

Exhibit 4

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

ARTHUR L. BRASHER, <i>et al.</i> ,)	
)	
Plaintiffs,)	
)	Case No. 11-CV-0991
v.)	
)	Honorable James B. Zagel
BROADWIND ENERGY, INC., <i>et al.</i> ,)	
)	
Defendants.)	
_____)	

**DECLARATION OF WILLIAM B. FEDERMAN IN SUPPORT OF
LEAD PLAINTIFF'S MOTION FOR FINAL APPROVAL OF
SETTLEMENT AND LEAD PLAINTIFF'S MOTION FOR
AWARD OF ATTORNEYS' FEES, REIMBURSEMENT OF
LITIGATION EXPENSES AND REIMBURSEMENT AWARD**

I, William B. Federman, declare as follows:

1. I am an attorney duly licensed to practice law in several states including Oklahoma and am admitted to practice in numerous federal courts. I am admitted *pro hac vice* in the above styled case. I am the managing partner of the law firm Federman & Sherwood, Lead Counsel in this litigation. I am submitting this declaration in support of my Firm's application for an award of attorneys' fees in connection with services rendered in the above-captioned action and the reimbursement of expenses incurred by this Firm in the course of this litigation.

2. I have personal knowledge of all material matters related to the Action based upon my active supervision and participation in the prosecution of the Action since its inception.

3. The services rendered and work performed by attorneys, paralegals, and other professionals of my firm during the course of this litigation from inception through the present included: conducting a factual investigation, which included identifying, locating, and interviewing potential witnesses and locating and reviewing relevant news articles, videos, and analysts' reports; researching applicable complicated generally accepted accounting principles

("GAAP") and Securities Exchange Commission ("SEC") rules and regulations; preparing and filing the comprehensive 127 page Amended Complaint for Violation of Federal Securities Laws; preparing and filing extensive briefing in opposition to Defendants' motions to dismiss; reviewing and analyzing hundreds of thousands of pages of documents produced by Broadwind and third parties; consulted with experienced damages and stock market efficiency financial experts; advising and consulting with Plaintiffs throughout this proceeding; researching and preparing a detailed mediation statement, which included citations to and submission of documents produced during discovery and other materials that Lead Counsel believed supported Plaintiffs' position, as well as an evaluation of the legal principles that Lead Counsel believed applied to Plaintiffs' position; conferring with plaintiffs and investors and advising them on the case, strategy, damages, and settlement alternatives; reviewing and analyzing Defendants' mediation statement, which also included documents and other materials that Defendants' Counsel believed supported Defendants' position; actively participating in two mediations and subsequent settlement negotiations; soliciting bids from several claims administrators and negotiating competitive rates for a substantial savings to the Class; preparing and submitting the settlement agreement and supporting documents, including notices, publication notices, and proposed preliminary and final approval order; consulting with Plaintiffs' damages expert in devising the Plan of Allocation; and working alongside the claims administrator to answer Class members' inquiries regarding the Settlement.

4. The identification and background of my Firm and its attorneys is attached hereto as Exhibit A.

5. The total number of hours spent on this litigation by Federman & Sherwood through May 24, 2013, is 2232.15. The total lodestar amount for attorney/paralegal time based on the Firm's current rates is \$1,212,185.00. The hourly rates shown below are the usual and

customary rates charged for each individual in our cases. This schedule was prepared from contemporaneous, daily time records regularly prepared and maintained by the firm. These records are available for review at the request of the Court. A breakdown of the lodestar is as follows:

<i>NAME</i>		<i>HOURS</i>	<i>RATE</i>	<i>LODESTAR</i>
William B. Federman	(A)	282.95	\$850.00	\$ 240,507.50
Stuart W. Emmons	(A)	644.70	\$675.00	435,172.50
Jennifer S. Montagna	(A)	460.10	\$475.00	218,547.50
Jennifer F. Sherrill	(A)	.20	\$475.00	95.00
Amy W. Wellington	(A)	124.50	\$475.00	59,137.50
Joshua D. Wells	(A)	321.00	\$425.00	136,425.00
A. Brooke Murphy	(A)	181.00	\$375.00	67,875.00
K. Lynn Nunn	(LA)	31.40	\$250.00	7,850.00
Robin K. Hester	(LA)	150.80	\$250.00	37,700.00
Jenny M. Johnston	(LA)	7.25	\$250.00	1,812.50
Judy A. Berry	(LA)	24.25	\$250.00	6,062.50
Frandelind V. Traylor	(LA)	4.00	\$250.00	1,000.00
TOTAL:		2232.15		\$1,212,185.00

(A) Attorney

(LA) Legal Assistant

6. My Firm incurred a total of \$107,620.64 in unreimbursed expenses in connection with the prosecution of this litigation. They are broken down as follows:

EXPENSES

From Inception through May 24, 2013

DISBURSEMENT	TOTAL
Legal Notice/Business Wire	\$ 235.00
Meals, Hotels & Transportation	8,668.67
Depositions/Transcripts	981.92
Experts	56,790.44
E-Discovery/Document Management	6,424.34
E-Discovery/Document Storage	350.00
Mediation	10,496.00

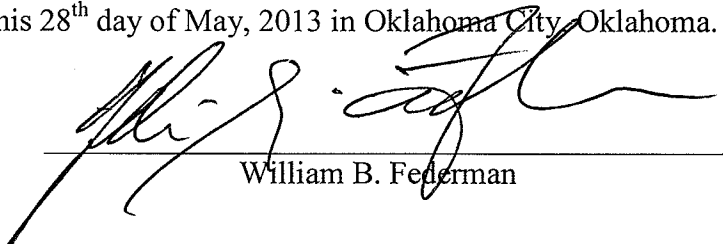
Express Mail	515.53
Investigation	537.50
Postage	107.36
Photocopies	975.00
Westlaw/Online Legal Research	21,163.90
Filing Fee	100.00
Service of Process	274.98
TOTAL	\$107,620.64

7. The expenses incurred pertaining to this case are reflected in the books and records of this Firm. These books and records are prepared from expense vouchers and check records and are an accurate record of the expenses incurred.

8. The total amount of fees and expenses incurred by Federman & Sherwood are appropriate and reasonable considering that Federman & Sherwood performed the tasks discussed in paragraph 3 and further detailed in the accompanying settlement papers.

9. Federman & Sherwood also utilized the services of James T. Crotty & Associates, who were appointed as Liaison Counsel in this litigation. The total number of hours spent on this litigation by James T. Crotty & Associates was 69 hours for a total lodestar of \$24,150.00, and their expenses are \$100.00, for an aggregate of \$24,250.00, attached hereto as Exhibit B. The total amount of fees and expenses incurred by James T. Crotty & Associates included, among other things: assisting in developing plaintiffs' litigation strategy; reviewing and assisting in the preparation of various court filings and litigation-related papers, including discovery demands and responses; presenting argument in opposition to defendants' motion for a protective order; and attending court proceedings. The identification and background of James T. Crotty & Associates is attached hereto as Exhibit C.

I declare under penalty of perjury under the laws of the State of Oklahoma that the foregoing is true and correct. Executed this 28th day of May, 2013 in Oklahoma City, Oklahoma.



 William B. Federman

Exhibit A

FEDERMAN & SHERWOOD

(An Association of Attorneys and Professional Corporations)

10205 N. PENNSYLVANIA AVENUE
OKLAHOMA CITY, OKLAHOMA 73120
405-235-1560
FACSIMILE: 405-239-2112

2926 MAPLE AVENUE, SUITE 200
DALLAS, TEXAS 75201
214-696-1100
FACSIMILE: 214-740-0112

FIRM RESUME

WILLIAM B. FEDERMAN. Admitted to practice: 1982, Oklahoma, U.S. District Court for the Western District of Oklahoma; 1983, U.S. District Court for the Northern District of Oklahoma, U.S. Court of Appeals, Tenth Circuit; 1985, District of Columbia; 1988, New York, U.S. District Court for the Eastern and Western Districts of Arkansas; 1990, U.S. District Court for the Southern District of New York; 1995, Texas; 1996, U.S. District Court for the Eastern District of Oklahoma; 1998, U.S. District Court for the Southern District of Texas; 1999, U.S. District Court for the Northern District of Texas, U.S. Court of Appeals, Federal Circuit; 2002, U.S. District Court of Colorado, U.S. District Court for the Eastern District of Texas; 2003, U.S. Court of Appeals, Second and Fourth Circuits, U.S. District Court for the Eastern District of New York; 2004, U.S. Court of Appeals, Fifth Circuit; 2005, United States Supreme Court, U.S. District Court for the Western District of Texas, Federal Bar Association; 2006, U. S. Court of Appeals, First and Eleventh Circuits; U.S. District Court for the Northern District of Ohio; 2007, U.S. Court of Appeals, Third Circuit; 2008, U.S. Court of Appeals, Eighth Circuit; 2009, U.S. Court of Appeals, Sixth Circuit; 2010, U.S. Court of Appeals, Seventh Circuit; 2012, U.S. Court of Appeals, Ninth Circuit. Education: Boston University (B.A., cum laude, 1979); University of Tulsa (J.D., 1982); Phi Alpha Delta (Treasurer, 1980-1982). Lectures/Publications: "Litigation and Employment Law Update," presented by the Securities Industry Association Compliance and Legal Division; "Derivative Actions and Protecting the Corporation – Critical Issues in Today's Banking," presented by the Oklahoma Bar Association and the Oklahoma Bankers Association; "Arbitration - What Is It? Why Should a Lawyer Suggest or Use It?," presented by the Oklahoma Bar Association; "The Attorney and Accountant as Targets in Failed Financial Institution Litigation," presented by the American Bar Association Trial Practice Committee; "Effective Arbitration in the 1990's - Adapting to Build a Successful Practice," presented by the Oklahoma County Bar Association; "Current Issues in Direct Investments and Limited Partnerships: The Litigation Scene From All Perspectives," presented by the American Bar Association Litigation Section; "Stockbroker Litigation and Arbitration," presented by the Securities Arbitration Institute; Author of "Who's Minding the Store: The Corporate Attorney-Client Privilege," 52 O.B.J. 1244, 1981; Author of "Potential Liability From Indirect Remuneration in Private Oil and Gas Offerings," 11 Sec. Reg. L.J. 135, 1983; Author of "Capitalism and Reality Meet in the Courts. . . Finally," 59 O.B.J. 3537, 1987; *Inside a Disclosure Crisis*, presented at the 30th Annual Northwest Securities Institute Annual Meeting and sponsored by the Washington Bar Association; "Managing Directors' Liability," presented at the 3rd Annual Energy Industry Directors Conference and sponsored by Rice University and the law firm of Fulbright & Jaworski; "Executive Liability - 2009 D & O Market Trends," presented by Chartis Insurance. Member: Arbitration Panel, New York Stock Exchange, 1985; Oklahoma County Bar Association (Member, Committee on Professionalism, 1987-1990); Oklahoma, Texas, New York and American Bar Association (Committee on Securities Litigation and Corporate Counsel); The District of Columbia Bar; American Inns of Court (Barrister and Master, 1990-1993, 2002-2004); inducted into the Outstanding Lawyers of America, 2003; received the Martindale-Hubbell peer review rating of AV Preeminent in both ethical standards and legal ability. Concentration: Securities and Shareholder Litigation in all State and Federal Courts, Arbitration and Mediation; Securities (Trial); Securities Due Diligence and Business Law.

FEDERMAN & SHERWOOD

Page 2

STUART W. EMMONS. Born Stillwater, Oklahoma. Education: University of Oklahoma (J.D., 1987, with distinction); University of Oklahoma (B.B.A., Accounting, 1984, with distinction). Admitted to practice: 1987, Oklahoma; 1987, U.S. District Court for the Western District of Oklahoma; 1990, U.S. District Court for the Northern District of Oklahoma; 1992, U.S. Court of Appeals, Tenth Circuit; 1994, U.S. Court of Appeals, Eighth Circuit; U.S. Patent and Trademark Office; 2002, U.S. District Court for the District of Colorado; U.S. District Court for the Southern District of Texas; 2003, U.S. Court of Appeals, Second Circuit, U.S. Court of Appeals, Fourth Circuit; 2004, U.S. District Court for the Northern District of Texas; U.S. Court of Appeals, Fifth Circuit; 2005, United States Supreme Court. Member: Oklahoma County and Oklahoma Bar Associations; 1988-1989, Law Clerk to the Hon. Layn R. Phillips, U.S. District Court for the Western District of Oklahoma.

AMY H. WELLINGTON. Born Topeka, Kansas. Education: Vanderbilt University (B.A. 1976); Oklahoma City University (J.D. 1982); Southern Methodist University (LL.M. 1983). Admitted to Practice: 1982, Oklahoma; 1996, U.S. District Court for the Western District of Oklahoma; Law Clerk to the Hon. Fred Daugherty, U.S. District Court for the Western District of Oklahoma, 1984-1997. Member: Oklahoma County Bar Association; Oklahoma Bar Association.

JENNIFER SELLING MONTAGNA. Born Oklahoma City, Oklahoma. Education: University of Oklahoma (B.A. 1993, President's and Dean's Honor Roll, Omicron Delta Kappa Leadership Honor Society, President's Leadership Class); University of Texas School of Law (J.D. 1999, with honors); Intern, Honorable Timothy Leonard, U.S. District Court for the Western District of Oklahoma, 1997. Admitted to Practice: 1999, Texas; 2000, U.S. District Court for the Western District of Texas; 2001, U.S. Court of Appeals, Fifth Circuit; 2007, U.S. District Court for the Southern District of Texas; 2008, Oklahoma, U.S. District Court for the Western District of Oklahoma; 2011, U.S. District Court for the Northern District of Oklahoma. Member: Oklahoma Bar Association; Oklahoma County Bar Association; State Bar of Texas; American Bar Association.

JENNIFER F. SHERRILL. Born Fort Smith, Arkansas. Education: Hendrix College (B.A. 1996); University of Arkansas, Plant Pathology (M.S. 1998); University of Tulsa, College of Law (J.D. 2002, Highest Honors) (Order of the Curule Chair and Outstanding Law Student Award). Admitted to practice: 2003, Oklahoma and U.S. District Court for the Northern and Western Districts of Oklahoma; 2003, U.S. District Court for the Northern, Eastern and Southern Districts of Texas. Member: Oklahoma Bar Association. Publication: *An Inter- and Intra-Species Variation in Colletotrichum and Mechanisms Which Affect Population Structure, In Colletotrichum: Host Specificity, Pathology, and Host-Pathogen Interaction.* Languages: German.

SARA E. COLLIER. Born Hampton, Virginia. Education: Oklahoma Christian University (B.S. 2000); Oklahoma City University School of Law (J.D. 2004). Admitted to practice: 2005, Oklahoma; 2005, U.S. District Courts for the Western, Eastern and Northern Districts of Oklahoma; 2007, U.S. District Court for the Southern District of Texas. Member: Oklahoma Bar Association, American Bar Association, American Trial Lawyers' Association. Languages: French.

JOSHUA D. WELLS. Born Ft. Worth, Texas. Education: Oklahoma Baptist University (B.A. 2004); Oklahoma City University College of Law (J.D. 2008) (Dean's List, Faculty Honor Roll, OCU American Trial Lawyers Association Moot Court Team, 2008; Staff Member, Law Review, 2006-07; Executive Editor, Law Review, 2007-08). Admitted to practice: 2008, Oklahoma; U. S. District

FEDERMAN & SHERWOOD

Page 3

Court for the Western District of Oklahoma; 2009, U.S. District Court for the Eastern District of Oklahoma; 2011, U.S. District Court for the Northern District of Oklahoma; 2012, U.S. Court of Appeals for the Tenth Circuit. Member: Oklahoma Bar Association. Publication: *Stuck in the Mire: The Incomprehensible Labor Law*, 34 Okla. City U.L. Rev. 131 (2009). Experience: Research Assistant to J. William Conger, General Counsel and Distinguished Lecturer of Law, Oklahoma City University and President of the Oklahoma Bar Association (2007-08).

A. BROOKE MURPHY. Born Oklahoma City, Oklahoma. Education: Oklahoma City University (B.A. summa cum laude, 2005; Robert L. Jones Outstanding Senior Paper Award; Women's Leadership Award); University of Oklahoma College of Law (J.D. 2010; Dean's List, First Amendment Moot Court Team, Assistant Articles Editor of Oklahoma Law Review). Publication: *Credit Rating Immunity? How the Hands-Off Approach Toward Credit Rating Agencies Led to the Subprime Credit Crisis and the Need for Greater Accountability*, 62 Okla. L. Rev. 735 (2010). Admitted to practice: 2010, Oklahoma; U.S. District Court for the Western District of Oklahoma; U.S. District Court for the Northern District of Texas.

OF COUNSEL:

JOHN CHARLES SHERWOOD. Born Dallas, Texas. Education: Texas Christian University, (BBA, magna cum laude, 1981); Baylor School of Law (J.D., 1984). Areas of Practice: Litigation. Board Certified: Civil Trial Law, Personal Injury Trial Law, Texas Board of Legal Specialization. Organizations: Texas Trial Lawyers, Association of Trial Lawyers of America, Dallas Trial Lawyers Association, Dallas Bar Association, Former Chairperson of the Solo and Small Firm Section of the Dallas Bar Association (1999), Member of the College of the State Bar of Texas, and founding President of Citizens For a Fair Judiciary (Political Action Committee). Licenses and Courts of Practice: Member of the State Bar of Texas, National Board of Trial Advocacy, Licensed as a Certified Public Accountant by the Texas State Board of Public Accountancy, admitted to practice before the United States Tax Court, United States District Court, Northern District of Texas, United States Fifth Circuit Court of Appeals, and the United States Supreme Court. Papers Presented: *Other People's Money*, Presented to the Dallas Bar Association, Solo and Small Firm Section, 1996 and 1998; Recognition: "Top Attorneys in Texas, Business Litigation," (2012).

PARALEGALS:

NANCY G. BEATTY. Ms. Beatty has over thirty years of legal experience. She primarily works on coordinating and administrating of class action product liability and other complex litigation. Ms. Beatty has served on several professional advisory boards in Oklahoma and Tennessee.

K. LYNN NUNN. Ms. Nunn has worked in the legal field in Oklahoma City since 1983, following her work in the securities and insurance industry, where she held several licenses. Ms. Nunn primarily works on securities and class action litigation, as well as providing technology support for the firm.

SHARON J. KING. Ms. King has worked in the legal community for over ten years, after having worked in the securities and insurance industry for over fifteen years. She primarily works on insurance bad faith, personal injury, wrongful death and civil litigation.

FEDERMAN & SHERWOOD

Page 4

ROBIN K. HESTER. Ms. Hester has been a litigation legal assistant for over twenty years. Before joining Federman & Sherwood, Ms. Hester was a litigation case manager handling over 150 securities and civil litigation cases and managing 5 legal assistants. She primarily works in securities and civil litigation.

JUDITH A. BERRY. Ms. Berry has been a litigation assistant for over twenty-seven years. She primarily works on complex securities and class action litigation for the firm.

FRANDELIND V. TRAYLOR. Ms. Traylor has worked in the legal community for over twelve years. She attended the University of Central Oklahoma, where she majored in liberal arts and was on the Dean's Honor Roll. She provides class action, securities litigation and product liability support for the firm.

ALLICIA D. BOLTON. Ms. Bolton has worked in the legal profession for over nine years. She has experience in a wide area of the law, including real estate and corporate law. Ms. Bolton provides securities and complex litigation support for our firm.

**SELECT CASES WHERE FEDERMAN & SHERWOOD
HAS SERVED OR ARE SERVING AS LEAD OR CO-LEAD COUNSEL**

DERIVATIVE CASES	COURT
Abercrombie & Fitch Company	USDC Southern District of Ohio
American Superconductor Corporation	Superior Court – Commonwealth of Massachusetts
Carreker Corp.	USDC Northern District of Texas
Carrier Access Corporation	USDC District of Colorado
Catalina Marketing Corporation	Chancery Court of the State of Delaware
Cell Therapeutics, Inc.	USDC Western District of Washington
Computer Associates	USDC Eastern District of New York
Dendreon Corporation	USDC Western District of Washington
Doral Financial Corporation	USDC Southern District of New York
First BanCorp.	USDC District of Puerto Rico
Genta, Inc.	USDC District of New Jersey
GMX Resources, Inc.	District Court of Oklahoma County, Oklahoma
Host America Corporation	USDC District of Connecticut
MAKO Surgical Corporation	Circuit Court - 17 th Judicial Circuit - Broward County, Florida
Motorola, Inc.	Circuit Court of Cook County, Illinois, Chancery Division
Motricity Inc.	USDC Western District of Washington
Municipal Mortgage & Equity, LLC	USDC District of Maryland
NIVS Intellimedia Technology Group, Inc.	Chancery Court of the State of Delaware
NutraCea	Superior Court of Maricopa County, Arizona
Nyfix, Inc.	USDC District of Connecticut
OCA, Inc.	USDC Eastern District of Louisiana
ONEOK, Inc.	District Court of Tulsa County, Oklahoma
PainCareHoldings, Inc.	USDC Middle District of Florida
Penson Worldwide, Inc.	County Court at Law #3 of Dallas County, Texas
Pfizer, Inc.	Supreme Court of New York, New York County
Seitel, Inc.	USDC Southern District of Texas
The Spectranetics Corporation	USDC District of Colorado
Walter Energy, Inc.	10 th Judicial District of Jefferson County, State of Alabama
Zix Corporation	USDC Northern District of Texas
SECURITIES CLASS ACTIONS	
Broadwind Energy, Inc.	USDC Northern District of Illinois
China Valves Technology, Inc.	USDC Southern District of New York
Commercial Consolidators Corp.	USDC Southern District of Florida
Cryo-Cell International, Inc.	USDC Middle District of Florida
Delta Petroleum, Inc.	USDC District of Colorado
Direxion Shares ETF Trust	USDC Southern District of New York
Ener1, Inc.	USDC Southern District of New York
Houston American Energy Corp.	USDC Southern District of Texas
Image Innovations Holdings, Inc.	USDC Southern District of New York
MIND, C.T.I., Ltd.	USDC Southern District of New York
Motive, Inc.	USDC Western District of Texas
Par Pharmaceutical, Inc.	USDC District of New Jersey
Quest Energy Partners LP	USDC Western District of Oklahoma
Secure Computing Corporation	USDC Northern District of California
Superconductor Technologies, Inc.	USDC Central District of California
Unistar Financial Service Corp.	USDC Northern District of Texas
MDL PROCEEDINGS	
In re: Farmers Insurance Co.	USDC Western District of Oklahoma (MDL)
DEAL CASES (MERGERS)	
Complete Production Services	Chancery Court of the State of Delaware
Dollar Thrifty Automotive Group, Inc.	District Court of Tulsa County, Oklahoma
Easylink Services International Corp.	Superior Court of Gwinnett County, Georgia
Genon Energy, Inc.	Chancery Court of the State of Delaware
Lawson Software, Inc.	Chancery Court of the State of Delaware
Network Engines, Inc.	Chancery Court of the State of Delaware
Paetec Holding Corp. Shareholder Litig.	Chancery Court of the State of Delaware
Williams Pipeline Partners, L.P.	District Court of Tulsa County, Oklahoma
Xeta Technologies, Inc.	District Court of Tulsa County, Oklahoma
ERISA LITIGATION	
Winn-Dixie Stores	USDC Middle District of Florida
CONSUMER CLASS ACTIONS	
Samsung Electronics America, Inc.	District Court of Oklahoma County, Oklahoma

Exhibit B

Arthur L. Brasher v. Broadwind Energy, Inc., et al., Case No. 11-cv-00991

JAMES T. CROTTY & ASSOCIATES

ATTORNEY FEES

From Inception to May 28, 2013

NAME		HOURS	RATE	LODESTAR
James T. Crotty	(A)	69.00	\$350.00	\$24,150.00
TOTAL:		69.00		\$24,150.00

(A) Attorney

EXPENSES

From Inception to May 28, 2013

DISBURSEMENT	TOTAL
Filing Fees	\$ 100.00
TOTAL	\$ 100.00

Exhibit C

James T. Crotty
Attorney at Law
3S126 Park Blvd.
Glen Ellyn, IL 60137

Telephone
312-623-1599

E-Mail:
jamestcrotty@aol.com

Experience

Mr. Crotty concentrates his practice in the litigation of civil matters. He has represented parties in a wide variety of cases including business and commercial disputes, real estate disputes, violation of the Racketeer Influenced and Corrupt Organizations Act (RICO Act), disputes under the Employee Retirement Income Security Act (ERISA), shareholder derivative actions, arson and other fraudulent insurance claims, large property damage claims, personal injury and wrongful death cases. He has tried to verdict cases in various federal and state courts in Illinois, Indiana, Wisconsin, Michigan and Ohio. He has also acted as local counsel or liaison counsel in a number of shareholder derivative cases in both the federal and state courts.

Admitted to Bar

United States District Court for the Northern District of Illinois
Trial Bar - United States District Court for the Northern District of Illinois
Seventh Circuit Court of Appeals
United States Supreme Court
Supreme Court for the State of Illinois

Education

John Marshall Law School, Chicago, Illinois
Juris Doctor, 1973

University of Illinois, Champaign-Urbana, Illinois
B.S. - Management, 1963

EXHIBIT 1(E)