansas City Magazine; recognized as a Texas "Rising Star" in Litigation by Texas Monthly; elected a Fellow of the Dallas Association of Young Lawyers; University of Kansas Law School, Moot Court Alumni Council. Practice Areas: class actions; business disputes; intellectual property; oil, gas, & energy securities litigation and fraud; and federal criminal defense. Class action experience: has served as co-lead counsel in class cases and has led class actions that have generated millions of dollars for consumers and individuals across the country.

LARKIN WALSH. Born: Kansas City, Missouri, 1979. Admitted to bar 2004, Kansas; 2005, Missouri; 2004, U.S. District Court for the District of Kansas; 2016, U.S. Court of Appeals—Fourth Circuit; 2017, U.S. Court of Appeals—Tenth Circuit. Education: Southern Methodist University, BA, BFA, 2001; University of Kansas School of Law, J.D., 2004. Clerkship experience: Law Clerk to the Honorable Carlos Murgia, U.S. District Court for the District of Kansas. Research attorney for Justice Carol Beier, Kansas Supreme Court. Appointed by the Kansas Supreme Court to serve on the Board of Law Examiners. Co-chair of the Kansas Bar Association's Annual Survey of Law.

SCOTT B. GOODGER. Born Kansas City, Missouri, 1988; admitted to bar 2014, Kansas; 2016, Missouri; 2017, Texas; U.S. District Court for the District of Kansas, 2014. Education: Trinity University, B.A. 2011; University of Kansas School of Law, J.D., 2014 (Member of the Kansas Law Review).

SARAH TANKARD BRADSHAW. Born Kansas City, MO, 1986; admitted to bar in Missouri, 2013; U.S. District Court for the Western District of Missouri, 2016; U.S. District Court for the District of Kansas, 2018; U.S. District Court for the District of Colorado, 2018; Kansas, 2019. Education: University of Kansas, B.A., 2009; University of Missouri-Kansas City, J.D., 2013.

Sample of Class Cases Where One or More Attorneys in the Firm Represented Plaintiffs as Lead Counsel or Co-lead Counsel:

1. *Nakamura v. Wells Fargo Bank*, No. 17-4029-DDC (D. Kan.) (approval of class settlement on behalf of United States veterans against bank for unlawful repossession of vehicles);
2. *In re EpiPen Marketing, Sales Practices and Antitrust Litigation*, 17-MDL-2785 (D. Kan.) (class certification motion pending before Judge Crabtree in multi-district litigation proceeding);
3. *Harris v. Chevron, U.S.A., Inc. et al*; No. 19-cv-355-SPS (E.D. Okla.) (royalty class conditionally certified for settlement purposes, settlement pending);
4. *Cecil v. BP America Production Company*; No. 16-CV-410-KEW (E.D. Okla.) (settlement class approved for RICO claim alleged on behalf of royalty owners);
5. *McKnight Realty Co. v. Bravo Arkoma, LLC et al*; No. CIV-17-308-KEW (E.D. Okla.) (royalty class conditionally certified for settlement purposes, settlement pending);
6. *Bollenbach Enterprises Limited Partnership v. Oklahoma Energy Acquisitions, LP, et al.*, No. CIV-17-0134-HE (W.D. Okla.) (class settlement approved);
7. *Eatinger v. BP America*, No. 07-1266-EFM (D. Kan.) (contested class certified, improper royalty owner non-gathering deduction claims settled);
8. *Hershey v. ExxonMobil*, No. 07-1300-JTM (D. Kan.) (contested class certified, improper royalty owner deduction claims settled);
9. *Freebird, Inc. v. Cimarex Energy Co.*, No. 08-CV-93 (Kan. Dist. Ct., Finney Cnty) (improper royalty owner deduction class claims settled, affirmed on appeal, 46 Kan. App. 2d 631, 264 P.3d 500 (2011));
10. *Freebird, Inc. v. Merit Energy Co.*, No. 10-1154-KHV (D. Kan.) (contested class certified, improper royalty owner deductions claims settled);
11. *Wallace B. Roderick Revocable Living Trust v. XTO Energy Co.*, No.08-01330-JTM (D. Kan.) (class certification denied and case dismissed);
12. *Lenz v. Exxon Mobil*, No. 07-CV-16 (Kan. Dist. Ct., Grant Cnty) (improper royalty owner deductions by failing to pay for helium settled with *Hershey* case, *supra*);
13. *Wallace B. Roderick Revocable Living Trust v. Kansas Natural Gas*, No. 09-CV-14 (Kan. Dist. Ct. Kearny Cnty.) (improper royalty owner deductions class certified and later settled);
14. *Arkalon Grazing Ass'n v. Chesapeake Operating, Inc.*, No. 09-1394-CM (D. Kan) (contested class certified, decertified and dismissed);
15. *Chieftain Royalty Co. v. XTO Energy, Inc.*, No. CIV-11-29-FHS (E.D. Okla.) (royalty underpayment class conditionally certified for settlement purposes; settlement pending);
16. *Fitzgerald Farms, Inc. v. Chesapeake Operating Co.*, No. CJ-10-38 (Beaver Co., OK) (royalty owner class certified, reversed on appeal, appellate ruling depublished, class settlement approved);
17. *Hitch Enterprises, Inc. v. Cimarex Energy Co.*, No. CIV-11-13-W (W.D. Okla.) (royalty underpayment class claims settled);
18. *Marvin Chance, Jr. v. United States Tobacco Company, et. al.*, No. 05-CV-112 (Kan. Dist. Ct., Seward Cnty.) (contested indirect purchaser antitrust class certified,

and case settled as two state class just before trial, settlement at 2006 WL 1390382 (Kan. Dist. Mar. 8, 2006));

19. *Premier Pork, Inc. v. Rhone Poulenc, S.A., et al.*, No. 00-CV-3 (Kan. Dist. Ct. Scott Cnty) (contested indirect purchaser antitrust class certified, settled just before trial, 2006 WL 1388464 (Kan. Dist. Jan 31, 2006));

20. *Daric Smith v. Philip Morris, et al.*, No. 00-CV-26 (Kan. Dist. Ct., Seward Cnty.) (contested indirect purchaser antitrust class certified, summary judgment granted and affirmed on appeal);

21. *Dragon v. Vanguard Ind., Inc.*, No. 01-C-98 (Kan. Dist. Ct., McPherson Cnty.) (certified multi-state contested class action, overturned on appeal, 277 Kan. 776, 89 P.3d 908 (2004); multi-state class denied on remand, but reversed on appeal, 282 Kan. 349, 144 P.3d 1279 (2006); then recertified as a multi-state class on remand, appeal denied, and class settlement approved);

22. *Loyd Smith v. Kansas Gas Service Co., et al.*, No. 01-C-29 (Kan. Dist. Ct., Reno Cnty) (contested class certified, trial and judgment for the class, overturned on appeal, 285 Kan. 33, 169 P.3d 1052 (2007));

23. *Gilley v. Kansas Gas Service Co., et al.*, No. 01-C-0157 (Kan. Dist. Ct. Reno Cnty.) (contested class certified, lost at trial);

24. *Merriman v. Crompton Corp.*, 282 Kan. 433, 146 P.3d 162 (2006) (established personal jurisdiction in international antitrust conspiracy after which the class case was settled);

25. *In re Vitamin Antitrust Litigation*, Master Case No. 98-C-4574 (Kan. Dist. Ct., Wyandotte Cnty.) (contested antitrust class certified, judgment taken for the class);

26. *In re Union Pacific Railroad Empl. Prac. Litig.*, MDL No. 1597, 2005 WL 1027078 (D. Neb. March 31, 2005) (contested class certified; summary judgment on liability for plaintiff, reversed on appeal);

27. *Stocking v. AT&T Corp.*, No. 03-0421-CV-W-HFS, (W.D. Mo.) (contested class certified, summary judgment granted plaintiff class, reversed on reconsideration);

28. *Heath Merriman v. Cabot Corp.*, No. 2003 CV-115 (Kan. Dist. Ct., Pratt Cnty.) (multi-state indirect purchaser antitrust settlement class);

29. *Anderson Contracting, Inc. v. Bayer AG, et al.*, No. CL-95959 (Iowa Dist. Ct. Polk Cnty.) (contested indirect purchaser antitrust class certified, affirmed on appeal, 776 N.W.2d 846 (2009), and later settled);

30. *Critchfield Physical Therapy v. Taranto Group*, No. 07-CV-8652 (Kan. Dist. Ct., Johnson Cnty.) (contested TCPA class certified, affirmed on appeal, 293 Kan. 285, 263 P.3d 767 (2011), classwide settlement);

31. *Fun Services v. Parrish Love d/b/a Asphalt Wizards*, No.0816-CV00064, (Mo. Cir. Ct. Jackson Cnty.) (contested TCPA class certified, lost declaratory judgment action involving insurance policies);

32. *Schell v. OXY*, No. 07-1258-JTM, (D. Kan.) (contested class certified for house gas clause owners to obtain useable gas, summary judgment granted for the class,

appeal upheld judgment in favor of the class, petition for writ of certiorari to the United States Supreme Court denied);

33. *Fun Services v. StreetGlow*, No.09-CV-02674 (Kan. Dist. Ct., Johnson Cnty.) (contested TCPA class certified, class settlement);

34. *Anderson Office Supply, Inc. v. Advanced Medical Associates, P.A.*, No. 2009-CV-178 (Kan. Dist. Ct., Harvey Cnty.) (contested class certified, TCPA claims, affirmed on appeal, 47 Kan. App. 2d 140, 273 P.3d 786, *rev. denied* (2012), settled);

35. *Teague v. Bayer AG*, No. 05-CVS-90 (N.C. Dist. Ct., Buncombe Cnty.) (indirect purchaser antitrust class action, dismissed, overturned on appeal, 2007 WL 2569668, class certified, multi-state settlement);

36. *Freeman Industries, LLC v. Eastman Chemical Co.*, No. C34355-L (Tenn. Dist. Ct. Sullivan Cnty.) (indirect purchaser antitrust case, dismissed twice, reversed on appeal twice, and settled);

37. *Sally Mussmann, et al. v. Wal-Mart Stores, Inc., et al*, No. LACV-27486 (Iowa Dist. Ct., Clinton Cnty.) (class wage and hour claims settled);

38. *Boles v. Anadarko*, No. 08-CV-4 (Kan. Dist. Ct., Seward Cnty.) (improper royalty owner deductions, settled in *Coulter v. Anadarko Petroleum Corp.*, 292 P.3d 289 (Kan. 2013));

39. *Cooper Clark Foundation v. Anadarko Petroleum Corp.*, No. 02-C-49 (Kan. Dist. Ct., Seward Cnty.) (improper royalty owner payments by affiliate sales, settled in *Coulter*, 292 P.2d 289, *supra.*);

40. *Roderick v. Noble Energy*, No. 09-CV-2 (Kan. Dist. Ct. Kearny Cnty.) (improper royalty owner deductions settled);

41. *Roderick v. Osborn Heirs*, No. 09-CV-15 (Kan. Dist. Ct., Kearny Cnty.) (improper royalty owner deductions, settled); *Fun Services v. Hertz Equipment Rental*, No. 08-CV-03944 (Kan. Dist. Ct., Johnson Cnty.) (TCPA class action settled; insurance coverage action pending);

42. *Carlile v. Murfin Inc., et al.*, No. 13 CV 61, (Kan. Dist. Ct., Seward Cnty.) (class action for underpayment of royalty by deduction of conservation fees settled *a. v. Wal-Mart Stores, Inc., et al*, No. 01 L 85 (Ill. Cir. Ct., Rock Island Cnty.) (class settlement approved).

43. *DSR Investments LLC v. Devon Energy Production Company, L.P.*, No. CJ-11-12 (Okl. Dist. Ct., Dewey Cnty.) (improper royalty deductions, class settlement approved);

44. *Philip J. Cornett and Ashcraft Group LLC v. Samson Resource Company*, No. CJ-09-81 (Okl. Dist. Ct., Dewey Cnty.) (improper royalty deductions, class settlement approved);

45. *Fawcett v. Oil Producers, Inc. of Kansas*, No. 11-CV-90 (Kan. Dist. Ct., Seward Cnty.) (contested royalty underpayment class certified and partial summary judgment granted to the class on liability), *aff'd*, 49 Kan.App.2d 194, 306 P.3d 318 (July 19, 2013), class certification untouched but summary judgment for plaintiff class reversed,

352 P.3d 1032 (Kan. 2015) (remanded to district court for further proceedings, won class trial on improper deduction of Conservation fees, on appeal again)

46. *Cardin Chiropractic & Acupuncture Clinic, P.A. (f/k/a Manfredi) v. Blue Cross Blue Shield of Kansas City*, No. 0516-CV32359 (Mo. Cir. Ct., Jackson Cnty.) (allied provider breach of contract, class settlement approved);

47. *Imprelis Herbicide Marketing, Sales Practices and Products Liability Litig.*, No. 2:11-MDL-02284-GP (E.D. Pa.) (class settlement for defective herbicide);

48. *Owens v. Dart Cherokee*, No. 12-4157-JAR (D. Kan.) (improper royalty deductions, settled class-wide)—went to U.S. S. Ct.—*Dart Cherokee Basin Operating Co. v. Owens*, 135 S.Ct. 547 (2014).

49. *Whisenant v. Strat Land Exploration Co.*, No. CJ-2014-4, (Okla. Dist. Ct., Beaver Cnty.) (improper royalty deduction class certified, reversed and remanded, revised class pending);

50. *Whisenant v. Sheridan Production Co.*, No. CIV-15-81-M (W.D. Okla.) (improper royalty deductions);

51. *Barraza v. Cricket Wireless, LLC*, No. C 15-02471 WHA (N.D. Cal.) (putative consumer class action, settled individually)

52. *Ann Cavlovic v. J.C. Penney Corporation, Inc.*, No. 27-CV-2042 (D. Kan.) (false advertisement, settled individually)

53. *Hitch Enterprises v. Key Production Company, Inc.*, No. CJ-2017-01 (Okla. Dist. Ct., Texas County) (improper royalty deductions, class certification pending)

54. *Shelly Nash Fitzgerald, as Trustee of the Nash Family Mineral Trust UTA dated October 27, 1992 v. Lime Rock Resources Operating Company, Inc.*, No. CJ-2017-31 (Okla. Dist. Ct., Texas County) (improper royalty deductions, settlement approved class-wide).

55. *Cooper Clark Foundation v. OXY USA Inc.*, No. 2017-CV-000003 (Kan. Dist. Ct., Grant County) (improper royalty deductions, class certified, appeal pending).