

Exhibit D

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF SOUTH CAROLINA

ROCK HILL DIVISION

Kevin Faile, Louis C. Roman, Alan R.)	Civil Action No. 0:10-cv-2809-CMC
DePalma, and Brian Scott Craton, all)	
individually and on behalf of all)	
other similarly situated individuals,)	
)	
Plaintiffs,)	AFFIDAVIT OF KEVIN FAILE
)	
vs.)	
)	
Lancaster County, South Carolina,)	
)	
Defendant.)	
_____)	
STATE OF SOUTH CAROLINA)	
)	
COUNTY OF LANCASTER)	

PERSONALLY appeared before me Kevin Faile, who, after being duly sworn, deposes and states the following:

1. My name is Kevin Faile. I am older than eighteen years of age. The statements in this Affidavit are based upon my own personal knowledge.
2. I am the lead, named Plaintiff in the above-captioned case. My colleague, Louis Roman, and I were primarily involved in the decision to file this lawsuit on behalf of the current and former employees of the Lancaster County EMS Department. I served on the Plaintiffs' Steering Committee and was present for almost every meeting, except where I had an unavoidable work conflict or other personal commitment.
3. I have spent hundreds of hours of my own time in connection with the is case since

October 2010, from meeting and interviewing attorneys, organizing meetings of the potential Plaintiffs, attending meetings of the Plaintiffs' Steering Committee, and coordinating the distribution of consent forms for opt-in Plaintiffs, to reviewing pleadings, assisting with the preparation of discovery responses, and preparing for depositions. Mr. Roman or I attended every deposition in this case with the exception of one witness, whose deposition conflicted with our work schedules. I have been one of the main points of contact between our attorney, Mr. Rothstein, and the group of opt-in Plaintiffs and have done my best to keep the Committee and the opt-in Plaintiffs informed of any and all developments in this case.

4. I undertook the burden of serving as the lead Plaintiff in this action, despite the great risk to my professional career in doing so. Ever since we filed the Complaint in this matter, I felt like I had a target on my back with County Administration and the management of the Lancaster County EMS Department. I was terminated by the Deputy County Administrator on June 28, 2011. I filed a grievance and was granted a hearing before the County's Employee Grievance Committee on July 28, 2011. The Grievance Committee unanimously recommended my reinstatement of employment with the County; however County Administrator Steve Willis overruled the Grievance Committee and sustained my termination on August 17, 2011. I have filed a lawsuit against the County, Mr. Willis, and former Deputy County Administrator, Jeff Naftal, for retaliation under the Fair Labor Standards Act and for other related claims.

5. I was present for the second mediation in this case, at least through lunch-time, when I had to go to work at my new job working for a private ambulance service in Chesterfield County. I did not attend the first mediation in person because my employment with Lancaster County had been suspended at that point, and I was concerned that my presence in at the mediation would be

counter-productive or distracting. I was fully informed about the proceedings in both mediations.

6. I have reviewed the Settlement Agreement in this case, and it accurately reflects the terms of the settlement the Steering Committee voluntarily reached with the County in this case. I voted in favor of the settlement because I believe that it is fair and reasonable and in the best interest of the class of Plaintiffs as a whole.

7. We understand that by agreeing to settle this case, we are giving up our right to proceed to a trial in this matter; however, we are willing to compromise the value of the lawsuit some to avoid the uncertainties of a trial and to avoid the expense and delay of continuing the discovery and litigation of this case.

8. Mr. Rothstein has explained in great detail the legal and factual issues that are in dispute in this case. We understand that there are several unresolved questions of fact and law that could make the outcome of a trial uncertain. There is a very real risk that we could recover less than the amount of the settlement if we went to trial on this case, plus the additional costs of going forward would reduce our net recovery from a trial. Mr. Rothstein explained that the potential for appeals in this case could delay any recovery even further, by up to another 18 months to two years.

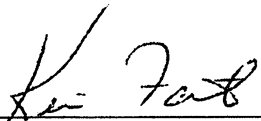
9. I am very satisfied with the legal services provided to us by our lawyer in this case, David Rothstein. Mr. Roman and I interviewed other attorneys in South Carolina to handle this case, and Mr. Rothstein came very highly recommended. He has kept me and the Steering Committee fully informed about the progress of the case and has always been available to answer my questions throughout the case. I believe that Mr. Rothstein worked diligently throughout case, and his efforts certainly increased the value of this case.

10. The named Plaintiffs and I have agreed to pay Mr. Rothstein's law firm a contingency

fee of one-third (33.33%) of any recovery he received on behalf of the Plaintiffs in this case, either by way of settlement or verdict, plus reimbursement of actual costs. We probably would not have been able to afford to file this lawsuit if we had to pay an attorney up front, by the hour, and had to advance the litigation costs up front. I believe that Mr. Rothstein's fees are fair and reasonable. I also believe that the expenses incurred by Mr. Rothstein's law firm appear to be reasonable.

11. I sincerely believe that the proposed settlement is in the best interest of the Plaintiff class in this case.

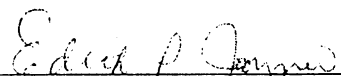
FURTHER AFFIANT SAYETH NOT.



Kevin D. Faile

SWORN to and subscribed before me,

this 12 day of January, 2012



Notary Public for South Carolina (L.S.)

My commission expires: 10/29/19.