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10 Attorneys for Plaintiffs  
JOYCE WALKER, KIM BRUCE HOWLETT,  
11 and MURIEL SPOONER, on behalf of themselves  
and all others similarly situated

12  
13 **UNITED STATES DISTRICT COURT**  
14 **CENTRAL DISTRICT OF CALIFORNIA**

15  
16 JOYCE WALKER, KIM BRUCE  
HOWLETT, and MURIEL  
17 SPOONER, on behalf of themselves  
and all others similarly situated,

18 Plaintiffs,

19 v.

20 LIFE INSURANCE COMPANY OF  
THE SOUTHWEST, a Texas  
21 corporation,

22 Defendant.

**CLASS ACTION**

CASE NO.: CV 10-9198 JVS (RNBx)

Formerly Case No.: 3:10-cv -04852  
JSW  
from Northern District of California

**DECLARATION OF BRIAN P.  
BROSNAHAN IN SUPPORT OF  
PLAINTIFFS' MOTION FOR  
CLASS CERTIFICATION**

Judge James V. Selna

Date: September 10, 2012  
Time: 1:30 p.m.  
Courtroom: 10C

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DECLARATION OF BRIAN P. BROSNAHAN IN SUPPORT OF PLAINTIFFS' MOTION FOR CLASS  
CERTIFICATION

1           1.     I am an attorney authorized to practice in the courts of California and  
2 in the United States District Court for the Central District of California. I am a  
3 partner of Kasowitz, Benson, Torres & Friedman, LLP, counsel for Plaintiffs in  
4 these proceedings. I have personal knowledge of the facts stated herein and if  
5 required could and would testify under oath thereto.

6           2.     Attached hereto as Exhibit A is a description of the Proposed Class  
7 and Subclasses.

8           3.     Attached hereto as Exhibit B is a true and correct copy of a letter from  
9 Jonathan A. Shapiro, Esq., counsel for Life Insurance Company of the Southwest  
10 (“LSW”), to Brian P. Brosnahan, Esq., dated March 5, 2012.

11          4.     Attached hereto as Exhibit C is a true and correct copy of a letter from  
12 James Lux, Esq., counsel for LSW, to Brian P. Brosnahan, Esq., of Kasowitz,  
13 Benson Torres & Friedman LLP, dated September 13, 2011.

14          5.     Attached hereto as Exhibit D is a true and correct copy of a  
15 SecurePlus Paragon Annual Statement for Plaintiff Kim Bruce Howlett, Bates  
16 numbered LSW00001084-LSW00001088, dated September 26, 2008.

17          6.     Attached hereto as Exhibit E is a true and correct copy of a S.A.L.E.  
18 Field Compliance Guide for the National Life Group, Bates numbered  
19 LSW00018575-LSW00018610.

20          7.     Attached hereto as Exhibit F is a true and correct copy of a Life  
21 Insurance Illustration, Bates numbered LSW00045475-LSW00045505, dated June  
22 23, 2009.

23          8.     Attached hereto as Exhibit G is a true and correct copy of an Excel  
24 spreadsheet entitled “SecurePlus Paragon Other Charges,” Bates numbered  
25 LSW00102303.

26          9.     Attached hereto as Exhibit H is a true and correct copy of an Excel  
27 spreadsheet entitled “SecurePlus Provider Other Charges,” Bates numbered  
28 LSW00102311.

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1 10. Attached hereto as Exhibit I is a true and correct copy of an email  
2 Bates numbered LSW-E00034422-LSW-E00034424, dated September 20, 2006.

3 11. Attached hereto as Exhibit J is a true and correct copy of an email  
4 Bates numbered LSW-E00037050-LSW-E00037052, dated September 20, 2006.

5 12. Attached hereto as Exhibit K is a true and correct copy of an email  
6 chain, Bates numbered LSW-E00065754-LSW-E00065755, dated September 12,  
7 2007.

8 13. Attached hereto as Exhibit L is a true and correct copy of an email  
9 chain, Bates numbered LSW-E00070208-LSW-E00070209, dated June 24, 2009.

10 14. Attached hereto as Exhibit M is a true and correct copy of the  
11 SecurePlus Provider Insurance Policy issued to Plaintiff Joyce Walker, Bates  
12 numbered JW002838-JW002902, dated December 27, 2007.

13 15. Attached hereto as Exhibit N is a true and correct copy of a Life  
14 Insurance Illustration prepared for Plaintiff Joyce Walker, Bates numbered  
15 LSW00002329-LSW00002352, dated October 3, 2007.

16 16. Attached hereto as Exhibit O is a true and correct copy of the  
17 SecurePlus Paragon Insurance Policy issued to Plaintiff Muriel Spooner, Bates  
18 numbered HS00027-HS000086, dated October 5, 2007.

19 17. Attached hereto as Exhibit P is a true and correct copy of a Life  
20 Insurance Illustration prepared for Plaintiff Muriel Spooner, Bates numbered  
21 LSW00001984-LSW00002007, dated July 27, 2007.

22 18. Attached hereto as Exhibit Q is a true and correct copy of excerpts  
23 from the deposition of Stephanie Burmester taken on May 1, 2012.

24 19. Attached hereto as Exhibit R is a true and correct copy of excerpts  
25 from the deposition of Matthew DeSantos taken on November 14, 2011.

26 20. Attached hereto as Exhibit S is a true and correct copy of excerpts  
27 from the deposition of Elizabeth MacGowan taken on October 31, 2011.

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1 21. Attached hereto as Exhibit T is a true and correct copy of excerpts  
2 from the deposition of Victoria McDonald taken on May 2, 2012.

3 22. Attached hereto as Exhibit U is a true and correct copy of excerpts  
4 from the deposition of Michael B. Richardson taken on May 3, 2012.

5 23. Attached hereto as Exhibit V is a true and correct copy of excerpts  
6 from the deposition of Susan Rusnock taken on May 2, 2012.

7 24. Attached hereto as Exhibit W is a true and correct copy of LSW's  
8 Responses to Plaintiffs' Second Set of Requests for Admission, dated February 23,  
9 2012.

10 25. Attached hereto as Exhibit X is a true and correct copy of an exemplar  
11 of a life insurance illustration produced by LSW as Bates numbers LSW00000159-  
12 LSW00000170. This document was produced by LSW as part of (and is excerpted  
13 from) a package submitted by LSW to the California Department of Insurance  
14 ("DOI") in 2005 in connection with the introduction of the Provider policy. As  
15 shown by a comparison with the Provider illustration given to Plaintiff Joyce  
16 Walker, the exemplar illustration submitted to the DOI omits any reference either to  
17 (1) the Account Value Enhancement that purportedly begins in Year 10 of the  
18 policy, or (2) the reduction in the Monthly Administrative Charge that purportedly  
19 begins in Year 11. *Compare* Ex. X at LSW00000162 & LSW00000169, *with* Ex. N  
20 at LSW000002336 & LSW000002349.

21 26. Attached hereto as Exhibit Y is a true and correct copy of an exemplar  
22 of a life insurance illustration produced by LSW as Bates numbers LSW00000467-  
23 LSW00000481. This document was produced by LSW as part of (and is excerpted  
24 from) a package submitted by LSW to the California DOI in 2006 in connection  
25 with the introduction of the Paragon policy. As shown by a comparison with the  
26 Paragon illustration given to Plaintiff Muriel Spooner, the exemplar illustration  
27 submitted to the DOI omits any reference either to the reduction in the Monthly  
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1 Administrative Charge that purportedly begins in Year 11. Compare Ex. Y at  
2 LSW00000480, with Ex. P at LSW00002004.

3 27. Attached hereto as Exhibit Z is Plaintiffs’ Trial Plan in Support of  
4 Plaintiffs’ Motion for Class Certification.

5 28. Attached hereto as Exhibit AA is a table, “Table 1A,” depicting the  
6 impact of S&P 500 volatility on the policy value of Plaintiff Muriel Spooner.

7 29. Attached hereto as Exhibit BB is a table, “Table 1B,” depicting the  
8 impact of S&P 500 volatility on the policy value of Plaintiff Muriel Spooner.

9 30. Counsel for Plaintiffs recently became aware of *Maraldo, et al. v. Life*  
10 *Insurance Company of the Southwest*, United States District Court for the Northern  
11 District of California, Case No. 11-CV-4972-YGR, filed October 7, 2011.

12 Plaintiffs presume that LSW would have filed a Motion to Transfer if it believed  
13 this putative class action presented the same claims alleged here. Plaintiffs  
14 understand that *Maraldo* involves a different type of insurance policy (universal  
15 life) and is a vanishing premium case based on oral representations. *Maraldo v.*  
16 *Life Insurance Co. of the Southwest*, U.S. Dist. LEXIS 45572, at \*17-18 (N.D. Cal.  
17 Mar. 30, 2012).

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19 Dated: May 14, 2012

KASOWITZ, BENSON, TORRES & FRIEDMAN  
LLP

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By: /s/ Brian P. Brosnahan  
Brian P. Brosnahan

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