

1 FRANCIS O. SCARPULLA (41059)  
CRAIG C. CORBITT (83251)  
2 CHRISTOPHER T. MICHELETTI (136446)  
JANE YI (257893)  
3 ZELLE HOFMANN VOELBEL & MASON LLP  
44 Montgomery Street, Suite 3400  
4 San Francisco, CA 94104  
Telephone: (415) 693-0700  
5 Facsimile: (415) 693-0770  
fscarpulla@zelle.com  
6 ccorbitt@zelle.com

7 *Lead and Liaison Counsel for*  
*Indirect Purchaser Class*

8  
9 **UNITED STATES DISTRICT COURT**  
10 **NORTHERN DISTRICT OF CALIFORNIA**  
11 **OAKLAND DIVISION**

12 IN RE STATIC RANDOM ACCESS  
MEMORY (SRAM) ANTITRUST  
13 LITIGATION

Case No. M:07-CV-01819-CW  
MDL No. 1819

14 **[PROPOSED] ORDER GRANTING**  
**PRELIMINARY APPROVAL OF**  
15 **DISTRIBUTION PLAN AND NOTICE**  
**PLAN AND SETTING FAIRNESS**  
16 **HEARING**

17 This Document Relates to:

18 ALL INDIRECT PURCHASER ACTIONS

Hearing Date: July 7, 2011\*  
Time: 2:00 p.m.  
Courtroom: 2, 4<sup>th</sup> Floor  
Judge: Hon. Claudia Wilken

\*Pursuant to stipulation, the parties request an  
earlier hearing date

21  
22 The Court previously granted preliminary approval of the Settlement Agreement entered  
23 into between Indirect Purchaser Plaintiffs, on behalf of themselves and the Settlement Class, with  
24 Samsung Electronics Co., Ltd., Samsung Semiconductor, Inc., and Samsung Electronics America,  
25 Inc. (collectively "Samsung") (hereinafter the "Samsung Settlement"). *See* Order Granting  
26 Preliminary Approval of Settlement With Samsung, dated Feb. 11, 2011 (DE 1324).

27 The Court also previously granted preliminary approval of the Settlement Agreement  
28 entered into between Indirect Purchaser Plaintiffs, on behalf of themselves and the Settlement

1 Class, with Cypress Semiconductor Corporation (“Cypress”) (hereinafter the “Cypress  
2 Settlement”). *See* Order Granting Preliminary Approval of Settlement With Cypress, dated March  
3 11, 2011 (DE 1329).

4 The Court, having reviewed and considered Indirect Purchaser Plaintiffs papers submitted  
5 in support of the proposed Plan of Distribution attached hereto as Exhibit 1, the Claim Form  
6 attached hereto as Exhibit 2, and the list of proposed Cy Pres Candidates attached hereto as Exhibit  
7 3, and having reviewed IP Plaintiffs’ proposed Notice Plan detailed in the Declaration of Dennis  
8 Gilardi Re Dissemination of Notice to Class Members, including the proposed forms of summary  
9 notice and long form notice attached hereto as Exhibits 4 and 5, respectively, and having  
10 considered the arguments of counsel presented at the hearing on this matter, hereby **ORDERS** that:

11 1. For purposes of this Order, except as otherwise set forth herein, the Court adopts  
12 and incorporates the definitions contained in the Samsung and Cypress Settlements;

13 2. For settlement purposes only and pursuant to Federal Rule of Civil Procedure 23,  
14 the Court previously provisionally certified the following settlement class in connection with  
15 Preliminary Approval of the Samsung Settlement and Cypress Settlement (the “Settlement Class”):

16 All persons and entities residing in the United States who, from  
17 November 1, 1996 through December 31, 2006 (the “Class Period”),  
18 purchased SRAM (as defined in paragraph 2) in the United States  
19 indirectly from the Defendants. The class excludes the following  
20 persons and entities: the Defendants; the officers, directors or  
21 employees of any Defendant; any entity in which any of the  
22 Defendants has a controlling interest; any affiliate, legal  
23 representative, heir or assign of any Defendant; any federal, state or  
24 local governmental entities; and any judicial officer presiding over  
25 the Action and the members of her immediate family and judicial  
26 staff.<sup>1</sup>

27 3. The Court reiterates its prior provisional finding that the prerequisites to a class  
28 action under Federal Rule of Civil Procedure 23 are satisfied for settlement purposes in that:

29 (a) there are thousands of class members and therefore joinder of all members is  
30 impracticable;

31 \_\_\_\_\_  
32 <sup>1</sup> Paragraph 2 of the Settlement Agreement defines SRAM as “all types of static random access  
33 memory (including pseudo static random access memory known as “PSRAM”), whether or not  
34 packaged, and any parts and modules thereof.”

1 (b) there are questions of law or fact common to the class which predominate over  
2 individual issues;

3 (c) the claims or defenses of the class plaintiffs are typical of the claims or defenses of  
4 the class; and

5 (d) the class plaintiffs will fairly and adequately protect the interests of the class, and  
6 have retained counsel experienced in complex antitrust class action litigation who have and will  
7 continue to adequately represent the class.

8 4. The Court finds that the Plan of Distribution proposed by IP Plaintiffs in Exhibits 1,  
9 2 and 3 (the "Distribution Plan") falls within the range of possible approval to justify publication  
10 of notice of the Distribution Plan to Settlement Class members and scheduling of final approval  
11 proceedings.

12 5. The Court hereby preliminarily approves the Plan, subject to a hearing on the final  
13 approval of thereof (the "Fairness Hearing").

14 6. The Court will hold the Fairness Hearing pursuant to Federal Rule of Civil  
15 Procedure 23(e) on \_\_\_\_\_, 2011. The Fairness Hearing will be held to determine the  
16 following:

17 (a) Whether the proposed Samsung and Cypress Settlements are fair, adequate and  
18 reasonable and should be granted final approval by the Court pursuant to Federal Rule of Civil  
19 Procedure 23(e);

20 (b) Whether final judgment should be entered dismissing the claims of the Settlement  
21 Class against Samsung and Cypress with prejudice as required by the Settlements;

22 (c) Whether the proposed Distribution Plan is fair, adequate and reasonable and should  
23 be granted final approval by the Court pursuant to Federal Rule of Civil Procedure 23(e); and

24 (d) Such other matters as the Court may deem appropriate, including any request by  
25 Class Counsel for attorneys' fees, reimbursement of costs and expenses, and incentive payments  
26 for the court-appointed class representatives.

27 7. Gilardi & Co. shall serve as Settlement Administrator and its sister company,  
28 Larkspur Design Group shall implement the notice plan.

1           8.       The Court, having provisionally certified the Settlement Class, directs that notice be  
2 issued to all members of the Settlement Class informing them of the Settlements, the Distribution  
3 Plan and Fairness Hearing.

4           9.       The Settlement Class consists of individuals and entities that indirectly purchased  
5 SRAM from Defendants during the relevant time period. The Defendants have previously  
6 indicated that they do not possess lists of the members of class. There does not exist through  
7 reasonable efforts any comprehensive list of individual class members that would enable mailed  
8 notice directly to each class member. Therefore the Court finds that notice by publication is the  
9 most appropriate manner to provide notice to the class. Nevertheless, mailed notice shall also be  
10 made to the potential indirect purchasers of SRAM identified by Plaintiffs and their Settlement  
11 Administrator in their preliminary approval papers (hereinafter the "Direct Mail Recipients").  
12 Plaintiffs have submitted a proposed notice plan outlined in the Declaration of Dennis Gilardi Re  
13 Dissemination of Notice to Class Members (the "Notice Plan"), and are authorized to utilize up to  
14 \$1,208,090 of the Settlement Fund to administer and disseminate class notice pursuant to the  
15 Notice Plan to the Settlement Class.

16           10.      By \_\_\_\_\_, **2011**, a Long Form Notice substantially in the form attached  
17 hereto as Exhibit 5 shall be sent by the Settlement Administrator via first class U.S. mail, postage  
18 prepaid, to the Direct Mail Recipients, and shall be made available on a website entitled  
19 www.indirectsramcase.com. The Long Form Notice shall also be sent to all class members who  
20 request written notice.

21           11.      By \_\_\_\_\_, **2011**, Plaintiffs shall commence the published notice program.  
22 By \_\_\_\_\_, **2011**, Plaintiffs shall publish a Summary Notice substantially in the form  
23 attached hereto as Exhibit 4 in national newspapers and journals, and on the internet, pursuant to  
24 the Notice Plan. In addition, Plaintiffs shall provide notice on the above-described website and on  
25 the website of class counsel.

26           12.      The Court finds that this manner of giving notice fully satisfies the requirements of  
27 Federal Rule of Civil Procedure 23 and due process, constitutes the best notice practicable under  
28 the circumstances, and shall constitute due and sufficient notice to all persons entitled thereto.

1 13. Plaintiffs' Counsel shall file, not later than \_\_\_\_\_, **2011**, proof of  
2 compliance with paragraphs 10 and 11 of this Order.

3 14. Each class member shall have the right to be excluded from the Settlement Class by  
4 mailing a request for exclusion to the Settlement Administrator not later than \_\_\_\_\_, **2011**.  
5 Requests for exclusion must be postmarked on or before \_\_\_\_\_, **2011**, in writing and set  
6 forth the name and address of the person or entity who wishes to be excluded, as well as all trade  
7 names or business names and addresses used by such person or entity, and must be signed by the  
8 class member seeking exclusion. By \_\_\_\_\_, **2011**, Plaintiffs' Counsel shall file with the  
9 Court a list of all persons who have timely requested exclusion from any of the classes.

10 15. Any class member who does not properly and timely request exclusion from the  
11 Settlement Class shall, upon final approval of the Settlements, be bound by all terms and  
12 provisions of the Settlements so approved, including but not limited to the releases, waivers, and  
13 covenants described in the Settlements, whether or not such person or entity objected to the  
14 Settlements and whether or not such person or entity made a claim upon the settlement funds.

15 16. As provided by the Notice, each class member who does not timely exclude itself  
16 from the Settlement Class shall have the right to object to the Settlements, Distribution Plan or any  
17 request for attorneys fees, cost reimbursement or incentive payments, by filing written objections  
18 with the Court not later than \_\_\_\_\_, **2011**, copies of which shall be served on all counsel  
19 listed in the Class Notice. Failure to timely file and serve written objections will preclude a class  
20 member from objecting at the Fairness Hearing. Any person or entity submitting any objections  
21 shall submit proof of membership in the Settlement Class

22 17. All briefs, memoranda, and supporting papers in support of final approval of the  
23 Settlements and/or the Distribution Plan shall be filed not later than \_\_\_\_\_, **2011**. Any  
24 briefs, memoranda, and other papers responding to objections, if any, to the request for attorneys'  
25 fees, cost reimbursement or incentive payments shall be filed on that date as well. Finally, any  
26 Reseller member of the Settlement Class shall submit a claim for payment from the Settlement  
27 Fund by no later than \_\_\_\_\_, **2011**. Any Reseller claim submission must be postmarked on  
28 or before this date to be considered.

1           18.     All further class proceedings as to the Settling Defendants remain stayed except for  
2 any actions required to effectuate the Settlements.

3           19.     The Court retains exclusive jurisdiction over this action to consider all further  
4 matters arising out of or connected with the Settlements.

5  
6  
7           **IT IS SO ORDERED.**

8  
9 Dated \_\_\_\_\_, 2011

\_\_\_\_\_  
Honorable Claudia Wilken  
United States District Court  
Northern District of California  
Oakland Division

10  
11  
12 3224602v1  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26  
27  
28

# EXHIBIT 1

**EXHIBIT 1**

**In Re Static Random Access Memory (SRAM) Antitrust Litigation**

**Case No. 4:07-md-1819 CW; MDL No. 1819**

**INDIRECT PURCHASER PLAINTIFFS' PLAN OF DISTRIBUTION**

The total Settlement Fund from all settlements is \$41,322,000. The Settlement Class includes all persons and entities residing in the United States who, from November 1, 1996 through December 31, 2006 (the "Class Period"), purchased SRAM (as defined below) in the United States indirectly from the Defendants. The foregoing Settlement Class includes indirect purchasers of SRAM that purchased and resold Defendants'<sup>1</sup> SRAM ("Resellers"), as well as indirect purchasers of Defendants' SRAM that purchased it for their own use and not for resale ("End Users"). The Net Settlement Fund (*i.e.*, the Settlement Fund minus court-approved costs, attorneys' fees and incentive awards), will be distributed as follows: (1) 36.7% of the Net Settlement Fund will be distributed to qualified Resellers through a Court-approved claims process; and (2) 63.3% of the Net Settlement Fund will be distributed via a Court-approved *cy pres* plan to non-profit charities for the benefit of End Users.

**II. RESELLER DISTRIBUTION PLAN AND CLAIMS PROCESS**

**A. Overview**

Resellers may make claims against the Settlement Fund based on their indirect purchases of Defendants' SRAM. SRAM includes all types of static random access memory (including pseudo static memory known as "PSRAM"), whether or not packaged, and any parts or modules thereof. The Defendants are Samsung, Cypress, Micron, Hynix, Renesas, Hitachi, Mitsubishi, Etron, Toshiba and NEC. Resellers may make a "Simplified Claim" or a "Detailed Claim". These two types of claims are described below.

Reseller claimants will be required to execute an sworn statement stating that the Reseller purchased the products described in the claim form; that the Reseller is informed and believes such products contained Defendants' SRAM; that the Reseller purchased the products with the intent to resell them; that to the best of the Reseller's knowledge, information and belief such products were resold; and, that none of the products described in the claim form were purchased by the Reseller for its own use and not for resale. Resellers submitting claims for amounts in

---

<sup>1</sup> The Defendants are Samsung Electronics Co., Ltd., Samsung Electronics America, Inc. and Samsung Semiconductor, Inc. (collectively "Samsung"); Cypress Semiconductor Corporation ("Cypress"); Micron Technology, Inc. and Micron Semiconductor Products, Inc. (collectively "Micron"); Hynix Semiconductor Inc. and Hynix Semiconductor America Inc. (collectively "Hynix"); Renesas Technology Corp., Renesas Technology America, Inc. (collectively "Renesas"), Hitachi Ltd., Hitachi Semiconductor (America), Inc. (collectively "Hitachi"); and Mitsubishi Electric Corporation, and Mitsubishi Electric & Electronics USA, Inc. (collectively "Mitsubishi") (together "Renesas-Hitachi-Mitsubishi"); Etron Technology, Inc. and Etron Technology America, Inc. (collectively "Etron"); Toshiba Corporation and Toshiba America Electronic Components, Inc. (collectively "Toshiba"); and NEC Electronics Corporation and NEC Electronics America, Inc. (collectively "NEC").

excess of \$1,000 (*i.e.*, a Detailed Claim) are required to submit documentation and other detailed information supporting their claim.

Only Resellers that made purchases of Defendants' SRAM in states that obtained class certification in this action in November 2010 (the "Certified States") will be eligible to receive payments. The Certified States are Arizona, Arkansas, California, Florida, Hawaii, Iowa, Kansas, Maine, Massachusetts, Michigan, Minnesota, Montana, Nevada, New Mexico, New York, North Carolina, North Dakota, Pennsylvania, Rhode Island, South Dakota, Tennessee, Utah, Washington, West Virginia, Wisconsin, Puerto Rico and the District of Columbia. A Reseller that has its principal place of business in or is incorporated in a Certified State shall be deemed to have made its purchases of SRAM in that state. A Reseller that made its purchases in a non-certified state is not entitled to a payment from the Net Settlement Fund, but will receive benefits through the *cy pres* distributions to national non-profits in recognition of their released claims.

If Reseller claims exceed the total amount of the net Settlement Fund allocated to the Resellers, allowed claims will be paid on a pro-rata basis. However, no claim which would result in an aggregate payment of less than \$25.00 to any one Reseller claimant will be distributed, and if pro-rata reduction of a claim amount decreases the claim to less than \$25.00, it will not be paid.

Any residue following reasonable efforts to distribute the Reseller portion of the settlement proceeds shall be included in the End User *cy pres* (charitable) distribution. Such distribution will benefit Resellers in their capacities as End Users of SRAM-containing products (such as desktops, routers, switches, etc.) and will benefit Resellers through encouraging purchases of products and services they sell.

**B. Simplified Claim**

For Resellers that purchased smaller quantities of Defendants' SRAM such that their claim is less than or equal to \$1,000, or who otherwise desire to make a Simplified Claim and limit their claim to an amount less than or equal to \$1,000, a simplified claim form will be used that requires only filling in amounts of relevant purchases of SRAM or SRAM-containing products and a signature under oath that states that the Reseller purchased Defendants' SRAM indirectly. As set out below, these claims will utilize a simple, formulaic calculation applicable to SRAM product purchases and/or to purchases of the following SRAM containing products: desktops, servers, routers, switches, modems, smartphones and PDAs.

1. Formula A

- For Resellers that are able to specifically identify indirect purchases of SRAM from Defendants and the cost of that SRAM, payments will be calculated as follows: Apply SRAM Overcharge Calculation to Dollar value of Defendant SRAM purchases and multiply by Allocation Percentage.
- The "SRAM Overcharge Calculation" uses the weighted average of the alleged direct overcharge amounts for fast SRAM, slow SRAM and PSRAM that were calculated

by Indirect Purchaser (“IP”) Plaintiffs’ expert in the litigation, *i.e.*, 39.5%. Note that the alleged direct overcharge amounts prepared by the IP Plaintiffs’ experts were estimated overcharges on “but for” pricing and thus the overcharge calculation must be adjusted to account for the fact that claims are being made utilizing “actual”, not “but for” purchase prices.

- The “Allocation Percentage” is the negotiated percentage of 36.7%.
- Example: Assume \$5,000 worth of Defendants’ SRAM purchased. Claim amount is  $(\$5,000 - 5000/1.395) = \$1,416$  (SRAM Overcharge Calculation)  $\times .367$  (Allocation Percentage) = **\$519.67**. If a pro-rata distribution is required due to the amount of allowed claims exceeding the total available funds, this amount will be smaller; and if such pro-rata distribution reduces a claim to less than \$25, no payment will be made to the Reseller claimant.

## 2. Formula B

- For Resellers that are not able to specifically identify indirect purchases of SRAM from Defendants and the cost of that SRAM, but are able to identify purchases of certain products containing Defendants’ SRAM, payments will be calculated as follows: Units Purchased  $\times$  Percentage Products Containing SRAM  $\times$  Defendants’ Market Share  $\times$  Estimated Cost of SRAM = Estimated Purchases of Defendants’ SRAM. Formula A above is then applied to the Estimated Purchases of Defendants’ SRAM to determine the Claim Amount.
  - The “Units Purchased” is the number of each type of product purchased (*e.g.*, 1000 routers).
  - The “Percentage Products Containing SRAM” is the estimated percentage of the product type (*e.g.*, all routers sold in the U.S.) that contains SRAM. This estimate is derived from averaging the percentages applicable to each product type as used by IP Plaintiffs’ experts to calculate damages in the IP litigation. It is used in the calculation to eliminate from the claim the percentage of the Reseller’s product type purchases that did not contain any SRAM.
  - “Defendants’ Market Share” is the estimated percentage of Defendants’ Market Share of all SRAM sales during 1998 to 2005. This estimate is derived from weighted averages of the market share numbers used by IP Plaintiffs’ experts to calculate damages in the IP litigation. It is used in the calculation to eliminate from the claim the percentage of the Reseller’s product type purchases that did not contain Defendants’ SRAM.
  - The “Estimated Cost of SRAM” is the estimated cost of SRAM in the relevant product type (*e.g.*, estimated cost of SRAM in a router). This estimate is derived from averaging SRAM cost estimates for product types used by IP Plaintiffs’ experts to calculate damages in the IP litigation. It is used in the calculation to estimate total dollar value of Defendants’ SRAM purchased in the product type purchases.

- Example: Assume Reseller bought 1000 routers. The estimated dollar value of Defendants' SRAM actually purchased is calculated as follows:  $1000 \times 82\%$  (average percentage of all routers sold in the U.S. that contain SRAM)  $\times 69.2\%$  (Defendants' weighted average total SRAM market share 98-05)  $\times \$12.04$  (average SRAM cost in routers) = \$6,831.98. Claim amount is  $(\$6,832 - (6,832/1.395)) = \$1,935$  (SRAM overcharge)  $\times .367$  (Allocation Percentage) = **\$710.14**. If a pro-rata distribution is required due to the number of claims, this amount will be smaller; and if such pro-rata distribution reduces a claim to less than \$25, no payment will be made to the Reseller claimant.

### C. Detailed Claim

For Resellers that want to make claims for payments that exceed \$1,000, Formula A above may be used, but the Reseller will be required to produce invoices, business records or other documentary support clearly establishing its purchases of Defendants' SRAM and the dollar value of Defendants' SRAM, and attest to such purchases of Defendants' SRAM under oath.

Such support may include, for example, invoices or other records showing purchases of specific components or specific end-products (*e.g.*, model numbers) that are shown through one or more additional records (*e.g.*, specification sheets, Bill of Materials or other evidence) to contain Defendants' SRAM.

If the Reseller presents sufficient proof that a product purchased contained Defendants' SRAM, it may opt to use either the actual cost of the SRAM in the product (if it can be established) and Formula A, or for the specific products above (desktops, servers, routers, switches, modems, smartphones or PDAs), it may use the applicable SRAM cost estimates as an alternate and Formula B. Thus, if the Reseller can definitively show that Defendants' SRAM was used in the product, it need only tally the units purchased and multiply that number by the percentage of units that contain SRAM, the Defendants' market share, and the relevant SRAM cost number utilized above, to obtain the estimated actual purchases of Defendants' SRAM, and Formula A is then followed to determine the Claim Amount. All invoices or other business records showing all specific product purchases shall be submitted with the claim form to the Claims Administrator.

- Formula A Example: Assume Reseller establishes that it purchased \$500,000 worth of Defendants' SRAM. Claim amount is  $(\$500,000 - 500,000/1.395) = \$141,577$  (SRAM Overcharge)  $\times .367$  (Allocation Percentage) = **\$51,958.76**.
- Formula B Example: Assume Reseller submits proof that it purchased 50,000 routers that contained Defendants' SRAM. The estimated dollar value of Defendants' SRAM actually purchased is calculated as follows:  $50,000 \times 82\%$  (average percentage of all routers sold in the U.S. that contain SRAM)  $\times 69.2\%$  (Defendants' weighted average total SRAM market share 98-06)  $\times \$12.04$  (average SRAM cost in routers) = \$341,598.88. Claim amount is  $(\$341,599 - (341,599/1.395)) = \$96,725$  (SRAM overcharge)  $\times .367$  (Allocation Percentage) = **\$35,498.07**.

**D. Procedure for Review of Denied Claims**

All claims submitted will be decided by the Settlement Administrator and will be subject to review by Class Counsel and Reseller Counsel (collectively "Claim Review Counsel") to determine if there is any reason to believe that an accepted claim is fraudulent or otherwise invalid or does not contain the proper documentation. If a claim submitted by a Reseller claimant is rejected or otherwise denied, and the Reseller claimant disputes the denial within 21 days of the Settlement Administrator mailing the rejection or denial, Claim Review Counsel will meet and confer with the Reseller claimant in an effort to resolve the dispute. To the extent they are unable to resolve any dispute by meeting and conferring, the rejected claim will be submitted to a Special Master, whose determination shall be final and binding. The Special Master is hereby designated as the Honorable Alfred Chiantelli (Ret.) of ADR Services, Inc. If the designated Special Master is unable or unwilling to serve in this capacity in the future for any reason, Claim Review Counsel and the Reseller claimant shall jointly agree upon a replacement Special Master. The costs associated with the use of the Special Master in this regard shall be borne equally by the Reseller Claimant and the Settlement Fund.

**III. END USER DISTRIBUTION PLAN**

**A. Overview**

The End User portion of the Settlement Class likely comprises many thousands, if not millions, of class members. Because of the size of the class compared to the amount of funds available to the End Users, and due to the high cost of processing claims and making direct cash payments to many thousands or millions of potential claimants relative to the average likely award to those claimants, all funds allocated to the End User members of the Settlement Class will be distributed *cy pres* to Court-approved non-profit, charitable organizations that serve the needy and/or to selected charitable institutions capable of providing the *cy pres* funds to the needy. See [Proposed] Order Granting Preliminary Approval of Distribution Plan and Notice Plan and Setting Fairness Hearing, Exhibit 3 thereto (List of Proposed *Cy Pres* Candidates). The proposed recipients also include non-profit, charitable organizations that serve groups that are, as nearly practicable, representative of the End Users in the Settlement Class, as well as other court-approved non-profit, charitable organizations. See *id.* Direct payments will not be made to End Users under this portion of the Plan of Distribution.

**B. *Cy Pres* Distribution to Non-Profits that are National in Scope**

To provide benefits to End User members of the Settlement Class in states that are not Certified States (defined above), approximately 25 percent of the End User allocated portion will be distributed to non-profit, charitable organizations that provide benefits throughout the United States. These *cy pres* distributions will therefore benefit End Users throughout the 50 states, including the Certified States. Proposed national *cy pres* candidates are set out in the List of Proposed *Cy Pres* Candidates.

**C. State-Specific *Cy Pres* Distributions**

To provide additional benefits to End Users in the Certified States, approximately 75 percent of the End-User portion of the Net Settlement Fund will be divided among the Certified States and distributed to non-profit, charitable organizations within those states. For purposes of dividing the funds among the non-profits in the Certified States, pro-rata distribution based on the population of the state will be used as a guideline. Proposed state-specific *cy pres* candidates are set out in the List of Proposed *Cy Pres* Candidates.

**IV. TIMING OF DISTRIBUTIONS**

Distributions of allowed claims to Resellers and *cy pres* distributions shall be made as soon as is reasonably practicable after all settlement agreements have become “final” (as defined therein). Class Counsel and the Settlement Administrator shall take reasonable steps to make the distribution process more efficient in order to reduce expenses.

With regard to the *cy pres* distributions, as soon as is practicable after the Net Settlement Fund is determined and the Reseller claim distributions are made, and the unused portion of the Reseller-allocated portion of the Net Settlement Fund is determined (if any), Plaintiffs shall submit to the Court for approval specific proposed distributions to the national and state-specific *cy pres* candidates in the List of Proposed *Cy Pres* Candidates, and such other candidates as the Court may request or require. Said payments shall be made as soon as is practicable after Court approval of the proposed distributions is obtained.

# EXHIBIT 2

**RESELLER CLAIM FORM  
GENERAL INSTRUCTIONS**

To recover as an Indirect Purchaser ("IP") Reseller member of the Settlement Class based on your claims in the actions entitled *In re Static Random Access Memory (SRAM) Antitrust Litigation*, Case No. 4:07-md-1819 CW, MDL No. 1819 (the "SRAM IP Actions"), you must complete and sign this Reseller Claim Form. If you fail to submit a properly addressed Reseller Claim Form, your claim may be rejected and you may be precluded from any receiving any payment in connection with the proposed settlements in the *SRAM IP Actions*

If, You are a person residing in, or an entity with a principal place of business or incorporated in, one or more of the Certified States;

- 1) you indirectly purchased Defendants' SRAM during the Class Period for resale and not for your own use; and,
- 2) you wish to file a claim for payment as a Reseller member of the Settlement Class:

**You must complete and sign this form and mail it to the Claims Administrator postmarked no later than \_\_\_\_\_, 2011.**

If you are NOT a Reseller member of the Settlement Class entitled to recover as provided in the Notice of Settlement, DO NOT submit this form.

Part I: Reseller Claimant Identification

Use Part I of the form entitled "Reseller Claim Form" to identify the Reseller claimant that purchased SRAM on whose behalf this claim is being filed. This claim must be filed by the actual purchaser or purchasers, or the legal representative of such purchaser or purchasers, of the SRAM or products containing SRAM claimed.

Part II: Simplified Claim vs. Detailed Claim

**SIMPLIFIED CLAIM** (claims for \$1000 or less). If you purchased smaller quantities of SRAM such that your claim is less than or equal to \$1000, or if you otherwise desire to limit your claim to an amount less than or equal to \$1000, you are required to complete and submit the Simplified Claim Worksheet below. This worksheet is simplified because it requires only filling in amounts of relevant purchases of SRAM or of specified SRAM-containing products (*i.e.*, desktops, servers, routers, switches, modems, smartphones and/or personal digital assistants ("PDAs")) and a signature under oath that states that you indirectly purchased Defendants' SRAM.

**DETAILED CLAIM** (claims for more than \$1000). If you want to make a claim for a payment that exceeds \$1000, you are required to complete and submit the Detailed Claim Worksheet below and produce invoices, business records or other documentary support clearly establishing that you purchased Defendants' SRAM and the dollar value of the Defendants' SRAM that you purchased, and to attest to such purchases of Defendants' SRAM under oath. Such support may include, for example, invoices or other records showing purchases of specific components or specific end-products (*e.g.*, model numbers) that are shown through one or more additional records (*e.g.*, specification sheets, Bill of Materials or other evidence) to contain Defendants' SRAM.

Part III: SRAM Purchases

Depending on the information available to you when filling out this form, your Claim Amount can be calculated using either Formula A or Formula B, whether you choose to file a Simplified Claim or Detailed Claim. If you provide the Dollar Value of your purchases of Defendants' SRAM in the Certified States during the Class Period, your Claim Amount will be calculated using Formula A. If you provide the quantities of products containing SRAM that you purchased in the Certified States during the Class Period, your Claim Amount will be calculated using Formula B. For your claim to be considered, you must select one of these options and completely fill out the appropriate section of this form.

Formula A:

1. Dollar Value – (Dollar Value/1.395) = Estimated Overcharge
2. Estimated Overcharge x 0.367 = Claim Amount

Formula B:

1. Number of Units Purchased x Percentage Containing SRAM x 0.692 x Value of SRAM per Unit = Product Dollar Value  
*This calculation will be performed for each Product Type you purchased and the results will be added together to ascertain your claim's total Dollar Value for step 2.*
2. Dollar Value – (Dollar Value/1.395) = Estimated Overcharge
3. Estimated Overcharge x 0.367 = Claim Amount

Please refer to the following table for products that can be claimed using Formula B and their related Percentages Containing SRAM and Values of SRAM per Unit.

Product Type	Percentage Containing SRAM	Value of SRAM per Unit
Desktops	45%	\$7.83
Servers	90%	\$32.00
Routers	82%	\$12.04
Switches	32%	\$24.67
Modems	58%	\$2.80
Smartphones	22%	\$4.88
PDAs	40%	\$4.38

**IMPORTANT:**

If your Claim Amount is over \$1,000, whether it was calculated by Formula A or Formula B, evidence must be submitted to support your claim that the specific SRAM listed was manufactured by a Defendant. Attach invoices or other records showing purchases of specific components or specific end-products (e.g., model numbers) that are shown through one or more additional records (e.g., specification sheets, Bill of Materials or other evidence) to contain Defendants' SRAM. For Formula A claims, additional evidence must be submitted showing proof of the cost of the SRAM. Please provide a separate written explanation of such evidence if the supporting information is not readily apparent from the documents submitted.

**Definitions:**

- 1) "SRAM" includes all types of static random access memory (including pseudo static memory known as "PSRAM"), whether or not packaged, and any parts or modules thereof.
- 2) The "Class Period" is November 1, 1996 through December 31, 2006.
- 3) "Defendants" are Samsung Electronics Co., Ltd. and Samsung Semiconductor, Inc. (collectively "Samsung"); Cypress Semiconductor Corporation ("Cypress"); Micron Technology, Inc. and Micron Semiconductor Products, Inc. (collectively "Micron"); Hynix Semiconductor Inc. and Hynix Semiconductor America Inc. (collectively "Hynix"); Renesas Technology Corp., Renesas Technology America, Inc. (collectively "Renesas"), Hitachi Ltd., Hitachi Semiconductor (America), Inc., (collectively "Hitachi"), and Mitsubishi Electric Corporation, and Mitsubishi Electric & Electronics USA, Inc. (collectively "Mitsubishi") (together "Renesas-Hitachi-Mitsubishi"); Etron Technology, Inc. and Etron Technology America, Inc. (collectively "Etron"); Toshiba Corporation and Toshiba America Electronic Components, Inc., (collectively "Toshiba"); and NEC Electronics Corporation and NEC Electronics America, Inc. (collectively "NEC").
- 4) The "Certified States" are Arizona, Arkansas, California, Florida, Hawaii, Iowa, Kansas, Maine, Massachusetts, Michigan, Minnesota, Montana, Nevada, New Mexico, New York, North Carolina, North Dakota, Pennsylvania, Rhode Island, South Dakota, Tennessee, Utah, Washington, West Virginia, Wisconsin, Puerto Rico and the District of Columbia.

Your completed and signed Claim Form, along with any required proof, must be sent to the Claims Administrator at the address below, postmarked no later than \_\_\_\_\_, 2011.

SRAM Litigation Claims Administrator  
c/o Gilardi & Co. LLC  
P.O. Box 8060  
San Rafael, CA 94912-8060





PART V. CERTIFICATION

I (we) certify that I am (we are) NOT subject to backup withholding under the provisions of Section 3406 (a)(1)(c) of the Internal Revenue code because: (a) I am (we are) exempt from backup withholding; or (b) I (we) have not been notified by the Internal Revenue Service that I am (we are) subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the IRS has notified me (us) that I am (we are) no longer subject to backup withholding.

NOTE: If you have been notified by the IRS that you are subject to backup withholding, you must cross out item b above.

I declare under penalty of perjury under the laws of the United States that all of the information in this Reseller Claim Form is true and correct.

Executed this \_\_\_\_\_ day of \_\_\_\_\_ in \_\_\_\_\_  
(Month/Year) (City/State/Country)

.....  
(Sign your name here)

.....  
(Type or print your name here)

.....  
(Capacity of person(s) signing, e.g.,  
President, Chief Financial Officer)

Your completed and signed Claim Form, along with any required proof, must be sent to the Claims Administrator at the address below, postmarked no later than \_\_\_\_\_, 2011.

SRAM Litigation Claims Administrator  
c/o Gilardi & Co. LLC  
P.O. Box 8060  
San Rafael CA 94912-8060



# EXHIBIT 3

## Exhibit 3

In re Static Random Access Memory (SRAM) Antitrust Litigation  
MDL No. 1819, Case No. 4:07-md-1819 CW

## Proposed Cy Pres Candidates

NAME	CONTACT INFORMATION	DESCRIPTION
<b>National Nonprofits</b>		
1 Alliance for Technology Access	1119 Old Humboldt Road Jackson, TN 38305 Tel: 800-914-3017 Tel: 731-554-5282 Fax: 731-554-5283 atainfo@ataccess.org http://www.ataccess.org/	<p>The Alliance for Technology Access (ATA) is a growing national and international network of technology resource centers, community-based organizations, agencies, individuals, and companies. ATA is an international network connecting families, consumers, organizations, technology developers, educators, and other professionals to build a future that is accessible to everyone. They promote a consumer-directed service model, which allows people to obtain direct experience and make their own informed decisions. They recognize the changing need for technology over the course of a person's life, and therefore serve people of all ages and all disabilities. They provide access to training on products, funding, and services, through our ATA Online Community.</p> <p>ATA supports access to and innovation in technology tools for people with disabilities by:</p> <ul style="list-style-type: none"> <li>- Developing a network of AT Centers providing assessment, education, and support for people with disabilities, their families, and disability-related professionals.</li> <li>- Offering an accessible learning environment, the ATA Online Community (AOC). The AOC is a place for everyone to participate in trainings, forums, and opportunities to dialog with experts.</li> <li>- Maintaining the ATA Services Directory which connects people to tools and services in communities worldwide.</li> <li>- Creating educational resources, including the acclaimed booklet: A Guide to Easier Living with Technology</li> <li>- Advocating for public policies that support greater access to critical technologies</li> </ul>
2 Breakthrough Collaborative	545 Sansome Street, Suite 700 San Francisco, CA 94111 Tel: 415-442-0600 Fax: 415-442-0609 info@breakthroughcollaborative.org http://www.breakthroughcollaborative.org/	<p>Founded in 1978, Breakthrough Collaborative has changed the lives of tens of thousands of students, utilizing a unique dual mission to:</p> <ul style="list-style-type: none"> <li>• Increase academic opportunity for highly motivated, underserved students and put them on the trajectory of a successful college path; and</li> <li>• Inspire and develop the next generation of teachers and educational leaders.</li> </ul> <p>At 33 locations across the nation and abroad, Breakthrough Collaborative launches motivated middle-school students on the path to college and prepares older students for careers in education. A national nonprofit, Breakthrough Collaborative is devoted to preparing high-achieving middle-school students, most of whom are of color and from low-income families, to enter and succeed in college-preparatory high school programs. Breakthrough also recruits and trains outstanding high school and college students to become Breakthrough teachers and build an interest in careers as educators.</p>
3 Computers for Schools	3642 N Springfield Ave Chicago, IL 60618-4029 Tel: 773-545-7575 Fax: 773-545-7502 http://www.perr.com/pcsforschools.asp	<p>Computers for Schools is dedicated to providing a low cost alternative for achieving technology in the classroom.</p> <p>Founded in 1991, Computers for Schools is committed to a two-fold posture of bridging the digital divide and supporting environmental responsibility through the refreshment of prematurely retired computer systems. The Chicago affiliate was launched in 2000 by Willie Cade in his basement. Since then it has grown into two locations each with 13,000 square foot refurbishing facilities. To date their program has placed over 25,000 computers in schools, non-profit organizations and need-based homes proving that limited funding does not preclude access to technology.</p> <p>Computers for Schools (CFS) refurbishes and upgrades this donated equipment with Microsoft software keeping current with educational technology standards. As the first Microsoft Authorized Refurbisher (MAR), CFS offers complete, refurbished computer systems as a cost-effective alternative to new equipment. With this model they are able to customize systems to support school district technology requirements and individual non-profit office needs while maximizing limited budget resources.</p>
4 Feeding America	35 East Wacker Drive Suite 2000 Chicago, IL 60601 Tel: 800-771-2303 Fax: 312-263-5626 http://feedingamerica.org/	<p>Feeding America is the nation's leading domestic hunger-relief charity. Their mission is to feed America's hungry through a nationwide network of member food banks and engage our country in the fight to end hunger.</p> <p>Through the assistance of local and national food assistance programs, Feeding America is able to provide nutritious, fresh foods to Americans struggling with hunger; safe and nurturing places for children to have a meal; emergency assistance for disaster victims; as well as a chance at self-sufficiency for adults trying to break the cycle of poverty and hunger.</p>
5 Foundation for Angelman Syndrome Therapeutics	P.O. Box 608 Downers Grove, IL 60515-0608 Tel: 800-783-0078 Tel: 630-852-3278 Fax: 630-852-3270 http://www.cureangelman.org/informed-speech.html	<p>The Foundation for Angelman Syndrome Therapeutics (or FAST) is an organization of families and professionals dedicated to finding a cure for Angelman Syndrome and related disorders through the funding of an aggressive research agenda, education, and advocacy. Angelman Syndrome is a neurodevelopmental disorder effecting approximately 1 in 15,000 live births, and is characterized by global developmental delays and severe speech impairment. A few individuals with AS develop functional speech but most communicate through a mixture of gestures, eye gaze, adapted sign language and augmentative communication devices.</p> <p>There are a variety of technology communication devices and aids that can be used, such as simple one button switch devices, and as sophisticated as eye gaze and voice output computer based technologies. The trained speech and language therapist should have industry contacts with the companies that make these technologies, and can arrange a demonstration and trial of any device to find the best 'fit', should a family decide to go this route. Additionally, speech therapists, early intervention service providers and school personnel can assist in contacting individuals and/or companies specializing in AAC evaluations and recommendations. Industry names that are common include Dynavox, Go Talk, Cheap Talk, Tango, among others.</p>

Exhibit 3In re Static Random Access Memory (SRAM) Antitrust Litigation  
MDL No. 1819, Case No. 4:07-md-1819 CW**Proposed Cy Pres Candidates**

NAME	CONTACT INFORMATION	DESCRIPTION
6 Make-A-Wish Foundation of America - Computer Equipment	4742 N. 24th St., Suite 400 Phoenix, AZ 85016-4862 Tel: 800-965-9474 Tel: 602-230-9900 Fax: 602-230-9627 <a href="http://donate.wish.org/donate/computer">http://donate.wish.org/donate/computer</a>	<p>Since 1980, the Make-A-Wish Foundation has enriched the lives of children with life-threatening medical conditions through its wish-granting work. The Foundation's mission reflects the life-changing impact that a Make-A-Wish experience has on children, families, referral sources, donors, sponsors and entire communities.</p> <p>The Make-A-Wish Foundation was founded in 1980 after a little boy named Chris Greicius realized his heartfelt wish to become a police officer. Since its humble beginnings, the organization has blossomed into a worldwide phenomenon, reaching more than 250,000 children around the world.</p> <p>Although it has become one of the world's most well-known charities, the Make-A-Wish Foundation has maintained the grassroots fulfillment of its mission.</p> <p>A network of nearly 25,000 volunteers enable the Make-A-Wish Foundation to serve children with life-threatening medical conditions. Volunteers serve as wish granters, fundraisers, special events assistants and in numerous other capacities.</p> <p>One of the ways to help is by contacting the Make-A-Wish Foundation and donating new computers, MP3 players and gaming consoles, which can help make time spent in hospitals more bearable and put a smile on a wish kid's face.</p>
7 National Cristina Foundation (U.S., Puerto Rico only)	500 West Putnam Avenue Greenwich, CT 06830 Tel: 203-863-9100 <a href="http://www.cristina.org/">http://www.cristina.org/</a>	The National Cristina Foundation is a not-for-profit foundation dedicated to the support of training through donated technology. For more than 25 years they have encouraged companies and individuals to donate computers and other technology coming out of their first place of use, which are then matched to charities, schools and public agencies in all 50 states, Canada, and internationally.
8 NPower	3 Metrotech Center, Mezzanine Brooklyn, NY 11201 Tel: 212-564-7010 Fax: 212-564-7009 <a href="http://www.npower.org/about">http://www.npower.org/about</a>	<p>NPower is a national nonprofit that brings information technology services to nonprofits and training to young adults. NPower's strategy is to reach more nonprofits by engaging more corporate IT leaders. They are making powerful connections between socially responsible companies and the nonprofits we serve. Three programs core to their strategy are:</p> <ul style="list-style-type: none"> <li>• IT Professional Services, providing the best infrastructure, solutions and consulting expertise to nonprofits at discounted rates.</li> <li>• IT Workforce Development, helping disconnected young adults find careers in IT.</li> <li>• The Community Corps, a new national resource to engage thousands of corporate IT volunteers in delivering well-managed, impactful IT solutions to nonprofits large and small.</li> </ul>
9 Reach Out and Read	56 Roland Street, Suite 100D Boston, MA 02129 Tel: 617-455-0600 Email: <a href="mailto:info@reachoutandread.org">info@reachoutandread.org</a> <a href="http://www.reachoutandread.org/index.aspx">http://www.reachoutandread.org/index.aspx</a>	<p>Reach Out and Read is an evidence-based nonprofit organization that promotes early literacy and school readiness in pediatric exam rooms nationwide by giving new books to children and advice to parents about the importance of reading aloud.</p> <p>Reach Out and Read builds on the unique relationship between parents and medical providers to develop critical early reading skills in children, beginning at 6 months of age. The 3.9 million families served annually by Reach Out and Read read together more often, and their children enter kindergarten better prepared to succeed, with larger vocabularies, stronger language skills, and a six-month developmental edge over their peers.</p> <p>Reach Out and Read prepares America's youngest children to succeed in school by partnering with doctors to prescribe books and encourage families to read together. Doctors, nurse practitioners, and other medical professionals incorporate Reach Out and Read's evidence-based model into regular pediatric checkups, by advising parents about the importance of reading aloud and giving developmentally-appropriate books to children. The program begins at the 6-month checkup and continues through age 5, with a special emphasis on children growing up in low-income communities. Families served by Reach Out and Read read together more often, and their children enter kindergarten with larger vocabularies and stronger language skills, better prepared to achieve their potential.</p>
10 SCORE	1175 Herndon Parkway Suite 900 Herndon, VA 20170 Tel: 800-634-0245 <a href="http://www.score.org">www.score.org</a>	<p>SCORE is a nonprofit association dedicated to educating entrepreneurs and helping small businesses start, grow, and succeed nationwide. SCORE is a resource partner with the U.S. Small Business Administration (SBA), and has been mentoring small business owners for more than forty years.</p> <p>SCORE is a valuable network of 13,000+ volunteers who offer small business entrepreneurs confidential business counseling services at no charge. SCORE volunteers have the knowledge and experience to help any small business owner get the help they need. Their dedicated volunteers represent over 270,000 years of experience across 62 industries.</p> <p>SCORE also provides local workshops and events throughout the country to connect small business owners with the people and information they need to start, grow, and maintain their businesses, as well as online workshops available 24/7. SCORE provides resources, templates and tools to assist entrepreneurs in developing tools and plans they need to navigate their way to small business success.</p>

## Exhibit 3

In re Static Random Access Memory (SRAM) Antitrust Litigation  
MDL No. 1819, Case No. 4:07-md-1819 CW

## Proposed Cy Pres Candidates

	NAME	CONTACT INFORMATION	DESCRIPTION
11	TechSoup (U.S., Puerto Rico only)	435 Brannan Street, Suite 100 San Francisco, CA 94107 Tel: 415-633-9300 <a href="http://home.techsoup.org/pages/about.aspx">http://home.techsoup.org/pages/about.aspx</a>	TechSoup is a nonprofit with a clear focus: providing other nonprofits and libraries with technology that empowers them to fulfill their missions and serve their communities. As part of that goal, they provide technology products and information geared specifically to the unique challenges faced by nonprofits and libraries.  Learning resources, including articles, blogs, free webinars, and forums led by expert hosts are available to all users. Once qualified with TechSoup, nonprofits and libraries can access 400+ technology products from more than 40 donor partners — including Microsoft, Adobe, Cisco, Intuit, and Symantec. All donated and discounted products are available for a small admin fee that supports our work in the United States and around the world.
<b>Arizona</b>			
1	Arizona StRUT	1720 W. Broadway Road Suite 101 Mesa, AZ 85202 Tel: 480-222-4066 Fax: 480-668-0256 <a href="http://www.azstrut.org/index.html">http://www.azstrut.org/index.html</a>	Formed in 1997 by founding sponsors Intel & Motorola, Arizona StRUT is a partnership between local schools and businesses, where students learn new skills by refurbishing used computer equipment. The equipment is then donated to schools and other qualified non-profit organizations throughout Arizona. Over 100 companies such as Intel, Avnet and APS currently donate hardware through the program.  Arizona StRUT teachers train over 400 students each year at their 15 sites across Arizona. The students are given the opportunity to work on computers and get the kind of valuable hands-on experience that companies are looking for, and the completed systems are donated to non-profit organizations such as local schools and charities.
2	St. Mary's Food Bank Alliance	2831 N. 31st Avenue Phoenix, AZ 85009-1518 Tel: 602-352-3640 Fax: 602-352-3659 <a href="http://www.firstfoodbank.org/">http://www.firstfoodbank.org/</a>	St. Mary's Food Bank Alliance is a certified member of America's Second Harvest-The Nation's Food Bank Network and is the regional non-profit food distribution center for Western Maricopa, Coconino, Mohave, Northern Apache, Northern Navajo, Northwestern Gila, Western Pinal and Yavapai Counties. St. Mary's Food Bank Alliance, the world's first food bank, is a non-sectarian, nonprofit organization that alleviates hunger by efficiently gathering and distributing food to 534 partner agencies at 700 sites that serve the hungry. Agencies include domestic violence shelters, dining halls, schools, churches, children's shelters, halfway houses, homeless shelters, and senior centers. During Fiscal Year 2008-2009, the Food Bank distributed 67.7 million pounds of food to families and individuals, provided enough food for 300,000 meals every day, and garnered more than 370,000 volunteer service hours. The Food Bank has five locations in the Valley and Flagstaff, making its services easily accessible for agencies and their clients. Serving 13 of Arizona's 15 counties, the organization is committed to volunteerism, building community relationships, and improving the quality of life for Arizonans in need.
<b>Arkansas</b>			
1	Arkansas Human Development Corporation*	Clevon Young 300 S. Spring St., Ste. 800 Little Rock, AR 72201 Tel: 501-374-1103 Tel: 501-482-1413 <a href="mailto:cyoung@arhdc.org">cyoung@arhdc.org</a> <a href="http://arkansashumandevopment.org/index.php?option=com_frontpage&amp;Itemid=1">http://arkansashumandevopment.org/index.php?option=com_frontpage&amp;Itemid=1</a>	Arkansas Human Development Corporation (AHDC) is a 501 c (3) private nonprofit organization that was originally founded in 1972 to provide Workforce Development and Job Placement Services to seasonal and migrant farmworkers. Eligible agricultural workers receive occupational, on-the-job, and work experience services that lead to permanent work assignments. Childcare, housing, health and medical, nutritional, and transportation services are provided to support the customer's transition from training to employment. Over the years, the agency has expanded its menu of services to include Early Head Start, entrepreneurial training (youth and adult), housing development, and financial literacy. Financial reimbursement services for other agencies and corporations, such as the Arkansas Department of Health, and the Dismantling the Cradle to Prison Pipeline Project have joined the mix of available services. AHDC's progressive initiatives serve as a fundamental and intricate delivery system to assist low income, disadvantaged and underserved customers by providing them with resources and tools to help them reach their greatest potential.
2	Free Geek Arkansas	30 N Block Ave Fayetteville, AR 72701 Tel: 479-966-9512. <a href="http://www.freegeekarkansas.org/">http://www.freegeekarkansas.org/</a>	Free Geek Arkansas is based on the successful Free Geek Portland Oregon model of computer recycling and community technology training and officially gained 501(c) status in January 2007. Free Geek Arkansas provides place for community individuals to donate used computer equipment to either be recycled or refurbished. To avoid overhead cost and encourage reduce the financial barrier to technology, all software installed on refurbished systems is based on the completely free Linux based Ubuntu software operating system.  The primary purpose(s) of Free Geek Arkansas, in furtherance of its charitable and educational purpose, shall be to recycle technology and provide access to computers, the internet, education and job skills in exchange for community service.

## Exhibit 3

In re Static Random Access Memory (SRAM) Antitrust Litigation  
MDL No. 1819, Case No. 4:07-md-1819 CW

## Proposed Cy Pres Candidates

	NAME	CONTACT INFORMATION	DESCRIPTION
	<b>California</b>		
1	Adaptive Computer Empowerment Services, Inc.	10054 Prospect Ave., Suite E Santee, CA 92071 Tel: 619-448-5253 Fax: 619-448-0636 <a href="http://www.adaptive.org/">http://www.adaptive.org/</a>	<p>Their mission is to improve the quality of life for persons in San Diego County who are low income and disabled or seniors (65+) by empowering them with computer technology. Specifically, their outcomes focus on civic involvement and self-sufficiency with an emphasis on quality of life enhancement.</p> <p>Their focus is San Diego County. Priority is given to persons who could not otherwise obtain this equipment.</p> <p>A.C.E.S. PROVIDES THESE FREE SERVICES:</p> <ul style="list-style-type: none"> <li>- Rehabilitated and/or upgraded PCs, ready for Internet access, to disabled and senior users who could not otherwise obtain them.</li> <li>- Expertise in repairing / upgrading a disabled user's existing computer system.</li> <li>- Research and assistance in finding appropriate assistive computer devices and technology on an individual basis.</li> <li>- Assistance in use of email, "Web surfing", and news group participation.</li> <li>- Linkage to local Internet service providers at reduced rates for disabled users.</li> <li>- "Hands on" tutoring at their workshop location.</li> </ul>
2	Alameda County Computer Resource Center	620 Page Street Berkeley, CA 94710 Tel: 510-528-4052 Fax: 510-528-4053 <a href="mailto:info@accrc.org">info@accrc.org</a> <a href="http://www.accrc.org/">http://www.accrc.org/</a>	The ACCRC recycles household electronics and gives away free refurbished computers to those in need to help narrow the digital divide. Since 1994 ACCRC has given away thousands of computers to schools, non-profit organizations and economically and/or physically disadvantaged individuals. Discarded electronics are reclaimed and refurbished in its training program where volunteers learn to restore computers for home, school, and office applications.
3	Community Action Partnership of Orange County	11870 Monarch Street Garden Grove, CA 92841 Tel: 714-897-6670 Fax: 714-894-5404 <a href="http://www.caopc.org/">http://www.caopc.org/</a>	Community Action Partnership of Orange County, via their Community Technology Partnership program offers donated computers to low-income individuals and non-profit organizations.
4	Computer Recycling Center	3227 Santa Rosa Ave. Unit C Santa Rosa, CA 95407 Tel: 888-887-3372 Fax: 415-643-6290 <a href="http://www.crc.org/info/">http://www.crc.org/info/</a>	<p>Computer Recycling Center (CRC), founded in 1991 is, the oldest continuously operating full-service collection, reuse, and refurbishment program in the U.S.A. Working with businesses and municipalities, CRC's participation in collection and drop-off programs diverted millions of pounds of computer equipment from landfills last year. Reuse of entire units is given highest priority, followed by disassembly for reuse of parts, and finally recycling for the elements of unusable remaining items.</p> <p>Their mission is to reuse first (promote the highest and best re-use of computer and electronic equipment) and recycle unusable items to keep them out of landfills.</p>
5	GiveTech	4630 Geary Blvd. Suite 101 San Francisco, CA 94118 Tel: 415-750-2570 Fax: 415-387-1516 <a href="http://givetech.org/">http://givetech.org/</a>	<p>GiveTech.org was established to</p> <ul style="list-style-type: none"> <li>- Identify individuals <ul style="list-style-type: none"> <li>- With severe physical disabilities whose disabilities leave them physically unable to use a computer through normal means (e.g. mouse and/or keyboard) but who remain lucid,</li> <li>- Who lack the financial ability to purchase the necessary computer input technology to allow them to use a computer,</li> <li>- Whose lives would be greatly improved by the ability to use a computer,</li> </ul> </li> <li>- Determine the needs of such individuals and the best solutions to allow these individuals to utilize a computer,</li> <li>- Obtain the necessary technology (either through purchase or donation) for the identified individual and give this technology to that person, and thereby,</li> <li>- Greatly improve the quality of life for these severely physically disabled people.</li> </ul>
6	Second Harvest Food Bank of Santa Clara and San Mateo Counties	750 Curtner Avenue San Jose CA 95125 Tel: 408-266-8866 Fax: 408-266-9042 <a href="http://www.shfb.org/home">http://www.shfb.org/home</a>	<p>Second Harvest Food Bank is the primary source of donated, surplus, and purchased food for non-profit agencies in Santa Clara and San Mateo Counties.</p> <p>They provide food efficiently through their innovative direct-service programs and by collaborating with a network of 326 partner non-profit agencies operating at more than 700 different food distribution sites. Partner agencies include shelters, pantries, soup kitchens, children's programs, senior meal sites, and residential programs.</p>
7	Tri-County Independent Living Inc.	2822 Harris Street Eureka, CA 95503 Tel: 707-445-8404 <a href="http://www.tilinet.org/">http://www.tilinet.org/</a>	Tri-County Independent Living Inc., a Center for Independent Living in Eureka, California, offers the Computers For People With Disabilities Program, through which they offer refurbished computers to people with disabilities at no charge.

## Exhibit 3

In re Static Random Access Memory (SRAM) Antitrust Litigation  
MDL No. 1819, Case No. 4:07-md-1819 CW

## Proposed Cy Pres Candidates

NAME	CONTACT INFORMATION	DESCRIPTION
<b>District of Columbia</b>		
1 Capital Area Food Bank	645 Taylor Street, NE Washington, DC 20017 Christel Hair - Chief Dev. Officer Tel: 202-526-5344, ext. 328 <a href="http://www.capitalareafoodbank.org/learn/">http://www.capitalareafoodbank.org/learn/</a>	Founded in 1980 on Martin Luther King Jr's birthday, they are the largest, nonprofit hunger and nutrition education resource in the Washington Metropolitan area. Since that time, they have made tremendous strides to expand our services and annually distribute nearly 30 million pounds of food to more than 478,000 people through their invaluable network of partner agencies. They are committed to uplifting those in need, providing the best services possible, and helping those who are without the means to help themselves.  Beginning with the dream of helping to feed area residents who are facing or at risk of hunger, their mission has grown into so much more. The Capital Area Food Bank works to educate, empower and enlighten the community about the issues of hunger and nutrition. Their community-building initiatives, including Kids Cafe, Weekend Bag, Face Hunger, From the Ground Up, Sister Hook-Up, Produce for People, and the Brown Bag Program, educates the community about the importance of healthy diets and advocates for public policies that serve the interests of our constituencies.
<b>Florida</b>		
1 911 Cell Phone Bank	2775 NW 49th Ave. Unit #205 Box 324 Ocala, FL 34482 Tel: 866-290-7864 <a href="http://www.911cellphonebank.org/what-we-do.asp">http://www.911cellphonebank.org/what-we-do.asp</a>	The 911 Cell Phone Bank is an initiative of The Charitable Recycling Foundation, Inc. On January 3, 2007 The Charitable Recycling Foundation, Inc. received notification of approval as a 501(c)(3) public charity. Since its inception, the 911 Cell Phone Bank has generated hundreds of thousands of dollars and provided thousands of emergency cell phones to victim services organizations nationwide. They have successfully relieved the operational burden of managing a 911 emergency cell phone program from their participants.
2 Center for Independent Living of North Florida	222 SW 36th Terrace Gainesville, FL 32607 Tel: 352-378-7474 Fax: 352-378-5582 <a href="http://www.cilnf.org/">http://www.cilnf.org/</a>	Center for Independent Living of North Florida (CIL/NF) offers qualified consumers an opportunity to participate in computer training. Successful completion of the training will make the participant eligible to receive a computer for their personal use at home. To be eligible for the program, you must have been an active CIL/NF consumer for at least six months and have demonstrated financial need.
3 Per Scholas (also listed under New York)	804 E. 138th St. Bronx, NY 10454 Tel: 800-877-4068 Tel: 718-991-8400 Fax: 718-991-0414 <a href="http://www.perscholas.org/">http://www.perscholas.org/</a>	Per Scholas is a non-profit social venture dedicated to using technology to improve the lives of people in low-income communities. Operating out of locations in the South Bronx and Miami, their vocational training, computer distribution and recycling programs work together to empower children and help adults build living-wage careers.  Per Scholas provides environmentally responsible recycling for computer equipment, the best of which is reconditioned and distributed to low-income families at the lowest possible price.
<b>Hawaii</b>		
1 Assistive Technology Resource Centers of Hawaii*	414 Kuwili Street, Suite 104 Honolulu, HI 96817 Tel: 808-532-7110 Fax: 808-532-7120 <a href="http://www.atrc.org">http://www.atrc.org</a>	Assistive Technology Resource Centers of Hawaii (ATRC) is a 501(c)3 nonprofit, resource center that provides access to assistive technology (AT) for people with disabilities of all ages, enabling independence and participation in every aspect of community life, including employment and education.  ATRC offers free programs to the community. These programs are geared to the education of individuals with disabilities, friends and family members, professionals, institutions and anyone else interested in assistive technology.  As a resource center, ATRC's mission is to link persons with technology and as such, ATRC will utilize demonstrations, outreach, technical assistance, public awareness, device loans and trials, financial loans and other programs to meet that mission. ATRC unbiased opinion regarding Assistive Technology provides the community with a broader overview of what is available and how it works.
2 The Franciscan Brothers of the Good News, Inc. (funds designated solely for Hawaiian Hope project)	Franciscan Hermitage 2020 Main St. # 101 Wailuku, HI 96793 808-357-4007	All donations designated for Hawaiian Hope and its projects and activities will be provided directly to Hawaiian Hope by Franciscan Hermitage. Hawaiian Hope is presently a corporate trust project of Franciscan Hermitage. Hawaiian Hope has 7 distinct projects in its portfolio. See <a href="http://www.hawaiianhope.org/Projects.asp">http://www.hawaiianhope.org/Projects.asp</a> Each of these projects is designed to build on the strengths of technology, to promote a community familiar with technology and to assist in ending the problem of homelessness. In 4 years Hawaiian Hope has given away over 700 free computers to other non profit organizations and low income families.
3 Hawaii Foodbank	2611 Kilihau St. Honolulu, HI 96819-2021 Tel: 808-836-3600 Fax: 808-836-2272 <a href="http://www.hawaiifoodbank.org/page1.aspx">http://www.hawaiifoodbank.org/page1.aspx</a>	The Hawaii Foodbank is the only nonprofit 501(c)3 agency in the state of Hawaii that collects, warehouses and distributes mass quantities of both perishable and non-perishable food to 250 member agencies as well as food banks on the Big Island, Maui and Kauai.  The Hawaii Foodbank forms a vital link between the food donors and our member agencies by providing services in collecting, sorting, salvaging and distributing food. The Hawaii Foodbank also supports its member agencies through financial and educational assistance.

## Exhibit 3

In re Static Random Access Memory (SRAM) Antitrust Litigation  
MDL No. 1819, Case No. 4:07-md-1819 CW

## Proposed Cy Pres Candidates

NAME	CONTACT INFORMATION	DESCRIPTION
4 Parents and Children Together (PACT)	1485 Linapuni Street, Ste 105 Honolulu, HI 96819 Tel: 808-847-3285 Fax: 808-841-1485 admin@pacthawaii.org <a href="http://www.pacthawaii.org/index.html">http://www.pacthawaii.org/index.html</a>	Parents And Children Together (PACT) is one of Hawaii's leading private non-profit family service agencies and is a leader in the design and delivery of a broad range of innovative social and educational services. PACT is an active partner with numerous community efforts, coalitions, initiatives, schools and other providers, and is a prominent advocate for the needs of Hawaii's most socio-economically challenged citizens.  PACT now has sixteen programs in the areas of early childhood education, child abuse and neglect prevention and treatment, domestic violence prevention and treatment, youth activities, community and economic development, and mental health support. Their work in these areas helps thousands of individuals and families each year.  The mission of Parents And Children Together is to promote and support healthy individuals, families and communities by creating opportunities for them to identify and address their own strengths needs and concerns and successfully realize their potential.  They believe all Hawaii's children deserve peaceful and safe environments in which to grow. They support families in encouraging their members to realize their dreams and full potential. They encourage PACT employees and volunteers to uphold families in an environment that fosters respect, teamwork and excellence. They believe in facilitating the development of community resources which honor the values and principles inherent in the concept of ohana.
<b>Iowa</b>		
1 Food Bank of Iowa	2220 E. 17th Street Des Moines, IA 50316 Tel: 515-564-0330 Fax: 515-564-0331 <a href="http://www.foodbankiowa.org/Home.aspx">http://www.foodbankiowa.org/Home.aspx</a>	The Food Bank of Iowa, founded in 1982, is a private, non-profit charitable organization whose mission is alleviating hunger through food distribution, partnership, and education. The Food Bank of Iowa solicits, receives, inventories and distributes donated food and grocery products. These products are distributed to partner agencies in 42 Iowa counties who directly serve needy families and individuals through a variety of programs. As a non-profit food bank, their primary role is to provide food to the charitable agencies offering direct service to hungry Iowans.  This network includes organizations such as: food pantries, soup kitchens, homeless shelters, shelters for victims of domestic violence, non-profit day care centers, residential care centers and child and senior programs.
2 Iowa Lakes Resource Conservation & Development	PO Box 265 203 10th Street SW Spencer, Iowa 51301 Tel: 712-262-2083 Fax: 712-262-2690 <a href="http://www.iowalakesrcd.org/index.htm">http://www.iowalakesrcd.org/index.htm</a>	The Iowa Lakes RC&D is not an agency, but rather a program guided entity that is directed by local volunteers and local government officials in the seven county area. The Iowa Lakes RC&D is incorporated as a non-profit corporation under Chapter 504a of the Iowa Code and is recognized as a 501(c)(3) organization by the Internal Revenue Service. The Iowa Lakes RC&D, Inc. has no membership dues or fees and receives no local tax support. The mission of the Iowa Lakes Resource Conservation & Development, Inc. (RC&D) is to address natural and human resources to advance economic and social betterment of Northwest Iowa. The RC&D program will help local people obtain and coordinate technical and financial assistance as needed from a variety of private, public and governmental sources.
3 Variety - The Children's Charity	505 Fifth Avenue, Suite 310 Des Moines, IA 50309 Tel: 515-243-4660 Fax: 515-243-5873 <a href="http://www.varietyiowa.com/index.php">http://www.varietyiowa.com/index.php</a>	Variety – The Children's Charity is a non-profit organization committed to serving special-needs children. They primarily fund brick and mortar projects, equipment, programming, and other tangible items that directly serve children. They help support agencies that provide care, treatment, activities and shelter to critically ill, underprivileged, at-risk, and special needs children.
<b>Kansas</b>		
1 Arts Tech	1522 Holmes Street Kansas City, Missouri 64108-1536 Tel: 816-461-0201 Fax: 816-461-0210 artstech@artstech-kc.org <a href="http://www.artstech-kc.org/">http://www.artstech-kc.org/</a>	ArtsTech's mission is to better the lives of underserved urban youth through the development of marketable artistic and technical skills. ArtsTech accomplishes this by 1. operating a center for youth enterprise that provides hands-on training and experience in visual arts, graphic design, photography, ceramics, silk-screening, and computers; and 2. building and managing collaborative partnerships that use art and technology as educational tools for the benefit of youth in the community.
2 Bridging the Gap	435 Westport Rd., #23 Kansas City, MO 64111 Tel: 816-561-1087 Tel: 888-895-3605 info@bridgingthegap.org <a href="http://www.bridgingthegap.org/index.php">http://www.bridgingthegap.org/index.php</a>	Bridging The Gap works to make the Kansas City region sustainable by connecting environment, economy and community.  Bridging The Gap seeks to educate citizens, businesses and government on the impact of decisions and behavior on our present and future community and world. The cornerstone for our success in raising awareness and changing behaviors is finding common ground we all share. Today, BTG has evolved to include individuals, businesses and governments on both sides of the state line. Working with approximately 2,600 volunteers each year, we take action to make our world, region and community green, healthy and sustainable.

## Exhibit 3

In re Static Random Access Memory (SRAM) Antitrust Litigation  
MDL No. 1819, Case No. 4:07-md-1819 CW

## Proposed Cy Pres Candidates

NAME	CONTACT INFORMATION	DESCRIPTION
3 The Surplus Exchange	1107 Hickory Kansas City, MO 64101 Tel: 816-472-0444 Fax: 816-472-8105 rickse@crn.org www.surplusexchange.org/index.htm	Works to benefit Not-For-Profit Organizations by providing them with refurbished and new electronics, furniture, materials and other equipment; to preserve the environment by keeping unwanted and obsolete business equipment out of the waste stream; and to utilize the resources and expertise from these operations to provide education and human service programs to the general community.  Provides information about certain projects to help supply people with usable items, such as computers, furniture, electronics and other items.  Collects discarded and surplus business equipment from area, regional and national businesses. They bring this equipment into their 50,000 square foot warehouse and refurbish, rebuild or repair the items if necessary. This equipment is made available to our primary concern - the non-profit community, and to general public secondary markets. Sales to secondary markets help fund our environmental, educational and human service programs and help keep prices lower to our charities.
<b>Maine</b>		
1 Good Shepherd Food-Bank	P.O. Box 1807 Auburn, Maine 04211-1807 Julie McQuillen Tel: 202-782-3554 - ext. 1142 http://gsfb.org/about_us/	Since 1981, Good Shepherd Food-Bank has worked diligently to establish essential partnerships with many others concerned about ending needless hunger in Maine.  Good Shepherd Food-Bank relies on its solid relationships with Maine's food industry in order to obtain millions of pounds of food each year. Additionally, they secure yet more truckloads for the state of Maine from national food donors through their affiliation with Feeding America - formerly America's Second Harvest.  Whether it's from a large food manufacturer or a local farmer donating excess produce, there are large quantities of food available, much of which would go to waste if it weren't for the Good Shepherd Food-Bank.
2 Maine Children's Alliance	303 State Street Augusta, ME 04330 Tel: 207-623-1868 Fax: 207-626-3302 Mainekids@mekids.org http://www.mekids.org/	The Maine Children's Alliance (MCA) is committed to improving the lives of all Maine's children, youth, and families. By collecting and analyzing data on children and their health, economic and demographic status, they seek to link research to practice and public policy. They regularly bring diverse groups together in coalitions that support policy initiatives that benefit children, providing oversight in state policy arenas and serving as a resource on children and family policy issues at the local and national levels.
3 Youthlinks	420 Broadway Rockland, Maine 04841 Tel: 207-594-2221 Fax: 603-372-1960 http://www.youthlinksonline.org/index.html	Youthlinks' mission is to empower youth to commit to themselves and their community, broaden their horizons, and acquire healthy life skills through focused enrichment programs and meaningful volunteer opportunities.  What Their Programs Foster: - Critical thinking skills (the ability to use logic and reasoning in solving problems that is self-directed, self-disciplined, self-monitored, and supports self-corrective thinking) - Empathy - Introspection (all of our programs begin with an ice breaker and end with reflection/discussion about what occurred during the program, how youth felt/what they thought about it, how they contributed to the outcome of events [positive and negative], etc.)  What They Provide: - Civic engagement (individual and collective actions designed to identify and address issues of concern involving public policy) - Volunteerism (addressing previously identified community needs that do not involve public policy) - Social skills acquisition (for example, all youth program participants are expected to shake hands, make eye contact, and be prepared to make an interest-creating remark when introducing themselves) - Quality time with carefully screened, caring adults - Adopting a healthier lifestyle
<b>Massachusetts</b>		
1 Bottom Line	<u>Boston Office</u> 500 Amory Street, Suite 3 Jamaica Plain, MA 02130 Tel: 617-524-8833 Fax: 617-524-9559 info@bottomline.org  <u>Worcester Office</u> 600 Main Street, Suite 110 Worcester, MA 01608 Tel: 508-757-3400 Fax: 508-757-7400 info@bottomline.org  http://www.bottomline.org/	For 14 years, Bottom Line has addressed the low college graduation rates of disadvantaged urban youth. Their organization was founded on the belief that students need a mentor and a guide during the college application process and during college to succeed. By providing consistent one-on-one support, Bottom Line has helped thousands of low-income and first-generation students stay in college and earn their degrees.  Bottom Line is a privately funded 501(c)(3) non-profit organization. They currently serve 1,593 students through two programs - College Access and College Success - from offices in Boston and Worcester, Massachusetts.

Exhibit 3

In re Static Random Access Memory (SRAM) Antitrust Litigation  
MDL No. 1819, Case No. 4:07-md-1819 CW

**Proposed Cy Pres Candidates**

NAME	CONTACT INFORMATION	DESCRIPTION
2 The Children's Room	1210 Massachusetts Avenue Arlington, MA 02476 Tel: 781-641-4741 Fax: 781-641-0012 info@childrensroom.org http://childrensroom.org/	The mission of The Children's Room is to help grieving children, teens, and families in our communities to go on living and loving fully.  (1) Facilitated Peer Support Groups They offer children, teens, and their families an opportunity to find connection and community after the death of an immediate family member.  (2) Public Education They provide educational workshops and training about grief and loss to educators, counselors, and others working with children, teens, and young adults.  (3) Teen Performance Troupe Teens from The Children's Room have come together each year to support each other and create their own original performance art piece about grief in their lives.
3 The Greater Boston Food Bank	70 South Bay Avenue Boston, MA 02188 Tel: 617-427-5200 Kate Goodrich - Indiv. Gifts Mgr Kate's direct line: 617-598-5039 http://www.gbfb.org/	The Greater Boston Food Bank is a 501(c)(3) nonprofit organization.  Mission: To help end hunger in eastern Massachusetts.  To achieve their mission, The Food Bank feeds as many as 545,000 people annually in nine counties in eastern Massachusetts. They're poor to middle-class people who can't make ends meet. They're our friends, neighbors, and colleagues.  The Food Bank is the largest hunger-relief organization in New England and one of the largest food banks in the country. They distribute more than 34 million pounds of food and grocery products annually to a network of approximately 550 member hunger-relief agencies. They are a trusted and efficient resource for these local food pantries, soup kitchens, homeless and residential shelters, youth programs, senior centers, and day-care centers, providing the food they need to feed the hungry. Still, the need for food is growing in the 190 communities they serve.  Founded in 1981, The Food Bank is a member of Feeding America - the nation's largest hunger-relief organization. They employ more than 70 people and benefit from the services of nearly 16,000 volunteers annually to acquire, inspect, sort, warehouse, and distribute large quantities of food and grocery products. The Food Bank previously operated out of a 60,000 square-foot facility in the Roxbury/Newmarket section of Boston and they've literally ran out of room. To help the growing number of hungry people in our region, they've embarked on our Fighting Hunger, Feeding Hope capital campaign to build a new Food Bank.
<b>Michigan</b>		
1 Closing the Digital Gap	835 W. Genesee Lansing, MI 48915 Tel: 517-485-7581 http://ctdg.org/home/	Their mission is to provide low-income residents of the service area the opportunity to earn a computer, receive basic computer and Internet training and access, and assist them in making connections with community resources for further training that may lead to employment and/or educational enrichment for participants and their families.
2 Kalamazoo Loaves & Fishes*	913 E. Alcott St Kalamazoo, MI 49001 Tel: 269-488-2617 Fax: 269-343-3669 http://www.kzoof.org/	Kalamazoo Loaves & Fishes is a registered 501(c)(3) organization and the largest provider of emergency food to hungry people in Kalamazoo County.  Their Mission: To expand the availability of emergency food resources in Kalamazoo County and promote the ability of hungry people to feed themselves.  They provide food in four primary ways:  - through the distribution of groceries at 26 Kalamazoo County-wide pantries as part of the Grocery Pantry Program – which are all run by community volunteers. - through a monthly Mobile Food Initiative – whereby people have access to miscellaneous bulk food items 7 times per month. No eligibility is required. - through the Commodity Supplemental Food Program (CSFP), a federal program that provides food to senior citizens, as well as mothers and their children (6 and under) who don't receive WIC benefits. - through the distribution of food to local community agencies as part of the Meal Support Program. The YWCA and Ministry with Community meal programs are examples of this work. - and through the Weekend Food Pack Program, which provides weekend food resources to local children who receive free or reduced price lunch at school.
3 People's Community Services	420 S. Leigh Street Detroit, MI 48209 Tel: 313-554-3111 Fax: 313-554-3113 Thomas Cervenak http://www.pecosse.org/Home	People's Community Services of Metropolitan Detroit is a non-profit organization established to continue a historical interest of people in providing social services to the especially needy neighborhoods of the Metropolitan Detroit area, so as to meet the needs of the individuals and families of the community without regard to race, sex, age, or religion.  For over 50 years, People's Community Services has operated neighborhood centers and provided community service.

Exhibit 3

In re Static Random Access Memory (SRAM) Antitrust Litigation  
MDL No. 1819, Case No. 4:07-md-1819 CW

**Proposed Cy Pres Candidates**

NAME	CONTACT INFORMATION	DESCRIPTION
<b>Minnesota</b>		
1 Minnesota Computers for Schools	MCF-Stillwater 970 Pickett St. North Bayport, MN 55003-1490 Tel: 651-779-2816 Fax: 651-747-1613 <a href="http://www.mncfs.org/">http://www.mncfs.org/</a>	Minnesota Computers for Schools = affordable technology solutions for: - Schools - Educational nonprofits that serve disadvantaged youth - Students with special needs. - Teachers  It is a partnership that trains inmates at the Stillwater Correctional Facility to refurbish and upgrade computer hardware donated by businesses and places the systems in Minnesota K-12 public, private and charter schools and educationally based non-profit organizations.  Minnesota's K-12 students receive the technology they need to prepare for their future. These refurbished computers are made available to schools and educational nonprofit organizations providing vital educational programming. Minnesota businesses can donate their recently replaced (but still usable) computers confident that students will benefit. Minnesota's environment benefits from the recycling and salvage of components that are no longer functional. Tons of potentially hazardous waste is diverted from landfills. Minnesota's communities are served by an implementation of "Restorative Justice". Inmates at Stillwater's correctional facility are not only contributing to a program that benefits society but are learning skills that will increase their employ-ability upon release.
2 PCs for People	1481 Marshall Ave St. Paul, MN 55104 Tel: 651-354-2552 <a href="mailto:donate@pcsforpeople.com">donate@pcsforpeople.com</a> <a href="http://www.pcsforpeople.com/index.php">http://www.pcsforpeople.com/index.php</a>	PCs for People is a 501(c)(3) non-profit corporation with offices in St. Paul and Mankato, MN. PCs for People takes donated computers and rebuilds, refurbishes and redistributes them to people with limited access to technology. PCs for People provides educational experience, work training, internships, as well as volunteer opportunities. This allows people to give something back to the community and increase their knowledge of computers in doing so.  Since PCs for People started in 1999, thousands of computers have been donated to those in need. Through their program people who have never before owned a computer gain the knowledge and opportunities that come from having access to technology.
3 Second Harvest Heartland	1140 Gervais Ave. St. Paul, MN 55109-2020 Tel: 651-484-5117 Tel: 888-339-3663 Fax: 651-484-1064 <a href="http://www.2harvest.org/site/Pages/Server">http://www.2harvest.org/site/Pages/Server</a>	Second Harvest Heartland works to reinvent hunger relief through leadership and innovation. As the Upper Midwest's largest hunger relief organization, their goal is not only to help our hungry neighbors today, but to provide the means for everyone to be fed tomorrow. They're known for distributing great amounts of food quickly and efficiently; in 2010 alone, they collected, warehoused and distributed nearly 60 million pounds of food—but they're also constantly pioneering ways to reduce waste and better use the abundant resources available in this land of plenty.  Second Harvest Heartland is a member of Feeding America, a national network of more than 200 food banks serving every state in the United States. Membership means access to millions of pounds of surplus food and grocery donations from manufacturers and producers throughout the country.  Working with their network of partners, volunteers and donors as well as people like you, their 86,300 square feet of dry, refrigerator and freezer space is constantly accepting and distributing donations. Their fleet of trucks travels nearly half a million miles a year, picking up food donations and delivering them to local food shelves, soup kitchens, homeless shelters, senior community centers and children's after school programs.
4 Twin Cities RISE!	800 Washington Ave N Suite 203 Minneapolis, MN 55401 Tel: 612-338-0295 Fax: 612-338-0191 <a href="mailto:info@twincitiesrise.org">info@twincitiesrise.org</a> <a href="http://twincitiesrise.org">http://twincitiesrise.org</a>	The mission of Twin Cities RISE! is to provide employers with skilled workers—primarily men from communities of color in the Twin Cities area—by training under- and unemployed adults for skilled jobs that pay a living wage of at least \$20,000 annually.  Twin Cities RISE! Core Program develops work skills and leadership, leading to finding a living wage career at a local company. Their curriculum is based on input from hiring partners and the expertise of adult education and training professionals.  Participants progress through the program in phases. Each phase has a set of core courses as well as defined skill outcomes, becoming more advanced and more specialized as skill levels and expectations grow. The program requires a commitment of 12-15 hours per week while in training. Each phase lasts for ten weeks and includes a two-week period of formal evaluation, as participants review achievements from the previous session and set and refine new short and long-range goals.  They offer more than 30 courses in basic educational and vocational skills. The curriculum includes: - Work Skills training: Courses including basic computer skills, communication, critical thinking, customer service, interpersonal relations, and more. - Personal Empowerment: Courses with an emphasis on developing habits and attitudes of personal stability, responsibility, and professional success. - One-on-one coaching: An individual coach works with participants during the program, job search, and a year after employment. - Employment placement: With concentrations in office support and operations, participants culminate their training program with a full time, living wage position.

## Exhibit 3

In re Static Random Access Memory (SRAM) Antitrust Litigation  
MDL No. 1819, Case No. 4:07-md-1819 CW

## Proposed Cy Pres Candidates

NAME	CONTACT INFORMATION	DESCRIPTION
<b>Montana</b>		
1 Computers 4 Kids	2110 1st Avenue North Billings, MT 59101 Tel: 406-294-5437 <a href="http://www.computers4kidsinmontana.org/">http://www.computers4kidsinmontana.org/</a>	Computers4Kids is a nonprofit organization working to ensure that under served and at-risk youth in Yellowstone County have home access to capable technology for educational purposes.  Goals of the program: - Provide no-cost computers and software to the general public. - Increase computer literacy in those families with the greatest need. - Recycle a resource that is not currently being utilized. - Free up office storage space that is currently used for housing outdated computers. - Use qualified volunteers to provide the labor and expertise to accomplish the steps required to achieve the goals of the program.
2 Montana Food Bank Network	5625 Expressway Missoula, MT 59808 Tel: 406-721-3825 Tel: 800-809-4752 Fax: 406-542-3770 <a href="mailto:info@MFBN.org">info@MFBN.org</a> <a href="http://www.mfbn.org/about">http://www.mfbn.org/about</a>	The Montana Food Bank Network (MFBN) is Montana's statewide hunger fighting organization. Their administrative costs are only 6%.  Founded in 1983, MFBN is a private nonprofit organization that solicits, gleans, sorts, repackages, warehouses and transports donated food and distributes it to charitable programs that directly serve needy families, children and seniors. MFBN is responsible for distributing food to all 56 counties in the state of Montana and on all 7 reservations. They provide food to their partner agencies through various programs and are the only fully privileged Montana member of Feeding America, the national hunger organization.  In 2010, MFBN provided more than 8 million pounds of food to their partner agencies throughout Montana. In addition to making monthly deliveries of food and other household goods to our partner agencies, the Montana Food Bank Network also offers two additional direct service programs that help fill the gaps: the Backpack Program and the Mobile Food Pantry.  MFBN's Public Policy Department works to meet the immediate need for food while advocating at the local, state, and national level for policy changes to help eliminate hunger and food insecurity in Montana and promoting long term solutions to hunger through education and outreach. Their Food Security Council identifies factors that cause food insecurity gaps in services, the need for Federal Nutrition Program development and improved access to programs.
<b>Nevada</b>		
1 ComputerCorps	PO Box 21550 Carson City, NV 89706 Tel: 800-431-8311 Tel: 775-883-2323 Fax: 775-883-7676 <a href="http://www.computercorps.org/">http://www.computercorps.org/</a>	ComputerCorps is an internationally recognized 501(c)(3) Non-Profit Organization dedicated to providing access to computer technology and skills training for under-served families, while eliminating electronic waste from our nation's landfills.
2 Public Education Foundation	3360 West Sahara Ave., Suite 160 Las Vegas, NV 89102 Tel: 702-799-1042 Fax: 702-799-5247 <a href="http://www.thepef.org/index.html">http://www.thepef.org/index.html</a>	Inspired by a belief that improving our public schools was too big a task for a school district to undertake alone, The Public Education Foundation was established in 1991 as an independent 501(c)(3) non-profit Nevada corporation.  The mission of the Foundation is to mobilize community and global resources to support and impact public education through initiatives, programs, and promising practices designed to improve student performance and advance quality educational opportunities for all children.  Their solutions to the challenges of educating a growing and diverse Southern Nevada population are impacting schools and the school district at multiple levels from grassroots classroom participation to systemic reform. Their initiatives and programs empower teachers and students, reduce bureaucracy, ensure accountability, leverage resources, and deliver results.  They are working collaboratively with educators to ensure that our students not only succeed in the classroom but succeed in life.

## Exhibit 3

In re Static Random Access Memory (SRAM) Antitrust Litigation  
MDL No. 1819, Case No. 4:07-md-1819 CW

## Proposed Cy Pres Candidates

NAME	CONTACT INFORMATION	DESCRIPTION
<b>New Mexico</b>		
1 ACCION	2000 Zearing Ave NW Albuquerque, N.M. 87104 Tel: 505-243-8844 Tel: 800-508-7624 Fax: 505-243-1551 accion@accionnm.org http://www.accionnm.org/index.php	ACCION is an award-winning New Mexico, Arizona, and Colorado 501(c)(3) nonprofit organization that increases access to business credit, makes loans and provides training, which enable emerging entrepreneurs to realize their dreams and be catalysts for positive economic and social change. - Founded in 1994. - Largely privately funded. - Governed by a volunteer 25-member board, with a permanent paid staff of 20. - Member of the U.S. ACCION Network, a group of independent microlending nonprofits across the United States affiliated with ACCION International. - Certified by the U.S. Department of Treasury as a Community Development Financial Institution (CDFI).  Whom They Help: Entrepreneurs in more than 150 urban and rural New Mexico communities, including Alamogordo, Albuquerque, Belen, Deming, Española, Farmington, Gallup, Grants, Holman, Las Cruces, Las Vegas, Raton, Roswell, Santa Fe, Silver City, Socorro, Taos, Texico and Truth or Consequences. Now they also offer support to small businesses in Tucson and Phoenix, Arizona, and Denver, Colorado through partnerships with local banks and organizations.
2 New Mexico Technology Assistance Program	435 St. Michael's Dr. Bldg. D Santa Fe, NM 87505 Tel: 800-866-2253 Fax: 505-954-8608 http://www.nmtap.com/	NMTAP offers free services to New Mexicans with disabilities to help them get the assistive technology (AT) services they need. NMTAP is a statewide program designed to increase access to, and acquisition of, assistive technology.
3 Roadrunner Food Bank of New Mexico	5840 Office Blvd NE Albuquerque, NM 87109 Tel: 505-247-2052 Fax: 505-242-6471 info@rnf.org http://www.rnf.org/	Roadrunner Food Bank of New Mexico has been serving New Mexico's hungry since 1980 thanks to a vision by founder Reverend Titus Scholl. Reverend Scholl started the organization by distributing food to the hungry out of the trunk of a car.  Thirty years later we and our partners are leaders in creating solutions to end hunger in New Mexico. As the largest Food Bank in the state, they distribute more than 22 million pounds every year to a network of hundreds of partner agencies and five regional food banks. In turn, these agencies provide food directly to the hungry in their communities across the state. Agencies they serve include food pantries, shelters, group homes, soup kitchens, low-income senior housing sites, and regional food banks.  Through that network, they are helping nearly 40,000 different hungry people in our state weekly. That figure is equivalent to feeding a city the size of Farmington every single week.  In addition to distributing food through partner agencies, Roadrunner Food Bank runs several direct service programs to help end hunger in New Mexico.
4 San Juan Center for Independence	3535 E. 30th St., Suite 101 Farmington, NM 87402 Tel: 505-566-5827 Tel: 877-484-4500 Fax: 505-566-5842 sjci@sjci.org www.sjci.org	San Juan Center for Independence is a community based nonprofit agency that was established by people with disabilities for people with disabilities.  SJCI operates a satellite center in Gallup New Mexico. All Independent living centers are non residential, consumer controlled and directed as well as cross disability focused. SJCI provides a wide array of services to assist and empower individuals with disabilities to live independently in their communities with necessary supports. SJCI is truly a community where individuals with disabilities can come and pursue their desire for independence.
<b>New York</b>		
1 Computers for Youth (New York)	520 Eighth Avenue, Floor 10 New York, NY 10018 Tel: 718-989-2050 Fax: 718-349-5684 CFY-NYC@cfy.org http://www.cfy.org/index.php	CFY is a national educational non-profit organization launched in 1999 that is dedicated to helping low-income children do better in school by improving their learning environment at home. To achieve this goal, CFY operates high-impact interventions and works to shape public policy on the importance of expanding educational priorities to include learning in the home. CFY's direct-service operations are designed to help educators strengthen the school-home connection and provide families with the key ingredients required to improve their home Learning Environment - a home computer loaded with selected educational software; online family learning services; information about affordable broadband options; and hands-on training designed to help parents become more effective learning partners. Studies confirm that CFY's programs have significantly improved students' test scores and class effort and have increased parents' confidence in themselves as learning partners. CFY's efforts to shape public policy include advising policymakers and opinion makers and leading an Affiliate Network of 37 organizations in 24 states and the District of Columbia.  CFY has operations in New York City, Philadelphia, Atlanta, Los Angeles, and the San Francisco Bay Area.

Exhibit 3

In re Static Random Access Memory (SRAM) Antitrust Litigation  
MDL No. 1819, Case No. 4:07-md-1819 CW

**Proposed Cy Pres Candidates**

<b>NAME</b>	<b>CONTACT INFORMATION</b>	<b>DESCRIPTION</b>
2 Food Bank of Western New York	91 Holt Street Buffalo, NY 14206 Tel: 716-852-1305 Fax: 716-852-7858 <a href="http://www.foodbankwny.org/">http://www.foodbankwny.org/</a>	Each month nearly 100,000 less fortunate Western New Yorkers turn to soup kitchens, food pantries, and other emergency food providers for assistance. Since 1979, the Food Bank of Western New York has been helping individuals in need by acting as a bridge between available food sources and agencies servicing them. 39,000 of those served by the Food Bank of Western New York's member agencies are children while 11% are seniors. In addition to distributing food, the Food Bank has programs to further assist its agencies and educate the community about hunger among the needy in our area.  The Food Bank of WNY receives perishable and non-perishable food and other supplies from manufacturers, wholesalers, retailers, brokers, food distributors, and food drives. Monies from fundraisers, grants and monetary donations are used to supplement these donations. These products, including packaged, canned, perishable and non-perishable food, meet all food safety and nutrition standards. In addition, the Food Bank is helped in its purchasing and/or distribution of food product by food drives and fundraisers as well as by state and federal government grants.
3 MOUSE	50 West 23rd Street, Suite 702 New York, NY 10010 Tel: 212-920-3665 Fax: 646-545-3800 info@mouse.org <a href="http://www.mouse.org/">http://www.mouse.org/</a>	MOUSE is an innovative youth development organization that empowers underserved students to provide technology support and leadership in their schools, supporting their academic and career success.  The MOUSE Squad program trains and supports students in managing leading-edge technical support help desks in their schools, improving the ability to use technology to enhance learning, while also providing a powerful, hands-on 21st century learning experience for students. MOUSE Squad extends learning beyond the help desk by providing events, hands-on workshops, projects and a collaborative online network of youth technology leaders.  MOUSE offers two additional programs in support of its mission: MOUSE Corps, a career readiness program for high school students, providing professional internships, mentoring and skills building workshops, and MOUSE TechSource, which focuses on research, evaluation and continuous program improvement.  Founded in 1997, MOUSE has a visible and positive impact in more than 300 locations in the United States, including New York City, Chicago, California, and Texas. In partnership with Microsoft, the MOUSE Help Desk curriculum is accessible in more than 50 countries worldwide.
4 Per Scholas (also listed under Florida)	804 E. 138th St. Bronx, NY 10454 Tel: 800-877-4068 Tel: 718-991-8400 Fax: 718-991-0414 <a href="http://www.perscholas.org/">http://www.perscholas.org/</a>	Per Scholas is a non-profit social venture dedicated to using technology to improve the lives of people in low-income communities. Operating out of locations in the South Bronx and Miami, their vocational training, computer distribution and recycling programs work together to empower children and help adults build living-wage careers.  Per Scholas provides environmentally responsible recycling for computer equipment, the best of which is reconditioned and distributed to low-income families at the lowest possible price.
<b>North Carolina</b>		
1 Food Bank of Central & Eastern North Carolina	808 Tarheel Drive Raleigh, NC 27609 Tel: 919-875-0707 Fax: 919-875-0801 Jen Neimeyer <a href="http://www.foodbankcenc.org/site/PageServer?pagename=FBCE">http://www.foodbankcenc.org/site/PageServer?pagename=FBCE</a> NCHome	The mission of the Food Bank of Central & Eastern North Carolina is to harness and supply resources so that no one goes hungry in central and eastern North Carolina.  Established in 1980, the Food Bank of Central & Eastern North Carolina a nonprofit organization that has provided food for people at risk of hunger in 34 counties in central and eastern North Carolina for 30 years. The Food Bank serves a network of more than 800 partner agencies such as soup kitchens, food pantries, shelters, and programs for children and adults through warehouses in Durham, Greenville, New Bern, Raleigh, the Sandhills (Southern Pines) and Wilmington. In fiscal year 2009-2010, the Food Bank distributed more than 41.5 million pounds of food and non-food essentials through these agencies.
2 Manna Food Bank, Inc.	627 Swanmanoa River Road Asheville, NC 28805-2445 Tel: 828-299-3663 Fax: 828-299-3664 <a href="http://mannafoodbank.org/">http://mannafoodbank.org/</a>	MANNA FoodBank is a private, not-for-profit service organization, founded in 1982, that links the food industry with 255 partner agencies in 16 counties of WNC.  MANNA FoodBank collects, stores, warehouses and distributes food to MANNA accredited non profits throughout 16 counties in Western North Carolina. MANNA provides direct service on a very limited basis to those struggling with hunger through our MANNA Packs for Kids Program and Food Stamp Outreach. MANNA assists partner agencies with acquiring food to serve those facing hunger.  Their providers include the food industry, individuals, farmers, and State and Federal Agencies. They are also a member of Feeding America, an umbrella organization that links together 205 other food banks throughout the United States.

Exhibit 3

In re Static Random Access Memory (SRAM) Antitrust Litigation  
MDL No. 1819, Case No. 4:07-md-1819 CW

**Proposed Cy Pres Candidates**

NAME	CONTACT INFORMATION	DESCRIPTION
<b>North Dakota</b>		
1 Center for Technology and Business	3333 E. Broadway Ave., Suite 1219 Bismarck ND 58501 Tel: 701-223-0707 Fax: 701-223-2507 <a href="http://nd.taopowered.net/?id=1">http://nd.taopowered.net/?id=1</a>	<p>In 1999, the Center for Technology and Business was founded in Bismarck, North Dakota, supported by grants from the U.S. Small Business Administration and the North Dakota Department of Commerce. Their initial goal was to develop simplified computer materials for use in rural small businesses and to teach business owners to utilize technology as a business tool. Since that time, more than 17,000 rural North Dakotans have learned how to use computers, hooked up to the Internet, and significantly increased rural employment options. The economic impact to the state and our rural communities has been phenomenal!!!</p> <p>The North Dakota Women's Business Center is partially funded by a grant from the U.S. Small Business Administration (SBA). North Dakota Department of Commerce provides state matching funds. The SBA's Office of Women's Business Ownership (OWBO) is the only federal government office charged to help women become full partners in economic development through small business ownership. OWBO provides programs to support women entrepreneurs from business start-up to expansion through a variety of services and resources.</p>
2 Great Plains Food Bank - Lutheran Social Services of North Dakota	1720 3rd Ave. N. Fargo, ND 58102 Tel: 701-232-6219 Fax: 701-232-3871 <a href="mailto:GreatPlainsFoodBank@lssnd.org">GreatPlainsFoodBank@lssnd.org</a> <a href="http://www.lssnd.org/greatplainsfoodbank/Home/home.html">http://www.lssnd.org/greatplainsfoodbank/Home/home.html</a>	<p>The Great Plains Food Bank strives for a hunger-free North Dakota and western Minnesota by recovering surplus food and grocery product, distributing it to hungry individuals through a statewide network of charitable feeding programs, engaging community partners in the fight to end hunger, and advocating for social change.</p> <p>Each year, the Great Plains Food Bank recovers more than 6 million pounds of surplus food and related grocery product, valued at more than \$10 million from local, regional and national food industry partners. This quality and nutritious food, once destined for the landfill because it was overproduced, incorrectly labeled or packaged, or nearing the end of its shelf-life is now being shared with hungry children, seniors and working families.</p> <p>Other valuable sources of food are community food and fund drives conducted by hundreds of individuals, businesses, churches, organizations and civic groups; the USDA's TEFAP commodity program, our Best Buy Purchase program and Feeding America, which allows us to receive critical donations from across the country.</p>
3 The Village Family Service Center	1201 25th St. S. Fargo, N.D. Tel: 701-451-4900 Tel: 800-627-8220 <a href="http://www.thevillagefamily.org/home">http://www.thevillagefamily.org/home</a>	<p>The mission of The Village Family Service Center is to improve the quality of life through services designed to strengthen individuals, families and organizations.</p> <p>The Village Family Service Center has been working with children and families since 1891 when it was established as the North Dakota Children's Home Society. Through the mid-'60s, the primary emphasis was providing for homeless children through foster care and adoption. Over the years, services have changed and expanded to keep up with the changing world and the changing needs of our community. Now The Village provides a full range of services including counseling programs, adoption, financial counseling, pregnancy counseling and mentoring programs like the Big Brothers Big Sisters Program.</p> <p>The Village has offices throughout North Dakota and Minnesota, and serves people nationwide through The Village Business Institute.</p> <p>The Village is accredited by the Council on Accreditation (COA), licensed by the North Dakota Department of Human Services, and is a member of the National Foundation for Credit Counseling, Inc., the Employee Assistance Professionals Association, Inc., Alliance for Children and Families, and Big Brothers Big Sisters America.</p> <p>Thanks to United Way and donor support, The Village services are available at a reduced fee for eligible participants.</p>
<b>Pennsylvania</b>		
1 Computers for Youth (Pennsylvania)	7715 Crittenden Street Suite 311 Philadelphia, PA 19118 Tel: 267-231-5564 Fax: 215-542-1115 <a href="mailto:CFY-PHL@cfy.org">CFY-PHL@cfy.org</a> <a href="http://www.cfy.org/index.php">http://www.cfy.org/index.php</a>	<p>CFY is a national educational non-profit organization launched in 1999 that is dedicated to helping low-income children do better in school by improving their learning environment at home. To achieve this goal, CFY operates high-impact interventions and works to shape public policy on the importance of expanding educational priorities to include learning in the home. CFY's direct-service operations are designed to help educators strengthen the school-home connection and provide families with the key ingredients required to improve their home Learning Environment - a home computer loaded with selected educational software; online family learning services; information about affordable broadband options; and hands-on training designed to help parents become more effective learning partners. Studies confirm that CFY's programs have significantly improved students' test scores and class effort and have increased parents' confidence in themselves as learning partners. CFY's efforts to shape public policy include advising policymakers and opinion makers and leading an Affiliate Network of 37 organizations in 24 states and the District of Columbia.</p> <p>CFY has operations in New York City, Philadelphia, Atlanta, Los Angeles, and the San Francisco Bay Area.</p>

Exhibit 3

In re Static Random Access Memory (SRAM) Antitrust Litigation  
MDL No. 1819, Case No. 4:07-md-1819 CW

**Proposed Cy Pres Candidates**

NAME	CONTACT INFORMATION	DESCRIPTION
2 Philabundance	3616 South Galloway Street Philadelphia, PA 19148 Tel: 215-339-0900 Fax: 215-339-0924 contactus@philabundance.org http://www.philabundance.org/	Philabundance is the region's largest hunger relief organization, providing emergency food and access to services to approximately 900,000 people at risk of hunger and malnutrition throughout the Delaware Valley and beyond.  They provide food and resources through our programs and network of nearly 500 agencies in the Delaware Valley. Their programs include: - Food Help Line - CSFP/senior boxes - Emergency Food Boxes - Fresh For All - Philadelphia Community Kitchen - Grocers Against Hunger - Baby Manna  Their member agencies include food cupboards, shelter or residential programs, social service agencies, emergency kitchens, and neighborhood and church distribution programs—all of whom reach low-income people in need. Philabundance provides food to approximately 65,000 people per week at an aggregate cost of less than 30 cents per meal.
<b>Puerto Rico</b>		
1 Sapienis	P.O. Box 16873 San Juan, PR 00908-6873 Tel: 787-977-3230 Fax: 787-977-0347 info@sapienis.org http://www.sapienis.org/en/programs_overview.htm	They have developed programs that serve schools and communities by striving to improve the quality of public education. Their programs develop participants' leadership skills in order to enhance the school environment and improve scholastic achievement.  In their programs, Sapienis employs the adaptive leadership model developed by Professor Ronald Heifetz of Harvard University. This model is focused on providing individuals with the necessary skills to spur progress in their context—regardless of their particular situation or degree of formal authority.
<b>Rhode Island</b>		
1 Family Service of Rhode Island	55 Hope Street Providence, RI 02906 Tel: 401-331-1350  P.O. Box 6688 Providence, RI 02940-6688  http://www.familyserviceri.org/index.asp	They are one of the oldest and largest non-profit human service agencies in Rhode Island.  Their offices are located in Providence and North Kingstown, with children's residential treatment facilities in Smithfield, North Smithfield, Bristol, and East Providence.  They are accredited by the Council on Accreditation and the Better Business Bureau, and state licensed for behavioral health services and substance abuse treatment. They are also state-certified and state-contracted to provide a wide variety of developmental and mental health services for children and adults of all ages, and hold a dual license for special and regular education.  Family Service of RI has 400 staff members, including board certified psychiatrists, licensed mental health clinicians, chemical dependency professionals, educators, physical, occupational and speech therapists, nurses, and case managers.  More than a dozen languages are spoken including Spanish, Creole, Portuguese, Khmer, and Laotian. We provide TDD service for persons with hearing issues.  About a third of their staff belong to minority communities.
2 Inspiring Minds (formerly VIPS)	905 Westminster Street Providence, RI 02903 Tel: 401-274-3240 Fax: 401-277-9090 inspiringminds@inspiringmindsri.org http://www.vips4kids.org/matrix/default.asp	Inspiring Minds is an award-winning nonprofit educational organization dedicated to enabling our city's public school students to succeed in school – and build a good foundation for their future.  Inspiring Minds' mission is to provide Providence public school students with the educational support services and personalized help they need to grow academically and socially.  Inspiring Minds' vision is that all Providence public school students have an equal chance at academic success. We see Inspiring Minds as being the provider of superior tutorial and mentoring services, educational resources and individual attention which truly affect academic outcomes and build skills for the 21st century.  Inspiring Minds accomplishes our goals through our tutoring/mentoring programs for students in all grade levels and our after-school and summer workforce preparedness and career development programs for middle and high school students. Inspiring Minds efficiently manages these initiatives by using recruited, screened, trained and managed community volunteers and leveraging collaborations with other nonprofits, businesses and universities to make a difference in our students' lives. Inspiring Minds' services are available to all Providence public school students, at all grade levels and in all subject areas.

