

STATE OF MINNESOTA
OFFICE OF THE ATTORNEY GENERAL

KNOW ALL MEN BY THESE PRESENTS, That I, WARREN SPANNAUS, Attorney General of the State of Minnesota, by virtue of authority vested in me by statute, have constituted and appointed

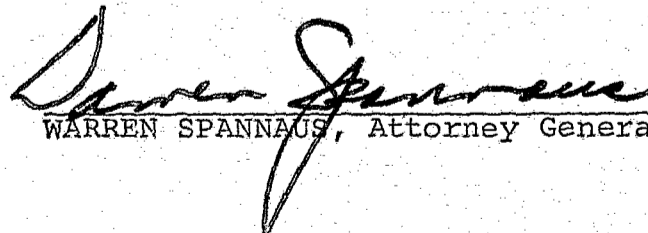
LEE A. FREEMAN

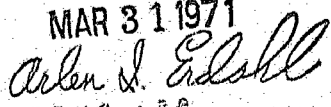
(hereinafter referred to as Special Counsel) of the law firm of Freeman, Freeman & Salzman, Chicago, Illinois, as Special Counsel to the Attorney General effective March 4, 1971, for the purpose of handling all necessary legal work for the State of Minnesota and its political subdivisions represented by it in connection with the case of The State of Minnesota v. Harper & Row Publishers, Inc., et al., filed in June, 1968, in United States District of Minnesota, Third Division.

Special Counsel shall be compensated on a reasonable fee basis.

Special Counsel shall serve at the pleasure of the Attorney General.

Dated: March 15, 1971.


WARREN SPANNAUS, Attorney General

22670
STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED
MAR 31 1971

Secretary of State

F E E A G R E E M E N T

THIS AGREEMENT made this 19th day of March, 1971,
by and between the State of Minnesota and its political subdivisions
represented by it, by and through its Attorney General Warren Spannaus;
and Lee A. Freeman of the law firm of Freeman, Freeman & Salzman,
of Chicago, Illinois, hereinafter referred to as Special Counsel,

WITNESSETH:

WHEREAS, Attorney General Warren Spannaus has appointed
Special Counsel as Special Counsel to the Attorney General effective
March 4, 1971, in connection with the action entitled The State of
Minnesota v. Harper & Row Publishers, Inc., et al., filed in June,
1968, in United States District Court for the District of Minnesota,
Third Division, involving antitrust proceedings in connection with
purchases by the State of Minnesota and its political subdivisions
of library editions of children's books,

NOW, THEREFORE, IT IS MUTUALLY COVENANTED AND AGREED:

1. Special Counsel, for and in consideration of the com-
pensation hereinafter set forth, agrees to render all legal services
necessary for the State of Minnesota and its political subdivisions
represented by it in the above-named case including the prosecution
of any necessary appeals and all necessary legal work required in
connection with final disposition of the above case.

2. The services to be performed by Special Counsel shall
be at the direction and under the supervision and control of the
Attorney General, and Special Counsel shall serve at the pleasure
of the Attorney General.

3. Special Counsel shall be compensated on a contingent fee basis of 20 percent of any sum recovered on behalf of the State and any of its political subdivisions represented by it, whether by verdict, settlement, or otherwise. If an attorney's fee is recovered pursuant to settlement or is awarded by the Court pursuant to Section 4 of the Clayton Act (15 U.S.C. Sec. 15), said fee shall become part of the 20 percent contingent attorney's fee so that in no case shall the compensation of Special Counsel exceed 20 percent of any sum recovered. No other fee shall be paid or payable to Special Counsel or to such other members of his law firm who may from time to time assist Special Counsel in the prosecution of the above case. Such 20 percent fee shall include the prosecution of any necessary appeals and all necessary legal work in connection with final disposition of the above case.

4. Special Counsel shall be reimbursed by the Attorney General for reasonable costs and expenses incurred in the conduct of the above litigation. Such costs and expenses shall be payable by the Attorney General upon presentation by Special Counsel of an itemized statement together with such supporting data as may be requested by the Attorney General.

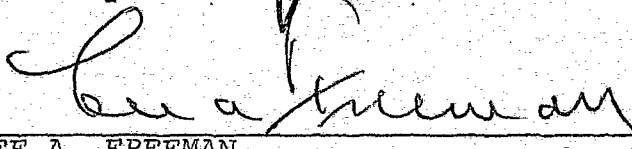
5. Special Counsel shall refund to the Attorney General any costs which may be assessed or imposed on the defendants and collected by Special Counsel from them in accordance with an Order

of Court or by any settlement, provided that the Attorney General has previously reimbursed Special Counsel therefor.

IN WITNESS WHEREOF, the State of Minnesota has caused this agreement to be executed by its Attorney General, and Lee A. Freeman of Freeman, Freeman & Salzman, has hereunto set his hand the day and year first above written.

STATE OF MINNESOTA

By 
WARREN SPANNAUS
Attorney General


LEE A. FREEMAN
Freeman, Freeman & Salzman
Thirty-seventh Floor
One North LaSalle Street
Chicago, Illinois 60602

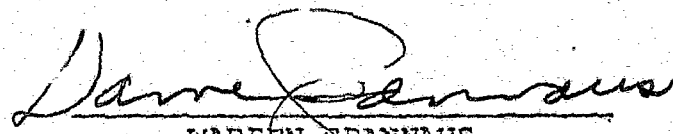
FREEMAN, Lee A.

TERMINATION OF APPOINTMENT OF SPECIAL ATTORNEY

The appointment filed with the Secretary of State on
March 4, 1971, of Lee A. Freeman
of Chicago, Ill., ~~Minnesota~~, as special attorney~~(s)~~ for the
purpose of handling all necessary legal work for the State of
Minnesota and its political subdivisions represented by it in
connection with the case of The State of Minnesota v. Harper &
Row Publishers, Inc., et al.

is hereby terminated.

Executed in St. Paul, Minnesota, this 13th day of
September, 1976.


WARREN SPANNAUS
Attorney General

RECEIVED
SEP 14 1976
SECRETARY OF STATE
CORPORATION DIVISION

22670