

**UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

<i>IN RE</i> NYC BUS TOUR ANTITRUST LITIGATION	Master Case File No. 13-CV-0711 (ALC)(GWG) RELATED TO ALL CASES ECF Case JURY TRIAL DEMANDED
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**DECLARATION OF MEDIATOR ANTONIO PIAZZA
IN SUPPORT OF PRELIMINARY APPROVAL OF SETTLEMENT**

Antonio Piazza declares as follows:

1. I submit this declaration in support of preliminary approval of the proposed class action settlement between named plaintiffs Natasha Bhandari and Tracey L. Nobel (“Class Plaintiffs”), for themselves and on behalf of the proposed Class, and defendants Twin America, LLC, Coach USA, Inc., International Bus Services, Inc., CitySights LLC and City Sights Twin, LLC (“Defendants”).
2. I am the principal of Mediated Negotiations. In serving as a mediator since 1981, I have been involved with the settlement of over 4,000 cases, including numerous consumer class actions filed in federal court. Individual settlements have exceeded one billion dollars.
3. I conducted a mediation between the parties on March 12, 2014 that produced the settlement now before the Court for preliminary approval. The discussions between the parties were vigorous, the negotiations were conducted at arm’s length, and the settlement was reached in good faith. Based on my thirty-three years of experience as a

mediator, and my personal discussions with the parties, I believe that the proposed \$19 million settlement is fair and reasonable. Without waiving the mediation privilege, I provide the following information in support of my view.

Mediation Process and Result

4. In advance of the mediation, counsel for the parties submitted detailed mediation statements setting forth their positions on the key liability and damages issues.
5. The mediation opened with each party giving presentations regarding the strengths and weaknesses of the case, and the risks of continuing the litigation. Subsequently, I met separately with counsel from each party to discuss the goals for settlement, and to discern areas of common ground. During these individual sessions, I engaged in candid discussions with counsel from each party concerning the risks associated with their respective positions.
6. Both parties were represented by highly experienced counsel who fought vigorously for their respective clients. My individual discussions with counsel confirmed my initial assessment of their mutual commitment to pursuing the best outcomes for their clients. It was clear to me that Class Plaintiffs' counsel and Defendants' counsel were both prepared to try this case.
7. After a grueling day of negotiation, the parties reached the proposed settlement and an outline of its key terms under my supervision. The \$19 million settlement represents the total fund, from which the court may award reasonable attorneys' fees and costs. Defendants have agreed not to take any position with respect to these fees.
8. In my opinion, the \$19 million fund is a fair and reasonable settlement, given the risks facing the Class Plaintiffs in this case and the Defendants' desire to avoid further expense

and inconvenience of protracted litigation and unwavering denial of any liability in this case. Importantly, the final agreement precludes any monies from reverting to the Defendants in the event that monies go unclaimed, and instead requires any unclaimed funds to be distributed to the government.

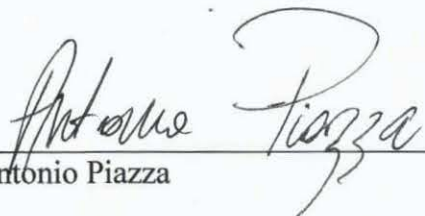
9. As a result, the \$19 million settlement in this consumer class action is a beneficial outcome achieved under a substantial risk of loss.

Conclusion

10. Based on my experience, the proposed \$19 million settlement is fair and reasonable, and it is a successful result for members of the proposed Class. This figure was reached through arm's-length negotiation conducted under my supervision. I believe that the proposed settlement is eminently reasonable in light of the considerable risks faced by Class Plaintiffs in obtaining class certification, establishing liability, and securing adequate damages for the members of the proposed Class. I therefore strongly support Class Plaintiffs' motion for preliminary settlement approval.

I declare under penalty of perjury that the foregoing is true and correct.

DATED: May __, 2014



Antonio Piazza