

**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.)	
_____)	

**JOINT STIPULATION REGARDING SCHEDULING AND
EXTENSION OF PAGE LIMITATIONS**

The parties to this action, by their undersigned counsel and subject to the approval of the Court, hereby stipulate as follows:

1. Plaintiffs Arthur Brasher, Jerry Pehlke, Jr., and Brian M. Grothues filed an Amended Class Action Complaint for Violation of the Federal Securities Laws in the above-captioned action on September 13, 2011 (the “Amended Complaint”). The Complaint is 126 pages long and contains 286 paragraphs alleging two causes of actions against Defendants.

2. The Amended Complaint names certain defendants who were named in the original complaint, including J. Cameron Drecoll, Stephanie K. Kushner, Matthew J. Gadow, Stephen E. Graham, and Kevin E. Johnson (collectively, the “Officer Defendants”) and Broadwind Energy, Inc. (“Broadwind”).

3. The Amended Complaint also names for the first time a number of new defendants, including Tontine Capital Partners, L.P., Tontine Capital Overseas Master Fund, L.P., Tontine Partners, L.P., Tontine Overseas Fund, Ltd., Tontine 25 Overseas Master Fund, L.P., and Jeffrey Gendell (collectively, the “Tontine Defendants”), as well as James M. Lindstrom, David P. Reiland, Charles H. Beynon, William T. Fejes, and Terence P. Fox

(collectively, the “Director Defendants”).

4. Defendants intend to file motions to dismiss the Complaint pursuant to Fed. R. Civ. P. 12(b)(6), which will challenge whether Plaintiffs have stated a claim for the substantive causes of action alleged against the respective Defendants in the Complaint. Currently, Broadwind, the Officer Defendants, and the Director Defendants intend to file one collective brief. The Tontine Defendants also intend to file one collective brief.

5. The Tontine Defendants waived service on September 19, 2011, and therefore must answer or otherwise plead on or before November 18, 2011. (Dkts. 42–47.) The Director Defendants waived service on September 21, 2011, and therefore must answer or otherwise plead by November 21, 2011. (Dkts. 48–52.)

6. The scheduling order previously entered by the Court on April 11, 2011 (Dkt. 19) provides for motions to dismiss to be filed 49 days after the filing of the Amended Complaint, which is November 1, 2011. This is several weeks before the dates by which the newly-named defendants must answer or otherwise plead.

7. The undersigned counsel, subject to the approval of the Court, agree and stipulate that the briefing scheduled previously entered on April 11, 2011 be modified as follows to provide for uniform dates for the filing of motions to dismiss, Plaintiffs’ response, and Defendants’ reply briefs:

- a. Defendants’ motions to dismiss and supporting memoranda shall be filed on or before November 18, 2011.
- b. Plaintiffs’ responses to Defendants’ motions to dismiss shall be filed within 49 days of the filing of Defendants’ motions to dismiss.
- c. Defendants’ reply briefs in support of their motions to dismiss shall be

filed within 28 days of the filing of Plaintiffs' responses.

8. Local Rule 7.1 provides that, unless otherwise permitted by this Court, all briefs in support of or in opposition to motions shall be limited to fifteen (15) pages.

9. Although the parties have agreed to keep their briefs in support of and in opposition to the motions to dismiss as concise as possible, they also agree that the Complaint and the anticipated motions to dismiss raise a number of issues that cannot be adequately and effectively addressed within the 15-page limitation of Local Rule 7.1, particularly when Defendants have agreed to file two briefs on behalf of seventeen (17) separately named Defendants. Accordingly, the parties agree that extending the page limitations would assist the Court in deciding the issues raised in the motions.

10. The undersigned counsel, subject to the approval of the Court, further agree and stipulate that the page limitation of Local Rule 7.1 is modified as follows:

- a. The memorandum in support of the collective motion to dismiss filed by the Tontine Defendants shall be no longer than twenty (20) pages.
- b. The memorandum in support of the collective motion to dismiss filed by Broadwind, the Officer Defendants, and the Director Defendants shall be no longer than forty-five (45) pages.
- c. Plaintiffs' opposition to the Tontine Defendants' motion to dismiss shall be no longer than twenty (20) pages, and Plaintiffs' opposition to Broadwind, the Officer Defendants, and the Director Defendants' motion to dismiss shall be no longer than forty-five (45) pages.
- d. The reply in support of the collective motion to dismiss filed by the Tontine Defendants shall be no longer than fifteen (15) pages.

- e. The reply in support of the collective motion to dismiss filed by Broadwind, the Officer Defendants, and the Director Defendants shall be no longer than twenty (20) pages.

Pursuant to the Court's Case Management Procedures, a copy of this Stipulation Regarding Scheduling and Extension of Page Limitations is being submitted to the Court via email.

Respectfully submitted,

Date: October 19, 2011

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Date: October 19, 2011

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Counsel for Plaintiffs

IT IS SO ORDERED.

Honorable James B. Zagel
United States District Court Judge

CERTIFICATE OF SERVICE

I, Meredith Jenkins Laval, one of Broadwind Energy, Inc.'s attorneys, hereby certify that on October 19, 2011, service of the foregoing Stipulation Regarding Scheduling and Extension of Page Limitations was accomplished pursuant to ECF as to Filing Users and in compliance with LR 5.5 as to any party who is not a Filing User or represented by a Filing User.

/s/ Meredith Jenkins Laval
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