

PATRICK MILLER LLC
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December 8, 2016

BY HAND

Louisiana Public Service Commissioner
Office of General Counsel
602 North Fifth Street (Galvez Building) (70802)
P.O. Box 91154
Baton Rouge, LA 70821-9154
ATTENTION: MS. KATHLEEN RICHARDSON

Re: RFP 16-23 LPSC R-34247 LPSC, ex parte, In re: Rulemaking to consider changes to Commission General Order dated October 29, 2008 (Docket No. R-26172 Sub-docket C) ("Market Based Mechanisms Order") to incorporate formal complaint procedures.

Dear Ms. Richardson:

Enclosed please find an original hard copy and five (5) additional copies of Patrick Miller LLC's Proposal in response to RFP 16-13. An electronic copy is also being sent today. Please contact me at the above telephone number should you have any questions.

Very truly yours,



Patrick H. Patrick

PHP:kak
Enclosures
cc: Jean M. Stallard, Esq.

LOUISIANA PUBLIC SERVICE COMMISSION

PROPOSAL OF PATRICK MILLER LLC

IN RESPONSE TO

RFP 16-23, DOCKET NO. R-34247 LPSC, *EX PARTE*

**IN RE: RULEMAKING TO CONSIDER CHANGES TO COMMISSION
GENERAL ORDER DATED OCTOBER 29, 2008 (DOCKET NO. R-26172
SUB-DOCKET C) ("MARKET BASED MECHANISMS ORDER") TO
INCORPORATE FORMAL COMPLAINT PROCEDURES.**

DECEMBER 8, 2016

PATRICK MILLER LLC

400 POYDRAS STREET, STE. 1680

NEW ORLEANS, LOUISIANA 70130

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Attention: Patrick H. Patrick, Senior Partner; Jean M. Stallard, Partner

QUALIFICATIONS

This proposal is submitted in response to Request for Proposal (“RFP”) RFP 16-23, Docket No. R-34247, LPSC, ex parte. *In re: Rulemaking to consider changes to Commission General Order dated October 29, 2008 (Docket No. R-26172 Sub-Docket C) (“Market Based Mechanisms Order”)* to incorporate formal complaint procedures. Patrick Miller LLC (“Patrick Miller” or the “Firm”) respectfully proposes to assist the Commission’s Staff with the referenced docket.

Patrick Miller exceeds the minimum requirements set forth in RFP 16-23 and in the Commission’s General Order issued November 10, 2014. The Firm currently is listed on the Commission’s Consultant List as an approved law firm. Recently, the Firm was the successful bidder and was awarded the contract under RFP 16-16 LPSC, ex parte, In re: Investigation of the retail load assignment between Entergy Gulf States Louisiana, LLC, Vinton Public Power Authority and Sam Rayburn Municipal Power Agency and certain interstate contracted electric power supply agreements, and accordingly is providing services to the Commission pursuant to said RFP, as well as RFP 16-16, Docket No. U-32245, LPSC, ex parte, in re: Audit of Entergy Gulf States Louisiana, LLC’s charges flowed through its fuel adjustment charge, pursuant to Commission General Order U-21497 dated November 6, 1997, from the period beginning January 1, 2005 through December 31, 2009. The Firm was also successful bidder and awarded the contract under the

Commission's U-30689-Cleco Power, LLC ex parte, in re: Application of Cleco Power, LLC for: 1) implementation of changes in rates and Formula Rate Plan to be effective upon the commercial operation date of Rodemacher Power Station Unit No. 3 (RPS-3); 2) favorable public interest determination for transmission upgrades in the Acadiana Load Pocket; and 3) renewal transaction guidelines applicable to certain economy power purchases from Acadia Power Partners, LLC in 2010, and accordingly provided services to the Commission pursuant to said RFP.

Representative attorneys of the Firm are admitted to practice before the Supreme Court of Louisiana and have been actively engaged in the practice of law for at least five (5) years. They are admitted to practice before all state and federal courts of the State of Louisiana. They are also admitted to practice before various federal appellate courts, including the Supreme Court of the United States. The Firm and its attorneys have extensive experience in contract review, negotiation, regulatory compliance and commercial litigation, including proceedings before administrative law judges and federal and state agencies, commissions, and boards.

The Firm is experienced in participating in cases involving public utility regulation, and other regulatory issues on administrative and judicial levels, including the presentation of direct testimony, report and recommendations, assistance in developing cross examination of adverse witnesses, and the analysis

of comments and exceptions filed to recommendations. The Firm is experienced in the presentation of recommendations involving public utility regulation, and other regulatory needs on administrative and judicial levels.

The Firm possesses a thorough understanding of the Commission's business and governing regulations. The Firm has a working knowledge of the Commission's ratemaking and jurisdictional issues, and applicable Commission and Federal regulations, and knowledge of:

- 1) Public utility requests for proposals and contracts;
- 2) Applicable Commission regulations regarding utility contracts, including the Commission's 1983 General Order and Market Based Mechanisms (MBM) Order; and
- 3) The process for acquiring transmission and generation related assets, and contracts involving such assets.

As a result of the Firm's extensive business practice, Patrick Miller has considerable experience in cases involving accounting, taxation, depreciation, and other regulatory issues.

The Firm's attorneys have successfully litigated before the Commission; however, the Firm currently does not represent any private clients before the Commission. Neither the Firm nor its members are engaged in any representation that could result in a conflict of interest.

The Firm has professional liability insurance providing coverage in the amount of \$2,000,000.00 per claim, as demonstrated by the attached Declarations Page.

PROPOSAL

Patrick Miller proposes to assist the Commission's Staff regarding rulemaking to consider changes to Commission General Order dated October 29, 2008 (Docket No. R-26172 Sub-Docket C) ("Market Based Mechanisms Order") to incorporate formal complaint procedures. The Firm would support the Staff during its consideration of changes to the Market Based Mechanism Order that could require that:

- 1) Any complaints or concerns of any party regarding a draft Request for Proposals ("RFP") concerning the acquisition or construction of additional generation must be raised at one time, or forever waived, prior to the issuance of the final RFP;
- 2) Any such complaints or concerns will be reviewed solely by the full Commission during an open meeting on an expedited basis (e.g. 45-60 days - to be determined);
- 3) Failure of any party or Intervenor to raise complaints or concerns, 90 days or more, prior to the issuance of a final RFP shall constitute a complete and total waiver for those issues not properly raised; and

- 4) All issues regarding the RFP must be raised prior to the issuance of a final RFP and no issues regarding the structure and/or content of the RFP may be raised during the certification phase of the proceeding.

During the estimated period of representation of 6 months, the Firm proposes to complete the following Plan of Action for conducting the rulemaking, and technical conferences, if any, subject to the Commission's and Staff's right to determine how the tasks will be carried out:

The Firm would assist in-house Staff and any consultant, if retained, in formulating issues list(s), drafting discovery requests to intervenors and reviewing responses to such requests, reviewing comments filed by intervening and interested parties, participating in any technical conferences scheduled, drafting and reviewing reports and recommendations and participating in open sessions wherein the matter is discussed, responding to any requests by intervenors, developing and taking testimony if needed, and drafting proposed amendments to Commission General Order on Market Based Mechanisms.

BUDGET

Patrick Miller proposes to complete all actions for the scope of representation as set forth in the RFP within a total budget not to exceed:

\$85,000.00 in professional fees and \$5,000.00 in out-of-pocket costs or expenses.

Statements for professional services rendered and costs incurred will be rendered monthly and shall specifically identify and describe all work performed, the person performing such work, and the time and charge for such work. Legal services will be billed strictly on the basis of the time actually spent by lawyers and legal assistants in handling this matter. The Firm's statements shall additionally show the total amount billed to date and the authorized original estimate. Bills will be rendered in strict accordance with the Commission's guidelines and expenses shall also be separately disclosed with the proof of such expenses attached.

The Firm anticipates that Patrick H. Patrick, Pierre V. Miller II and Jean M. Stallard will perform most of the work on this matter. These primary attorneys currently bill at rates of \$275.00 per hour. Additional attorneys who may work on this project are Laurence R. DeBuys IV who bills at \$275.00 per hour and Steve Mattesky who bill at \$225.00 per hour. Legal Assistants bill at a rate of \$100 per hour. The Firm will attempt at all times to staff this matter in the most efficient and economical manner.

FIRM RESUME

PATRICK MILLER LLC

PATRICK MILLER LLC is a full-service, solutions-oriented business and defense litigation law firm that is AV-rated by Martindale-Hubbell, its highest rating. Since 1997, our attorneys have provided the highest quality of legal services effectively and efficiently.

The members of our firm have excellent academic credentials and continue to distinguish themselves professionally. With decades of experience, both as in-house and outside counsel, our attorneys handle a variety of transactional, civil litigation and regulatory matters, with an unwavering focus on the client's best interests.

SELECTED PRACTICE AREAS

Our attorneys are well-versed in a variety of business law matters. The following is a sample of our areas of practice:

GENERAL COMMERCIAL, CORPORATE AND SECURITIES - We provide strategic counseling to our business clients and handle general business matters including commercial transactions, negotiating and drafting commercial contracts, and advising clients regarding corporate governance matters. Our firm offers legal services for business entities, such as the formation and organization of corporations, partnerships, limited liability companies, registered limited liability partnerships, and non-profit corporations, as well as advice and legal services for mergers & acquisitions, asset transfers, stock transfers, fiduciary responsibilities of officers, directors, partners and members. In addition to counseling business clients regarding these matters, we also represent our business clients in state and federal courts in suits for business torts, unfair trade practices, breach of contracts, and other claims based on Louisiana's commercial and corporate laws. We have represented clients in SEC investigations. Our attorneys are experienced in private equity and venture capital, corporate finance, securities offerings and compliance. We work with many "startup" businesses, and assist companies with contractual, documentary and regulatory issues confronting new companies. We help out-of-

state businesses relocate to Louisiana or set up operations in Louisiana.

GENERAL LITIGATION - We handle contract cases, redhibition claims, software defect claims, intellectual property litigation (patents, trademarks, and copyrights), and antitrust suits. We pursue compensation liens and third party recovery, and defend against intentional tort claims asserted against employers and their insurers. Our firm has extensive experience in representing manufacturers and sellers in products liability cases concerning alleged product defects, namely, manufacturing defects, design defects, defective and inadequate warnings and failure of express warranty. We are proud of our ability to take on unusual and complex matters on behalf of our clients. We do not shy away from difficult cases or convoluted transactions.

MARITIME, SHIPPING AND LHWCA - Our firm has expertise in maritime, shipping and LHWCA matters. We have defended vessel owners, ship builders and repairers, oil companies, service contractors, dock owners, manufacturers, and insurers against maritime personal injury and death claims, seamen's claims, LHWCA claims, DOHSA claims, and wage claims. We have represented cargo, carriers, and underwriters in cargo loss or damage cases concerning ocean, inland marine, rail, and highway carriage. Our attorneys have handled vessel collisions and wave-wash claims, and have sought third party recovery for LHWCA underwriters including Total Marine reimbursement claims. We defend vessel owners and maritime employers against claims brought by seamen. Our attorneys routinely handle sales of ships and seizures of vessels. We additionally handle maritime contract issues including charter parties and bills of lading.

OIL & GAS - Our firm has provided advices to exploration and production companies and energy sector contractors regarding acquisitions & divestitures, farmouts, procurement issues such as master service agreements, and charter party agreements.

BANKRUPTCY & CREDITOR RIGHTS, FINANCE AND BANKING - We provide legal services and advice in connection with financing transactions, loan agreements, security devices, UCC transactions, defense of preference actions, debt enforcement, collections, workouts, debtor-creditor rights, lender liability defense, asset acquisition and disposition, banking and lending, real estate transactions, bankruptcy law, equipment leasing and financing, insurance, liens and

privileges, letters of credit and negotiable instruments.

INSURANCE DEFENSE AND COVERAGE - We defend both insured and self-insured businesses against tort claims, and represent insurers and insureds in coverage disputes. Our attorneys offer advice on coverage issues and appear before the Louisiana Insurance Rating Commission and the Commissioner of Insurance concerning classification disputes. We also handle litigation over premium audits and the amount of additional premium or return premium due. We also represent employers and their insurers against claims brought by employees, including state and federal workers' compensation claims.

REAL ESTATE - Our firm has handled commercial and residential real estate transactions of all types, including transfers of title, donations, leases, mortgages and other financing instruments. We have handled litigation involving real property, including redhibition suits, acquisitive prescription suits, boundary actions, suits to quiet title and partition actions. We have defended real estate brokers, agents and lenders against claims of fraud, negligence, breach of fiduciary duty and malpractice.

ENTERTAINMENT LAW - Our attorneys have provided counsel regarding contracts, transactions, and litigation for film, culinary, music industry and Mardi Gras industry clients.

INTELLECTUAL PROPERTY - In addition to general business planning and strategic counseling, we have litigated patent infringement cases, and Lanham Act and common law trademark issues in federal court and we have handled cancellation proceedings before the United States Patent and Trademark Office. We have also litigated "advertising injury" coverage issues under CGL policies in connection with trademark and copyright claims. Our firm has handled litigation over allegedly defective software, worked on regulatory matters for Internet Service Providers, drafted licenses for "e-businesses," and worked on internet copyright and domain name issues. We have handled the registration of new trademarks with the United States Patent and Trademark Office.

WORKERS' COMPENSATION - We have defended employers and insurers against state compensation claims, pursued compensation liens and sought third party recovery, asserted second injury fund claims, and defended against intentional tort claims asserted against compensation insurers and third party

administrators as to the handling and adjustment of compensation claims. We have also pursued and defended borrowed employment contribution claims, and statutory employment indemnity claims.

CONSUMER PROTECTION LITIGATION - We have vast experience achieving settlement of millions of dollars against companies large and small. We litigate class as well as individual actions to recover damages for clients who are the victims of unfair, fraudulent and deceptive acts and practices. Our Consumer Protection Litigation Section focuses on five primary sub-practice areas: Mortgage Servicing Fraud; Identity Theft; False Advertising; Unfair Debt Collection, Unfair Credit Reporting, Solicitation, Junk Faxes and Auto-Dialers; and Data Breaches and Digital Security.

BIOGRAPHIES

PATRICK H. PATRICK – FOUNDER AND PARTNER

Patrick H. Patrick graduated from the University of South Alabama and from Tulane Law School in 1984, where he served as articles editor for the Tulane Law Review. Prior to the formation of Patrick Miller LLC, Pat was a partner at one of the largest New Orleans law firms. Pat's practice focuses on insurance and maritime issues. He also has a commercial litigation practice that includes intellectual property and antitrust cases. Pat is admitted to the United States Supreme Court, the United States Court of Appeals for the Fifth Circuit, the United States Court of Appeals for the Sixth Circuit, and all federal and state courts in the state of Louisiana. He has handled matters before agencies such as the United States Custom Service, the United States and Louisiana Departments of Labor, the United States Trademark Trial and Appeal Board, the Louisiana Insurance Commission, the Louisiana Commission on Public Ethics, all gaming regulatory agencies in Louisiana and Mississippi, and the Louisiana Department of Public Health. He is a registered lobbyist in Louisiana. Pat is a member of numerous professional organizations including the Defense Research Institute, Louisiana Association of Defense Counsel, and Association of Average Adjusters of the United States. He is past president of the Port of New Orleans Chapter of the Propeller Club of the United States.

PIERRE V. MILLER II – FOUNDER AND MANAGING PARTNER

Pierre V. Miller II received a finance degree from the University of Notre Dame and a juris doctorate with *honors* from Tulane Law School in 1986. Pierre served as a law clerk for the late Earl E. Veron, United States District Judge, Western District of Louisiana. Prior to founding Patrick Miller LLC, Pierre practiced at one of the largest New Orleans law firms, where he gained invaluable experience and extensive training. He is an experienced litigator who has handled bankruptcy, commercial litigation, and business tort cases in areas including intellectual property infringement and misappropriation, construction, contract, insurance, collections, breach of fiduciary duty, professional malpractice, maritime, and trade regulation at all levels of the state and federal court systems. Pierre handles successions and estates and related succession litigation. He advises clients on oil and gas and other transactional matters, including business formations and the negotiation and drafting of contracts and other instruments. Pierre has been named to Louisiana's 2008 and 2009 lists of *Super Lawyers* for Business Litigation and to the 2009 and 2010 lists of *Super Lawyers* in its *Corporate Counsel Edition* for Business Litigation.

JEAN M. STALLARD - PARTNER

Jean M. Stallard received her B.A. from Duke University and her J.D. from Vanderbilt University School of Law. Jean specializes in contracts and commercial transactions, corporate and securities law, human resource law and has particular expertise in oil and gas matters. Her extensive background as in-house counsel at Fortune 500 and NYSE-listed corporations has given Jean a unique, business-oriented insight when advising clients on their strategies and objectives. Jean began her career on Wall Street as a corporate and securities attorney handling IPOs and private offerings as well as regulatory compliance matters. After relocating to New Orleans as an associate with a large New Orleans law firm, Jean served as in-house counsel for three NYSE-traded exploration and production corporations, two of them Fortune 500 companies. At The Louisiana Land & Exploration Company (NYSE:LL&E), Jean was Senior Counsel and at KN Energy, Inc. (NYSE:KNE), she served as Assistant General Counsel. Next, she co-founded and served as Vice President and General Counsel at Energy Partners, Ltd. (NYSE:EPL). With each of these positions, Jean continued her transactional and corporate practice, and added extensive experience in supporting onshore and offshore E&P operations, particularly in the Gulf Coast region. She is well-versed in procurement, risk management, acquisitions & divestitures, construction,

finance, M&A, real estate and human resource issues. Jean advises various corporations, entrepreneurs, E&P operators and contractors/vendors, software development and information technology firms as well as entertainment and hospitality industry clients. She is admitted to practice law in New York, Louisiana and the District of Columbia.

LAURENCE R. DEBUYS IV - PARTNER

Laurence R. DeBuys IV is a 1984 cum laude graduate of Tulane University Law School, where he was a member of the Tulane Maritime Law Journal and served as its Research Editor. He is a member of the State Bars in both Louisiana and Texas and is also admitted to practice before all Federal Courts in Louisiana and the United States District Court for the Southern District of Texas. He is also admitted to practice before the United States Supreme Court. Larry's practice has involved primarily maritime and admiralty litigation, and he has extensive experience in defending vessel owners, P&I clubs, and other insurers against seamen and longshoremen personal injury claims. He has handled numerous vessel collision and allision cases both on behalf of vessel owners and on behalf of the owners of maritime facilities. He has also handled numerous cargo matters, including cases that involved detailed evaluation of charter parties, bills of lading, the Carriage of Goods by Sea Act and the Harter Act. Additionally, Larry has both litigated and performed transactional work regarding vessel construction and offshore service contracts. Larry holds an AV rating from Martindale-Hubbell.

STEVE MATTESKY – SENIOR ASSOCIATE

Steve Mattesky received a Bachelor of Arts degree in Journalism and European History from Washington and Lee University in 1978. He attended Tulane University School of Law where he served on the Law Review and was awarded his Juris Doctorate in 1981. Following graduation from law school, he was commissioned a Captain in the U.S. Army Judge Advocate General's Corps where he served from 1982-1986 as an administrative/environmental law attorney and criminal prosecutor. Upon completion of his tour of duty with the military, Steve joined the firm of Terriberry, Carroll and Yancey specializing in the practice of admiralty, maritime and insurance defense litigation. Steve is a member of the Louisiana State Bar Association and the Southeastern Admiralty Law Institute. He is admitted to practice before the United States Court of Appeals for the Fifth Circuit, United States District Courts for the Eastern, Middle and Western Districts

of Louisiana, all Louisiana state courts and the United States Court of Military Review.

REPRESENTATIVE CASES

Below are representative sample cases handled by the Firm's attorneys.

We successfully defended the insurer and TPA in a landmark Louisiana decision on tort liability to a workers' compensation claimant for alleged "bad faith" claims handling. *Livaccari v. Alden Eng'g*, 808 So. 2d 383 (La. App. 1st Cir. 2000).

We won coverage for a business assured in the leading Louisiana case on "advertising injury" coverage under a CGL policy. *Carnival Brands v. AGLI*, 726 So. 2d 496 (La. App. 5th Cir.), writ denied, 740 So. 2d 636 (La. 1999).

We represented a casino's limited partner in AAA arbitration with the general partner over accounting issues, resulting in a \$5.673 million payment to our client.

Originally retained as local counsel to defend against claims of patent infringement, trademark infringement, and trade dress misappropriation, when our responsibilities were expanded to include discovery of the plaintiff's damages expert, we succeeded in obtaining a pre-trial order disqualifying plaintiff's damage expert from testifying at trial. After entry of a trial court judgment in favor of the plaintiff exceeding \$1 million, we were asked to take on a more significant role in appealing the judgment to the Federal Circuit Court of Appeal. The Federal Circuit reversed and remanded the case for further proceedings. Asked to take over as lead counsel for the defense, our firm was instrumental in obtaining a favorable settlement for our clients after the first day of trial. *Hartco Engineering, Inc. v. Wang's International, Inc., Pilot Automotive, Inc., Pep Boys-Manny, Moe & Jack, Inc. and Overton's, Inc.*, 04-1480 (Fed. Cir. 7/25/2005), 142 Fed. Appx. 455, 2005 U.S. App. LEXIS 15194 cert. denied, 546 U.S. 1172 (2006).

We represented the General Partner in the negotiation of the terms of the formation of a partnership involving contributions to the partnership and financing totaling over \$28 million for the construction of a low income housing complex in New Orleans consisting of 41 buildings and 164 apartment units. Our representation also involved negotiations and drafting of construction loan agreements, permanent financing agreements, construction contracts, and government grant agreements.

We have successfully defended an individual guarantor and his assets against the multimillion dollar claims for indemnification of losses incurred by the issuer of performance bonds to a failed construction company. *Reliance Insurance CO. v. River Road Recycling, Inc.*, 2003 U.S. Dist. LEXIS 9196.

We have successfully represented landowners in the enforcement of their rights under mineral leases.

We have successfully advised our clients on the structure of the acquisition of substantially all of the assets of a failing Louisiana business to protect our client and the acquired assets from the claims of the creditors of the failing business.

We have successfully represented both buyers and sellers in redhibition actions and actions for breach of warranty involving products as varied as computer software systems to residential properties. *Connell v. Davis*, 06-09 (La. App. 5th Cir. 10/17/2006), 940 So.2d 195, writ denied, 948 So.2d 125 and 178 (2002).

We have extensive experience in handling successions and in representing our clients in related litigation. *Succession of Faget v. Faget*, 2005-1434 (La. App 1st Cir 6/9/2000), 938 So.2d 1013, writ denied, 941 So.2d 40 (La. 11/6/2006) and *Succession of Faget*, 2008-2422 (La. App. 1st Cir. 12/23/2009), 2009 La.App. LEXIS 2189.

In a “borrowing employer” LHWCA case, we gained reimbursement for the lending employer over the borrower’s objection that a contract barred the claim. *Harbor Constr. v. Global Fabrication*, 2008 La. App. LEXIS 1306 (La. App. 4th Cir. 2008).

In a “borrowing employer” state compensation claim, we recovered contribution for the lender over the borrower’s contention that the parties agreed to a different allocation. *Omega v. Thornco*, 2008 La. App. LEXIS 1156 (La. App. 1st Cir. 2008).

We represented a seafood processing equipment manufacturer in the last round of litigation with another manufacturer and achieved a global settlement that ended, on mutually beneficial terms, over 40 years of antitrust and patent infringement litigation between the parties.

We represented the employer in a state workers’ compensation case in which the appellate court held that a claimant loses the right to benefits by failing to follow

physician instructions to engage in “work hardening.” *Williams v. BET Constr.*, 857 So. 2d 629 (La. App. 1st Cir. 2003), writ denied, 862 So. 2d 994 (La. 2004).

Our attorneys successfully defended a health insurer who cancelled two insurance policies, the first for failure to pay the premiums timely and the second for false and material representations in the application. *Viada v. Blue Cross of Louisiana*, 8871 (4/12/1988), 524 So.2d 101.

We have successfully represented a distributorship in an action against the manufacturer for wrongful termination of the distributorship agreement. *Bath v. Hi-TECH International, Inc.*, 97-434 (La. App. 5th Cir. 11/12/1997), 704 So.2d 292.

We organized, and handled securities issuance and corporate finance for a publicly-held offshore production company headquartered in New Orleans.

Please note the appearance in 1994 of the Firm before the Commission as described in Exhibit “A” hereto. The firm has not represented any clients before the Commission since such time and does not currently do so.

REPRESENTATIVE CLIENTS

Allvend, Inc.
Agility Project Logistics, Inc.
ArtEgg, LLC
Audubon Engineering, Inc.
Audubon Engineering Co., LLC
Bayou Bakery, LLC
Bituminous Casualty Corporation
CHS, Inc.
Chilly's, LLC
Community Living Alternatives, Inc.
Darling Industries
Dominie, LLC
Energy Partners, Ltd. (EPL)
FFE Transportation Services, Inc.
Global Construction & Equipment, LLC
Griffin Industries, Inc.
Heartland Wisconsin Corp.
Liberty Mutual Insurance Company
Latino Farmers Cooperative of Louisiana, Inc.
Louisiana Commerce & Trade Association
Louisiana Public Service Commission
MITEL, Inc

National Loss Control Management
NCC Financial, LLC
New Orleans School of Gaming and Bartending
Pacific Cycle, Inc.
Pilot Automotive, Inc.
Pontchartrain Capital, LLC
Provencher Claims Management, LLC
Power Great Lakes, Inc.
RLI Insurance Company
Seagull Marine, Inc.
Transoceanic Shipping, Inc.
Transoceanic Trading & Development, LLC
Traveler's Insurance Company
Underwriters Indemnity Company
Veteran's Administration of the United States

EXHIBIT "A"

OVERVIEW OF PATRICK MILLER LLC'S APPEARANCE BEFORE THE LOUISIANA PUBLIC SERVICE COMMISSION

The following is a summary regarding our law firm's appearance before the Louisiana Public Service Commission regarding Allvend, Inc., a Customer Owned Coin Operated Telephone ("COCOT") operator in the matter entitled, "Louisiana Public Service Commission v. Paytel Enterprises, Inc. and USA Telecom, Inc." Docket No. U-20939 on the docket of the Louisiana Public Service Commission. As an intervenor, Allvend submitted a complaint to the Commission against both Paytel Enterprises, Inc. ("Paytel") and USA Telecom, Inc. ("USA Telecom") alleging defamation and many anticompetitive acts. The Commission conducted hearings over the course of seven days (July 7, 1994, October 4, 1994, October 19, 1994, October 20, 1994, December 20, 1994, December 21, 1994, and January 19, 1995). Commissioner Irma Muse Dixon presided, with Commissioner John Schwegmann attending the first day of hearings.

During the course of those proceedings, we represented Allvend and presented Allvend's case. This representation included coordinating the investigations through which Allvend developed its evidence, organizing that evidence for presentation before the Commission, preparing and conducting direct examination of Allvend's witnesses, conducting cross examination of all adverse witnesses, presenting oral argument before the Commissioner as appropriate, and filing all pleadings connected with the hearing, including Allvend's initial complaint, its witness list, various motions, and all briefing. We attach a copy of the Hearing Examiner's Report that details at length the proceedings before the Commission. It is our recollection that the Commission found Paytel and USA Telecom guilty of the alleged violations, imposed fines, required a security bond, and issued cease and desist orders against both defendants.

WESTPORT INSURANCE CORPORATION

**PROFESSIONALS ADVANTAGE FOR LAWYERS®
LAWYERS PROFESSIONAL LIABILITY INSURANCE**

Westport Insurance Corporation
(A Stock Insurance Company, hereinafter called the "Company")

Policy Number: WLA308011015501
Renewal of Policy: WLA308011015500

DECLARATIONS

NOTICE: THIS IS A CLAIMS-MADE AND REPORTED POLICY. EXCEPT AS MAY BE OTHERWISE PROVIDED HEREIN, THIS COVERAGE IS LIMITED TO LIABILITY FOR ONLY THOSE CLAIMS WHICH ARE FIRST MADE AGAINST AN INSURED AND REPORTED TO THE COMPANY WHILE THE POLICY IS IN FORCE.

A. Named Insured: PATRICK MILLER LLC

Address: 400 FOYDRAS STREET
SUITE 1680
NEW ORLEANS, LA 70130

B. Policy Period: From 12:01 A.M. 04-28-2016 To 12:01 A.M. 04-28-2017
Local time at the address stated herein

C. Limits of Liability: \$ 2,000,000 Per Claim
\$ 2,000,000 Aggregate for the Policy Period

D. Deductible: \$ 15,000 Per Claim

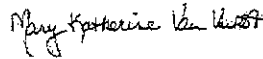
E. Premium: \$ 10,809.00

F. Retroactive Date: 4/28/1997

The Declarations and the forms listed on the attached Schedule of Form(s) and Endorsement(s), together with the completed and signed application and supplements, shall constitute the contract between the NAMED INSURED and the Company.

In witness whereof, the Company issuing this POLICY has caused this POLICY to be signed by its authorized officers, but it shall not be valid unless also signed by the duly authorized representative of the Company.

WESTPORT INSURANCE CORPORATION



Countersignature

Date

Authorized Representative

SP 3 383 O 0206

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