

MULLIN, William E.

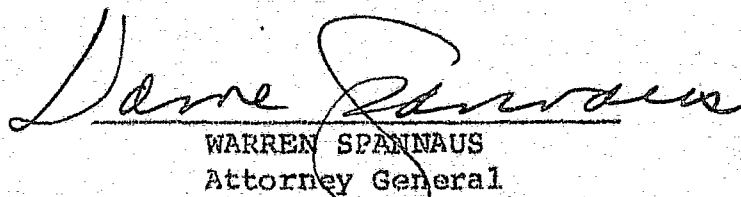
TERMINATION OF APPOINTMENT OF SPECIAL ATTORNEY

The appointment filed with the Secretary of State on
April 1, 1975, of William E. Mullin
of Minneapolis, Minnesota, as special attorney(x) for the
purpose of handling all necessary legal work for the State of
Minnesota and any political subdivisions represented by it in
connection with State of Minnesota, by its Attorney General, Warren
Spannaus v. Hawkins Chemical, Inc., et al.

is hereby terminated.

Executed in St. Paul, Minnesota, this 1st day of

September, 1976.


WARREN SPANNAUS
Attorney General

28166

RECEIVED
SEP 2 - 1976
SECRETARY OF STATE
CORPORATION DIVISION

STATE OF MINNESOTA
OFFICE OF THE ATTORNEY GENERAL

SPECIAL COUNSEL APPOINTMENT

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

WILLIAM E. MULLIN
(Mullin, Swirnoff & Weinberg, P.A.)

of Minneapolis, Minnesota, as Special Counsel to the Attorney General for the purpose of handling all necessary legal work for the State of Minnesota and any political subdivisions represented by it in connection with State of Minnesota, by its Attorney General, Warren Spannaus, v. Hawkins Chemical, Inc., et al., and to serve at the pleasure of the Attorney General. This appointment shall be effective as of April 1, 1975, and is subject to the terms and conditions set forth in the attached Fee Agreement.

Executed in St. Paul, Minnesota, this 23rd day of June 1975.

Warren Spannaus
WARREN SPANNAUS
Attorney General

STATE OF MINNESOTA)
) ss.
COUNTY OF HENNEPIN)

I, WILLIAM E. MULLIN, do solemnly swear that I will support the Constitution of the United States and of the State of Minnesota, and will faithfully discharge the duties of the Office of Special Counsel to the Attorney General to the best of my judgment and ability, so help me.

William E. Mullin
WILLIAM E. MULLIN #28166

Subscribed and sworn to before me
this 16th day of June, 1975.

Susan K. Anderson
SUSAN K. ANDERSON
NOTARY PUBLIC - MINNESOTA
HENNEPIN COUNTY
My Commission Expires Dec. 12, 1978

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED
JUN 23 1975
Susan Anderson Brown
Secretary of State

FEE AGREEMENT

THIS AGREEMENT by and between the State of Minnesota, by and through its Attorney General, Warren Spannaus, and William E. Mullin, of the firm of Mullin, Swirnoff & Weinberg, P.A., Minneapolis, Minnesota, hereinafter referred to as Special Counsel,

WITNESSETH:

WHEREAS, Attorney General Warren Spannaus has appointed Special Counsel as Special Counsel to the Attorney General in connection with the claims of the State of Minnesota and political subdivisions represented by it in State of Minnesota, by its Attorney General, Warren Spannaus, v. Hawkins Chemical, Inc., et al.

NOW, THEREFORE, IT IS MUTUALLY COVENANTED AND AGREED:

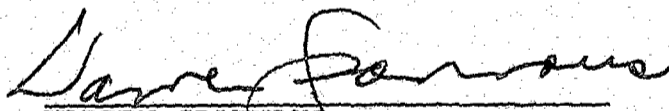
1. Special Counsel, for and in consideration of the compensation hereinafter set forth, agrees to render all legal services necessary for the State of Minnesota and any political subdivisions represented by it in the above case, including all trials, retrials, appeals, and remands thereof, and any and all other necessary legal services required in connection with final disposition of claims and counterclaims relative to 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 the above case shall not be settled without the approval of the Attorney General. Special Counsel shall serve at the pleasure of the Attorney General.
3. Compensation of Special Counsel shall, in the event of a recovery of money damages by plaintiff, by settlement or otherwise, be an amount equal to the lesser of (1) Fifty-Five Dollars (\$55) per hour for attorneys and Twenty-five Dollars (\$25) per hour for law student clerks or (2) Fifteen percent (15%) of the amount of such recovery. In no event, however, shall the compensation of Special Counsel be less than Thirty-five Dollars (\$35) per hour for attorneys and Fifteen Dollars (\$15) per hour for law student clerks, regardless of any recovery or the amount thereof. If attorneys fees are recovered pursuant to settlement or are awarded by the court pursuant to Section 4 of the Clayton Act (15 U.S.C. § 15), said fees shall become part of the fee of Special Counsel so that the compensation of Special Counsel shall not, by reason thereof, exceed the fee provided for in this paragraph.
4. The Attorney General shall reimburse Special Counsel for the state's and any political subdivision's individual or proportionate share(s) of expenses and reasonable out-of-pocket

disbursements incurred by Special Counsel in the prosecution of this litigation, including, by way of example, without limiting the generality thereof, filing fees, costs of reproducing papers and documents, court reporters' fees, investigators' and experts' fees (other than those rendering expert legal advice), long-distance telephone tolls, and travel expenses. Such 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. Should such disbursements exceed Fifteen Thousand Dollars (\$15,000) in any one year, or should any unusual disbursement be contemplated, Special Counsel will not incur such expense unless and until Special Counsel has first received written authorization from the Attorney General.


6. Special Counsel shall refund to the Attorney General the state's and any political subdivision's individual or proportionate share(s) of expenses of reasonable out-of-pocket disbursements which may be assessed or imposed on the defendants and collected 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 Fee Agreement to be executed by its Attorney General, and William E. Mullin, of the firm of Mullin, Swirnoff & Weinberg, P.A., has hereunto set his hand.

Dated: _____, 1975. STATE OF MINNESOTA .


WARREN SPANNAUS
Attorney General

Dated: June 16th, 1975.


WILLIAM E. MULLIN
Mullin, Swirnoff & Weinberg, P.A.