

UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF NEW YORK

DAVIS, *et al.*, individually and on behalf of all
others similarly situated,
Plaintiffs,

- vs -

EASTMAN KODAK COMPANY,
Defendant.

Civil Action No. 6:04-CV-06098-CJS(F)

**ORDER PRELIMINARILY APPROVING
THE PARTIES' SETTLEMENT
AGREEMENT**

ALSTON, *et al.*, individually and on behalf of
all others similarly situated,
Plaintiffs,

- vs -

EASTMAN KODAK COMPANY,
Defendant.

Civil Action No. 07-CV-6512

**ORDER PRELIMINARILY APPROVING
THE PARTIES' SETTLEMENT
AGREEMENT**

AND NOW, this 4th day of June, 2009, upon consideration of Plaintiffs' Motion for Preliminary Approval of the Settlement Agreement, pursuant to Rule 23 of the Federal Rules of Civil Procedure, and the Court's review of the proposed Settlement Agreement and exhibits thereto, and the Court having held a preliminary fairness hearing on May 19, 2009 and considered the arguments of counsel and the merits of the settlement; IT IS HEREBY ORDERED AS FOLLOWS:

1. The Court preliminarily approves the Settlement Agreement as being sufficiently fair, reasonable and adequate, subject to the right of any Class Member to challenge the fairness, reasonableness or adequacy of the Settlement Agreement and to show cause, if any exists, why a final judgment dismissing this case and all released claims and awarding attorneys' fees and expenses to Class Counsel, should not be entered following a Final Fairness Hearing.

2. Pursuant to the Settlement Agreement, the Class is preliminarily certified under Rule 23(b)(3) of the Federal Rules of Civil Procedure as follows:

all African-American individuals employed by Kodak in the United States for at least one day between January 1, 1999 and May 18, 2006, excluding interns/co-ops, individuals who were officers or executives, and individuals who previously entered into individual releases (other than or in addition to TAP or ADR releases) as part of individual settlement agreements with Kodak (the "Class").

3. Pursuant to Rule 23(g) of the Federal Rules of Civil Procedure, the Court appoints as Class Counsel, Shanon J. Carson of Berger & Montague, P.C. and Bruce E. Gerstein and Jan Bartelli of Garwin Gerstein & Fisher, LLP.

4. Class Counsel shall file their motion in support of an award of attorneys' fees and expenses by August 11, 2009.

5. Class Counsel shall file papers in support of Final Approval of the Settlement Agreement by August 20, 2009.

6. A Final Fairness Hearing shall take place on September 15, 2009 at 10:00 a/m., before the Honorable Jonathan W. Feldman, United States Magistrate Judge, United States Courthouse, 100 State Street, Rochester, New York 14614, to determine: (a) whether the proposed settlement of this action on the terms and conditions provided for in the Settlement Agreement is fair, reasonable, and adequate, and should be approved by the Court pursuant to Rule 23(e) of the Federal Rules of Civil Procedure; (b) whether the judgment as provided in the Settlement Agreement should be entered; and (c) whether the Court should grant final approval with respect to the awarding of attorneys' fees and expenses to Class Counsel.

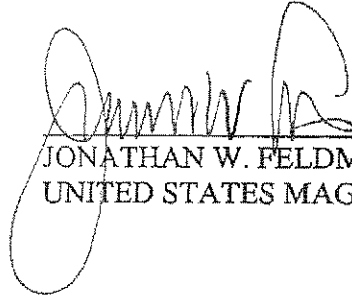
7. The Court approves, as to form and manner of notice, the Notice of Class Action Settlement (the "Notice"), attached as Exhibit C to the Settlement Agreement. The Parties are

directed to mail the Notice to the Class pursuant to the Settlement Agreement following the entry of this Order.

8. Heffler, Radetich & Saitta LLP is hereby appointed to be the Claims Administrator and shall perform the duties set forth in the Settlement Agreement.

9. As of the date hereof, all discovery and other proceedings in this case are stayed until further order of this Court, except as may be necessary to implement the Settlement Agreement.

IT IS SO ORDERED, this 4th day of JUNE, 2009.



JONATHAN W. FELDMAN
UNITED STATES MAGISTRATE JUDGE