

1 JONATHAN A. SHAPIRO (257199)
2 WILMER CUTLER PICKERING HALE AND DORR LLP
3 950 Page Mill Road
4 Palo Alto, CA 94304
5 Tel: (650) 858-6101
6 Fax: (650) 858-6100
7 jonathan.shapiro@wilmerhale.com

8 ANDREA J. ROBINSON (PRO HAC VICE)
9 TIMOTHY J. PERLA (PRO HAC VICE)
10 WILMER CUTLER PICKERING HALE AND DORR LLP
11 60 State Street
12 Boston, MA 02109
13 Tel: (617) 526-6000
14 Fax: (617) 526-5000
15 andrea.robinson@wilmerhale.com
16 timothy.perla@wilmerhale.com
17 Attorneys for Defendant Life Insurance
18 Company of the Southwest

19 **UNITED STATES DISTRICT COURT**
20 **CENTRAL DISTRICT OF CALIFORNIA**
21 **SOUTHERN DIVISION**

22 JOYCE WALKER, KIM BRUCE
23 HOWLETT, and MURIEL SPOONER
24 on behalf of themselves and all others
25 similarly situated,

26 Plaintiffs,

27 vs.

28 LIFE INSURANCE COMPANY OF
THE SOUTHWEST, a Texas
corporation, and DOES 1-50,

Defendant.

Case No.: 10-09198 JVS(RNBx)

DECLARATION OF JOEL FLEMING IN
OPPOSITION TO PLAINTIFFS' MOTION
FOR LEAVE TO FILE SECOND AMENDED
COMPLAINT

Judge James V. Selna

Courtroom: 10C

DECLARATION OF JOEL FLEMING

I, Joel Fleming, declare as follows:

1. I am an attorney duly licensed to practice law in the State of California and before this Court. I am an associate at the law firm of Wilmer Cutler Pickering Hale and Dorr LLP, counsel for Defendant Life Insurance Company of the Southwest (“LSW”) in the above-entitled action. I respectfully submit this Declaration in opposition to Plaintiffs’ Motion for Leave to File a Second Amended Complaint. I have personal knowledge of the facts stated herein and, if called as a witness, I could and would testify competently thereto.

2. Attached hereto as Exhibit 1 is a February 13, 2012 letter sent by LSW to Plaintiffs.

3. Attached hereto as Exhibit 2 is a June 8, 2011 letter sent by Plaintiffs to LSW.

I declare under the penalty of perjury that the foregoing is true and correct. Executed this 26th day of March, 2012, at Palo Alto, California.

**By: /s/ Joel Fleming
Joel Fleming**