

**IN THE UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF IOWA
WESTERN DIVISION**

**IN RE: IOWA READY-MIX
CONCRETE ANTITRUST
LITIGATION**

**No. C10-4038-MWB
(CONSOLIDATED CASES)**

**PLAINTIFFS' MOTION FOR AN AWARD
OF ATTORNEYS' FEES, THE REIMBURSEMENT OF EXPENSES,
AND INCENTIVE AWARDS FOR CLASS REPRESENTATIVES**

Plaintiffs Randy Waterman, Frank Audino Construction, Inc., Sioux City Engineering Co., the City of Le Mars, Iowa, Holtze Construction Company and Brown Commercial Construction, Inc. (collectively "Plaintiffs"), by Class Counsel, respectfully move this Court for the entry of an Order: (i) awarding Class Counsel attorneys' fees of \$6,166,667, which is one-third of the amount of the combined Settlement Funds established under the three Settlement Agreements; (ii) directing the payment of \$911,445.92 to Class Counsel in reimbursement of litigation-related expenses incurred through July 31, 2011, to be paid from the Settlement Funds in amounts proportionate to the size of each Fund; and (iii) directing the payment of \$10,000 to each of the Plaintiffs \$10,000 as an incentive award for services to the Classes, to be paid from the Settlement Funds in amounts proportionate to the size of each Fund. In support of this Motion, the Plaintiffs have submitted herewith their Brief in Support of Motion for an Award of Attorneys' Fees, Reimbursement of Expenses, and Incentive Awards for Class Representatives, and the Declaration of Irwin B. Levin in Support of Unopposed Motion for an Award of Attorneys' Fees, Reimbursement of Expenses, and Incentive Awards for Class Representatives.

The Brief, at 26 pages exclusive of signature pages and certificate of service, is filed under a separate Motion for Leave to File Brief in Excess of 20-Page Limit.

Respectfully submitted,

/s/ Irwin B. Levin

Irwin B. Levin
Scott D. Gilchrist
COHEN AND MALAD, LLP
One Indiana Square, Suite 1400
Indianapolis, IN 46204
Telephone: (317) 636-6481
Facsimile: (317) 636-2593
ilevin@cohenandmalad.com
sgilchrist@cohenandmalad.com

/s/ Gregory P. Hansel (by consent)

Gregory P. Hansel
Randall B. Weill
Joshua R. Carver
PRETI, FLAHERTY, BELIVEAU &
PACHIOS, LLP
One City Center
P.O. Box 9546
Portland, ME 04112-9546
Telephone: (207) 791-3000
Facsimile: (207) 791-3111
ghansel@preti.com
rweill@preti.com
jcarver@preti.com

Interim Co-Lead Counsel

Interim Co-Lead Counsel

Mark L. Zaiger
Jennifer E. Rinden
SHUTTLEWORTH & INGERSOLL, P.L.C.
115 Third Street SE, Suite 500
P.O. Box 2107
Cedar Rapids, IA 52406-2107
Telephone: (319) 365-9461
Facsimile: (319) 365-8564
MLZ@ShuttleworthLaw.com
JER@ShuttleworthLaw.com

Plaintiffs' Liaison Counsel

CERTIFICATE OF SERVICE

I hereby certify that on September 2, 2011, the attached document was electronically transmitted to the Clerk of Court using the ECF System for filing. Based on the records currently on file, the Clerk of Court will transmit a Notice of Electronic Filing to all registered counsel of record.

/s/ Irwin B. Levin

Irwin B. Levin

COHEN AND MALAD, LLP

One Indiana Square, Suite 1400

Indianapolis, IN 46204

Telephone: (317) 636-6481

Facsimile: (317) 636-2593

ilevin@cohenandmalad.com