

IN THE CIRCUIT COURT OF MASON COUNTY, WEST VIRGINIA

STATE OF WEST VIRGINIA ex rel.,
DARRELL V. McGRAW, JR.,
ATTORNEY GENERAL

Plaintiff,

Civil Action No. 11-C90-N

v:

FIRST PREMIER BANK
FIRST PREMIER BANKCARD, and
UNITED NATIONAL CORPORATION,

Defendants.

JUN 20 2013

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FINAL ORDER OF DISMISSAL WITH PREJUDICE

On this 18th day of June, 2013, came the Plaintiff, State of West Virginia *ex rel.* Patrick Morrissey ("West Virginia" or "Plaintiff"), and Defendants First PREMIER Bank ("First Premier"), PREMIER Bankcard, LLC (improperly named in Complaint as First Premier Bankcard), and United National Corporation (collectively, "Defendants"), by counsel, and moved the Court to approve the settlement described herein, to determine the amount of attorneys' fees and costs to be awarded herein, and to dismiss this action in its entirety. Upon review of the Motion submitted by the parties, the Court GRANTS the motion and DISMISSES the action WITH PREJUDICE, on the following terms:

1. Settlement Consideration:

First Premier shall make certain agreed upon changes to its PREMIER Credit Protection program and provide a payment totaling One Hundred Twelve Thousand Five Hundred Dollars (\$112,500.00) to the State of West Virginia under the time frame set forth in paragraph 2 below. At the discretion of the Attorney General's Office, the State's settlement proceeds shall be used

by the Office of the Attorney General for any one or more of the following purposes: direct and indirect administrative, investigative, compliance, enforcement, or litigation costs and services incurred for consumer protection services; to be held for appropriation by the Legislature; and/or distribution by the Attorney General to taxpayers and/or consumers.

2. Attorneys' Fees and Costs:

The Court is aware of the significant commitment of the State's attorneys' resources and time to this undertaking; the skill required by the attorneys adequately to represent the State in this case; the novelty and difficulty of the legal issues involved in this action; and the attorneys' knowledge and ability to properly labor through the issues. Also, the Court is aware of the time constraints this case has placed upon the attorneys and the necessary preclusion of some other work the attorneys have had to face in order to adequately represent the State in this case. Furthermore, the Court notes the settlement the attorneys have achieved for the State, including a One Hundred Twelve Thousand Five Hundred Dollar (\$112,500) cash payment to the State.

Having considered these factors, consulted pertinent legal authority, and having knowledge of the record of this proceeding, the Court hereby adjudges that attorneys' fees and expenses in the amount of Thirty Seven Thousand Five Hundred Dollars (\$37,500.00) is reasonable in light of the facts and circumstances of the case and the record herein, and therefore **ORDERS** the Defendants to pay unto Bucci, Bailey & Javins LC, within ten business days of either 1) the date of entry of this order or 2) the date Bucci, Bailey & Javins provides W-9s to Defendants, whichever is later, the amount of Thirty Seven Thousand Five Hundred Dollars (\$37,500.00).

3. Release of Claims

In granting the State's and Defendants' motion, the Court hereby approves the State's release of all the Defendants to this action, their respective past and present employees, stockholders, officers, directors, partners, agents, brokers, contractors, servants, affiliates, subsidiaries, parents, departments, divisions, insurers, attorneys, predecessors, successors and assigns (the "Released Parties") and each of them, jointly and severally, from any and all claims or counterclaims, causes of action, remedies, damages, liabilities of any nature whatsoever, debts, suits, demands, actions, costs, expenses, fees, controversies, set-offs, whether at law, equity, administrative or otherwise, which the State, whether directly, indirectly, representatively, derivatively or in any other capacity, may now have or have ever had, against any and each of the Released Parties, without exception or limitation, that arose prior to the effective date of the agreement between West Virginia and Defendants and that arose directly or indirectly from the business practices or procedures complained of at any time in this action.

4. Finality

The parties have agreed that this Order shall be final and have waived any right to appeal herefrom, and this Order is therefore non-appealable.

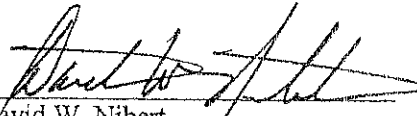
5. Settlement of Disputed Claims.

The parties have also agreed that Defendants dispute the claims asserted in the Action and that nothing arising from the parties' settlement or from the matters herein shall be construed as an admission by First Premier or any of the Defendants of any liability, matter set forth in the Complaint, or otherwise.

WHEREFORE, the Court **ORDERS** that this matter is hereby **DISMISSED WITH PREJUDICE** consistent with the rulings set forth in this Order, and the Clerk is hereby directed to strike this matter from the docket.

The Clerk of Court is hereby **DIRECTED** to send a certified copy of this Order to all counsel of record.

Entered this 18th day of JUNE, 2013.



Judge David W. Nibert
Judge, Fifth Judicial District

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MASON COUNTY CIRCUIT CLERK

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MASON COUNTY

Submitted by:

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