

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

ARTHUR L. BRASHER, <i>et al.</i> ,)	
)	
Plaintiffs,)	Case No. 1:11-cv-00991
)	
vs.)	Honorable James B. Zagel
)	
BROADWIND ENERGY, INC., <i>et al.</i> ,)	
)	
Defendants.)	
)	

**DECLARATION IN SUPPORT OF PLAINTIFFS’
MOTION FOR CLASS CERTIFICATION**

I, William B. Federman, declare under penalty of perjury as follows:

1. I am an attorney duly admitted to the New York, Oklahoma, and Texas state bars. I am a member of the law firm of Federman & Sherwood, counsel for Lead Plaintiff Jerry Pehlke, Jr. (“Pehlke” or “Lead Plaintiff”) and Plaintiff Brian M. Grothues (“Grothues”) (collectively “Plaintiffs”) in the above-referenced action.

2. I submit this Declaration in support of Plaintiffs’ Motion for Class Certification.

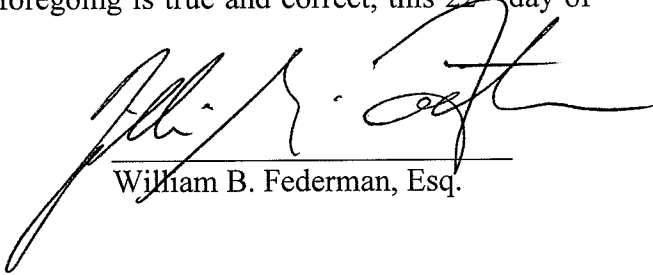
3. Attached hereto as Exhibit 2-A is a true and correct copy of the PSLRA certification form signed by Pehlke pursuant to §21D(a)(2)(A) of the Exchange Act.

4. Attached hereto as Exhibit 2-B is a true and correct copy of the PSLRA certification form signed by Grothues pursuant to §21D(a)(2)(A) of the Exchange Act.

5. Attached hereto as Exhibit 2-C is a copy of the firm resume of Federman & Sherwood.

6. Attached hereto as Exhibit 2-D is a copy of the firm resume of James T. Crotty & Associates.

I declare under penalty of perjury that the foregoing is true and correct, this 22nd day of
June, 2012.



William B. Federman, Esq.

**Plaintiffs Certification of Investment of
Broadwind Energy, Inc. [NASDAQ: BWEN]**

I, Jerry Pehlke Jr., hereby certify that the following is true and correct to the best of my knowledge, information and belief:

1. I have reviewed the Complaint in this action and authorize the filing of this Certification.
2. If chosen, I am willing to serve as a representative party on behalf of the class (the "Class") as defined in the Complaint, including providing testimony at deposition and trial (if necessary). I am willing to participate on an executive committee of shareholders.
3. Plaintiff's transaction in Broadwind Energy, Inc. [NASDAQ: BWEN] security that is the subject of this action is:

# SHARES PURCHASED	DATE PURCHASED	PRICE PER SHARE	CLASS OF STOCK (e.g. COMMON)	IF SOLD, # OF SHARES SOLD	DATE SOLD (if sold)	PER SHARE SOLD PRICE
112000	7/2/09	\$11.30	COMMON	112000	6/25/10	\$2.33

(continue on blank piece of paper, if necessary)

4. I did not purchase these securities at the direction of my counsel, or in order to participate in a lawsuit under the Securities Exchange Act of 1934.
5. During the three-year period preceding the date of the Certification, I have not sought to serve, nor have I served, as a representative to any party or on behalf of any class in any action arising under the Securities Exchange Act of 1934.
6. I will not accept any payment if chosen to serve as a representative party on behalf of the Class beyond my pro rata share of an award to the Class, or as otherwise ordered and approved by the Court.

Signed under penalty of perjury, this 4 day of March, 2011.

Jerry Pehlke Jr.
Signature

[Redacted Address]

JERRY PEHLKEJR.
Name (please print)

[Redacted City] [Redacted State] [Redacted Zip]

[Redacted Telephone Number]

[Redacted E-Mail Address]

Return to:
William B. Federman
FEDERMAN & SHERWOOD
10205 North Pennsylvania Avenue
Oklahoma City, OK 73120
(405) 235-1560/Fax (405) 239-2112
Email:
Website:

**Plaintiff's Certification of Investment or
Broadwind Energy, Inc. [NASDAQ: BWEN]**

I, Brian Grothues, hereby certify that the following is true and correct to the best of my knowledge, information and belief:

1. I have reviewed the Complaint in this action and authorize the filing of this Certification.

2. If chosen, I am willing to serve as a representative party on behalf of the class (the "Class") as defined in the Complaint, including providing testimony at deposition and trial (if necessary). I am willing to participate on an executive committee of shareholders.

3. Plaintiff's transaction in Broadwind Energy, Inc. [NASDAQ: BWEN] security that is the subject of this action is:

# SHARES PURCHASED	DATE PURCHASED	PRICE PER SHARE	CLASS OF STOCK (e.g. COMMON)	IF SOLD, # OF SHARES SOLD	DATE SOLD (if sold)	PER SHARE SOLD PRICE
44	6/3/09	9.12	COMMON	44	6/26/09 7/7/09	11.21/12.47
31	6/16/09	9.03	COMMON	31	7/9/09	10.87
32	6/19/09	8.19	COMMON	32	9/1/09	7.69
35	6/23/09	7.29	COMMON	35	9/1/09	7.69
120	10/1/09	7.56				

(continue on blank piece of paper, if necessary)

4. I did not purchase these securities at the direction of my counsel, or in order to participate in a lawsuit under the Securities Exchange Act of 1934.

5. During the three-year period preceding the date of the Certification, I have not sought to serve, nor have I served, as a representative to any party or on behalf of any class in any action arising under the Securities Exchange Act of 1934.

6. I will not accept any payment if chosen to serve as a representative party on behalf of the Class beyond my pro rata share of an award to the Class, or as otherwise ordered and approved by the Court.

Signed under penalty of perjury, this 15 day of February, 2011.



Signature

Brian Milton Grothues

Name (please print)

Return to:
William B. Federman
FEDERMAN & SHERWOOD
10205 North Pennsylvania Avenue
Oklahoma City, OK 73120
(405) 235-1560/Fax (405) 239-2112
Email: wbf@federmanlaw.com
Website: www.federmanlaw.com

EXHIBIT 2-B

# SHARES PURCHASED	DATE PURCHASED	PRICE PER SHARE	CLASS OF STOCK (e.g. COMMON)	IF SOLD, # OF SHARES SOLD	DATE SOLD (if sold)	PER SHARE SOLD PRICE
125	10/2/09	7.18	COMMON	120	12/2/09	7.60
117	10/22/09	6.80	COMMON	125	12/7/09	8.00
115	10/27/09	6.10	COMMON	59	12/21/09	9.00
140	11/2/09	5.30	COMMON	58	12/29/09	8.34
			COMMON	115	1/6/10	7.06

# SHARES PURCHASED	DATE PURCHASED	PRICE PER SHARE	CLASS OF STOCK (e.g. COMMON)	IF SOLD, # OF SHARES SOLD	DATE SOLD (if sold)	PER SHARE SOLD PRICE
			COMMON	140	1/7/10	7.06



My statements do not indicate from which tax lot shares were sold, however stock purchased amounts match stocks sold for all transactions above

# SHARES PURCHASED	DATE PURCHASED	PRICE PER SHARE	CLASS OF STOCK (e.g. COMMON)	IF SOLD, # OF SHARES SOLD	DATE SOLD (if sold)	PER SHARE SOLD PRICE
250	1/19/10	5.85				
164	2/22/10	4.95				
178	3/12/10	4.49				
200	4/27/10	4.00				
190	5/10/10	3.15				

# SHARES PURCHASED	DATE PURCHASED	PRICE PER SHARE	CLASS OF STOCK (e.g. COMMON)	IF SOLD, # OF SHARES SOLD	DATE SOLD (if sold)	PER SHARE SOLD PRICE
217	5/28/10	2.20				

# SHARES PURCHASED	DATE PURCHASED	PRICE PER SHARE	CLASS OF STOCK (e.g. COMMON)	IF SOLD, # OF SHARES SOLD	DATE SOLD (if sold)	PER SHARE SOLD PRICE

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.

FEDERMAN & SHERWOOD

Page 2

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.

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.

FEDERMAN & SHERWOOD

Page 3

Member: Oklahoma Bar Association. Publication: *An Inter- and Intra-Species Variation in Colletotrichum and Mechanisms Which Affect Population Structure, In Collectotrichum: 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 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.

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.

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

FEDERMAN & SHERWOOD

Page 4

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.

JENNY M. JOHNSTON. Ms. Johnston joined Federman & Sherwood to provide additional class action litigation support. After completion of her Bachelor of Arts degree from the University of Central Oklahoma, Ms. Johnston worked in advertising over ten years, where she handled both local and national accounts.

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