

**IN THE UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF INDIANA
INDIANAPOLIS DIVISION**

IN RE: READY-MIXED CONCRETE ANTITRUST LITIGATION,)	Master Docket No.
)	1:05-cv-00979-SEB-JMS
)	
)	
THIS DOCUMENT RELATES TO:)	
ALL ACTIONS)	
)	

**PLAINTIFFS’ MOTION FOR PRELIMINARY APPROVAL OF
SETTLEMENT AGREEMENT WITH BUILDER’S CONCRETE & SUPPLY, INC.,
GUS B. (“BUTCH”) NUCKOLS, III AND JOHN J. BLATZHEIM**

The Plaintiffs, Kort Builders, Inc., Dan Grote, Cherokee Development, Inc., Winger/Stolberg Group, Inc., Marmax Construction, LLC, Boyle Construction Management, Inc., and T&R Contractor, Inc. (collectively “Plaintiffs”), by Interim Co-Lead Counsel, respectfully move this Court for an Order preliminarily approving the Settlement Agreement With Defendants Builder’s Concrete & Supply, Inc., Gus B. (“Butch”) Nuckols, III, and John J. Blatzheim (“Builder’s Settlement”), preliminarily certifying a Plaintiff Settlement Class, and directing notice of the Builder’s Settlement to members of the Settlement Class. In support of this Motion, Plaintiffs state as follows:

1. On March 31, 2010, the Plaintiffs, through Co-Lead Counsel, executed a settlement agreement with Defendants Builder’s Concrete & Supply, Inc., Gus B. (“Butch”) Nuckols, III, and John J. Blatzheim (collectively “Builder’s Defendants”) resolving the claims asserted in this action by the Plaintiffs and proposed Plaintiff Class against the Builder’s Defendants in exchange for payment of the sum of \$5.5 million. A copy of the Builder’s Settlement is submitted herewith and marked Exhibit “1.”

2. The Builder's Settlement was achieved following extensive arms-length negotiations between Class Counsel and counsel for the Builder's Defendants, follows an extensive review of the financial condition of the Builder's Defendants, confers substantial benefits on the Settlement Class, and is within the range of reasonableness.

3. Pursuant to the Builder's Settlement, Plaintiffs, with the stipulation of the Builder's Defendants as set forth in the Builder's Settlement, respectfully move the Court for the entry of an Order, in the form of the proposed Preliminary Approval Order attached to the Builder's Settlement as Exhibit "C," which:

- a. Certifies as to the Builder's Defendants, pursuant to Federal Rules of Civil Procedure 23(a) and (b)(3) and the terms of the Builder's Settlement, the Settlement Class to which the Plaintiffs and the Builder's Defendants have stipulated in the Builder's Settlement;
- b. Preliminarily approves the Builder's Settlement as fair, reasonable and adequate to the Plaintiffs and members of the Settlement Class;
- c. Approves and directs, as the best notice practicable under the circumstances: (i) mailed notice to Settlement Class members in the form attached to the Builder's Settlement as Exhibit "A" and (ii) published notice to Settlement Class members in the form attached to the Builder's Settlement as Exhibit "B"; and
- d. Schedules a hearing on final approval of this Agreement at the convenience of the Court.

4. Plaintiffs have submitted herewith their Memorandum in Support of Motion for Preliminary Approval of Settlement Agreement With Defendants Builder's Concrete & Supply, Inc., Gus B. ("Butch") Nuckols, III, and John J. Blatzheim.

WHEREFORE, the Plaintiffs respectfully request the preliminary approval the Settlement Agreement With Defendants Builder's Concrete & Supply, Inc., Gus B. ("Butch") Nuckols, III, and John J. Blatzheim, preliminary certification of the Settlement Class, approval of the form and method of notice of the Builder's Settlement to members of the Settlement Class, and approval and entry of the Preliminary Approval Order submitted herewith.

Dated: April 6, 2010

Respectfully submitted,

/s/ Irwin B. Levin

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CERTIFICATE OF SERVICE

I hereby certify that on April 6, 2010 a copy of the foregoing document, was filed electronically. Notice of this filing will be sent to the following parties by operation of the Court's electronic filing system. Parties may access this filing through the Court's system.

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