

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

LAWRENCE E. JAFFE PENSION PLAN, On)	Lead Case No. 02-C-5893
Behalf of Itself and All Others Similarly)	(Consolidated)
Situated,)	
) <u>CLASS ACTION</u>
Plaintiff,)	
) Judge Ronald A. Guzman
vs.)	Magistrate Judge Nan R. Nolan
)
HOUSEHOLD INTERNATIONAL, INC., et)	
al.,)	
)
Defendants.)	
_____)	

**[CORRECTED] DECLARATION OF JASON C. DAVIS IN SUPPORT OF THE CLASS'
PARTIAL OBJECTION TO MAGISTRATE JUDGE NOLAN'S DECEMBER 6, 2006
ORDER REGARDING SELECTIVE WAIVER OF THE WILMER, CUTLER &
PICKERING DOCUMENTS**

REDACTED VERSION

I, JASON C. DAVIS, declare as follows:

1. I am a member of the bar of the State of New York, admitted to this Court *pro hac vice* in connection with the above-captioned matter. I am associated with the law firm of Lerach Coughlin Stoia Geller Rudman & Robbins LLP, one of the counsel of record for Lead Plaintiffs and the Class in the above-entitled action. I have personal knowledge of the matters stated herein and, if called upon, I could and would competently testify thereto.

2. Attached are true and correct copies of the following exhibits:

- Exhibit 1: Memorandum Opinion and Order by Magistrate Judge Nan R. Nolan, dated December 6, 2006;
- Exhibit 2: Motion to Compel Further Responses to the Class' Questions for Per Ekholdt Concerning Exhibit 13 and the Production of Documents Underlying Wilmer, Cutler & Pickering Reports, dated October 16, 2006, filed under seal;
- Exhibit 3: The Class' Reply in Support of Motion to Compel Further Responses to the Class' Questions for Per Ekholdt Concerning Exhibit 13 and the Production of Documents Underlying Wilmer, Cutler & Pickering Reports, dated November 17, 2006, filed under seal;
- Exhibit 4: Final Report to the Audit Committee of the Board of Directors of Household International, Inc. Concerning Allegations of Elaine Markell with Respect to Loan Restructuring Practices of Household Mortgage Services by Wilmer, Cutler & Pickering, dated March 24, 2003, filed under seal;
- Exhibit 5: Non-Waiver Agreement between Luke Brooks, Esq. of Lerach Coughlin Stoia Geller Rudman & Robbins LLP and Joshua Greenblatt, Esq. of Cahill Gordon & Reindell LLP, dated February 23, 2005;
- Exhibit 6: Responses and Objections to Plaintiffs' "Questions for Per Eckholdt Re Exhibit 13," dated October 5, 2006, filed under seal;
- Exhibit 7: Report to the Audit Committee of the Board of Directors of Household International, Inc. Concerning Allegations of Elaine Markell with Respect to Loan Restructuring Practices of Household Mortgage Services by Wilmer, Cutler & Pickering, dated March 17, 2003, filed under seal;
- Exhibit 8: Email forwarded from Per X. Ekholdt to Daniel J. Pantelis with spreadsheet attachments, dated February 24, 2003, filed under seal;
- Exhibit 9: Household Powerpoint presentation entitled "Assessing the Impact of Mortgage Services Restructures Inconsistent with Policy," dated March 11, 2003, filed under seal;

- Exhibit 10: Letter to Jane E. Jarcho, Esq., Assist. Regional Director at the United States Securities and Exchange Commission from Stewart T. Kusper, Counsel for Household International, Inc. and Louis E. Levy, Chair of the Audit Committee of Household International, Inc., dated July 16, 2003;
- Exhibit 11: Deposition transcript of testimony of Per Ekholdt, deposed on March 28, 2006, pages 183-184, filed under seal;
- Exhibit 12: Letter to Cameron E. Baker of Lerach Coughlin Stoia Geller Rudman & Robbins LLP from Janet A. Beer of Cahill Gordon & Reindel LLP, dated April 3, 2006;
- Exhibit 13: Declaration of James R. Wrathall, dated November 3, 2006;
- Exhibit 14: Household International Report to the Board of Directors on 2003 Audit Committee Activities, filed under seal;
- Exhibit 15: Face pages of United States Securities and Exchange Commission hearing transcripts identifying testifying witnesses, filed under seal:

Witness	Date of Testimony
William F. Aldinger	December 18, 2003
John W. Blenke	October 18, 2004
Timothy Condon	January 15, 2004
Paul A. Makowski	January 7, 2004 & March 7, 2003
Helen Elaine Markell	February 13, 2003
Daniel John Pantelis	January 6, 2004
Craig Peters	January 16, 2004
Walter Ryback	January 22, 2004
David A. Schoenholz	February 12, 2004 & December 16, 2003
Patrick D. Schwartz	October 15, 2004
David K. Stockdale	December 19, 2003
Joseph Albert Vozar, Jr.	January 21, 2004 & March 12, 2003
Steven McDonald	February 25, 2003
John Raymond Davis	February 6, 2003
Gary Gilmer	March 5, 2003

- Exhibit 16: Email to Paul L. Lee from John W. Blenke, dated March 22, 2003, filed under seal;
- Exhibit 17: Draft Outline of Changes to Internal Controls and Procedures, filed under seal;
- Exhibit 18: Email to William F. Aldinger from David A. Schoenholz, dated March 13, 2003, filed under seal;
- Exhibit 19: Email to Kenneth Robin and John W. Blenke from David Shaw dated March 13, 2003, filed under seal;

- Exhibit 20: Household International Minutes of the Special Audit Committee Meeting, signed by Louis E. Levy, Chairman, Audit Committee (Redacted), dated March 17, 2003, filed under seal;
- Exhibit 21: Email to Kenneth Robin to Paul L. Lee, dated March 18, 2003, filed under seal;
- Exhibit 22: Household International Minutes of the Special Audit Committee Meeting (Redacted), dated March 24, 2003, filed under seal;
- Exhibit 23: Household International Minutes of the Special Audit Committee Meeting, dated March 10, 2003, filed under seal;
- Exhibit 24: Letter to the Audit Committee of the Board of Directors of Household International, Inc. from Russell J. Bruemmer of Wilmer, Cutler & Pickering, dated March 18, 2003, filed under seal;
- Exhibit 25: Biography of Russell J. Bruemmer on the WilmerHale website (http://www.wilmerhale.com/russell_bruemmer/), dated November 17, 2006;
- Exhibit 26: Biography of James R. Wrathall on the WilmerHale website (http://www.wilmerhale.com/james_wrathall/), dated November 17, 2006;
- Exhibit 27: Letter to Stewart T. Kusper, Esq. of Katten Muchin Zavis Rosenman from Kent W. McAllister of the United States Securities and Exchange Commission, with facsimile cover sheet, dated July 10, 2003, filed under seal;
- Exhibit 28: Letter to Alan Levins of Littler Mendelson from Frank J. Coughlin, Esq. of Coughlin & Conforti, dated November 26, 2002, filed under seal;
- Exhibit 29: Draft letter to Donald W. Rose of KPMG, LLP from John W. Blenke, dated March 17, 2003, filed under seal;
- Exhibit 30: Letter to Kent McAllister, Esq., Senior Attorney, Division of Enforcement with the Securities and Exchange Commission from Jonathan S. Feld with Kattan Muchin Zavis Rosenman, dated January 21, 2004, filed under seal;
- Exhibit 31: Letter to John W. Blenke, Esq. from Kent W. McAllister, Esq., Senior Attorney, Division of Enforcement with the Securities and Exchange Commission, dated November 1, 2002, filed under seal; and
- Exhibit 32: Letter to Kenneth H. Robin, Esq. from Nicholas Rodelli, Staff Attorney, Division of Enforcement with the Securities and Exchange Commission with facsimile cover sheet, dated November 7, 2002, filed under seal.

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct. Executed this 22nd day of December, 2006, at San Francisco, California.

s/ Jason C. Davis

JASON C. DAVIS

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DECLARATION OF SERVICE BY EMAIL AND BY U.S. MAIL

I, the undersigned, declare:

1. That declarant is and was, at all times herein mentioned, a citizen of the United States and employed in the City and County of San Francisco, over the age of 18 years, and not a party to or interested party in the within action; that declarant's business address is 100 Pine Street, Suite 2600, San Francisco, California 94111.

2. That on December 22, 2006, declarant served by electronic mail and by U.S. Mail to the parties the: **[CORRECTED] DECLARATION OF JASON C. DAVIS IN SUPPORT OF THE CLASS' PARTIAL OBJECTION TO MAGISTRATE JUDGE NOLAN'S DECEMBER 6, 2006 ORDER REGARDING SELECTIVE WAIVER OF THE WILMER, CUTLER & PICKERING DOCUMENTS (Redacted Version)**. The parties' email addresses are as follows:

TKavaler@cahill.com
PSloane@cahill.com
PFarren@cahill.com
LBest@cahill.com
DOwen@cahill.com
NEimer@EimerStahl.com
ADeutsch@EimerStahl.com
MMiller@millerfaucher.com
LFanning@millerfaucher.com

and by U.S. Mail to:

Lawrence G. Soicher, Esq.
Law Offices of Lawrence G. Soicher
110 East 59th Street, 25th Floor
New York, NY 10022

David R. Scott, Esq.
Scott & Scott LLC
108 Norwich Avenue
Colchester, CT 06415

I declare under penalty of perjury that the foregoing is true and correct. Executed this 22nd day of December, 2006, at San Francisco, California.

s/ Marcy Medeiros

MARCY MEDEIROS