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LOS ANGELES
SUPERIOR COURT

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SUPERIOR COURT OF THE STATE OF CALIFORNIA
FOR THE COUNTY OF LOS ANGELES

MARTIN DANIEL, ROBERT RAWLINGS,
and JOSHUA BENNETT, on behalf of
themselves and all others similarly situated, and
as private attorneys general pursuant to
Business and Professions Code section 17204,

Plaintiffs,

v.

AMERICAN HONDA MOTOR CO., INC.,
and HONDA NORTH AMERICA, INC.,
and DOES 1-100, inclusive,

Defendants.

Case No. BC 319600

CLASS ACTION

**[PROPOSED] ORDER GRANTING FINAL
APPROVAL OF SETTLEMENT AND
ENTERING FINAL JUDGMENT AND
ORDER OF DISMISSAL**

Plaintiffs' Motion for Final Approval of Class Action Settlement came on for hearing on
November 16, 2006, as previously scheduled before the Honorable Terry A. Green. All parties
appeared through counsel, as stated on the record. The Court, having considered Plaintiffs'
Motion for Final Approval of Class Action Settlement ("Motion"), having considered all of the
submissions and arguments with respect to the Motion, having provisionally certified by an Order
that issued from the bench on August 7, 2006, a Settlement Class pursuant to the California Code
of Civil Procedure, and GOOD CAUSE APPEARING, the Court finds, orders and adjudges as
follows:

1 1. This matter satisfies the requirements for the certification of a nationwide class for
2 settlement purposes. *7-Eleven Owners for Fair Franchising v. Southland Corp.*, 85 Cal. App. 4th
3 1135, 1160-62 (2000); *Dunk v. Ford Motor Co.*, 48 Cal. App. 4th 1794, 1805-06 (1996).

4 2. The Court hereby appoints as Class Counsel Jeffrey L. Fazio and Dina E.
5 Micheletti of Fazio | Micheletti LLP; Lisa M. Mezzetti of Cohen Milstein Hausfeld & Toll,
6 P.L.L.C.; and Jon Tostrud of Cuneo Gilbert & LaDuca LLP.

7 3. Notice to the Settlement Class has been provided in accordance with the proposal
8 described in the parties' Memorandum in Support of Joint Motion for Preliminary Approval of
9 Settlement, and documents submitted in connection therewith, which was approved and adopted
10 by this Court on August 7, 2006, and such notice by mail and via the internet has been given in an
11 adequate and sufficient manner, constitutes the best notice practicable under the circumstances,
12 and satisfies the requirements of due process. The notice apprised the members of the Settlement
13 Class of the pendency of the litigation, of all material elements of the proposed settlement, of the
14 *res judicata* effect of approval of the settlement on the members of the Settlement Class, and of
15 their opportunity to exclude themselves from the Settlement Class, to object to the settlement, and
16 to appear at the Final Approval Hearing. Full opportunity has been afforded to the members of
17 the Settlement Class to participate in the Final Approval Hearing. Accordingly, the Court
18 determines that all members of the Settlement Class (except those who excluded themselves from
19 the settlement) are bound by this Order and Final Judgment. A list of those persons who have
20 excluded themselves from the settlement is attached hereto as Exhibit A.

21 4. The Settlement Agreement was arrived at as a result of arms'-length negotiations
22 conducted in good faith by counsel for the parties and is supported by the overwhelming majority
23 of the members of the Settlement Class.

24 5. This case presents difficult and complex issues as to liability and damages as to
25 which there are substantial grounds for difference of opinion.

26 6. The settlement, as set forth in the Settlement Agreement, is fair, reasonable and
27 adequate in light of the complexity, expense and duration of litigation and the risks involved in
28 establishing liability, damages and in maintaining the class action through trial and appeal.

1 7. The promises and commitments of the parties under the terms of the Settlement
2 Agreement constitute fair value given in exchange for the releases of the Settled Claims against
3 the Released Parties as those terms are defined in the Settlement Agreement.

4 8. The Parties and each Settlement Class Member have irrevocably submitted to the
5 jurisdiction of this Court for any suit, action, proceeding or dispute arising out of the Settlement
6 Agreement.

7 9. Any dispute between any Settlement Class Member (including any dispute as to
8 whether any person is a Settlement Class Member) and any Released Party which in any way
9 relates to the applicability or scope of the Settlement Agreement or this Order Granting Final
10 Approval of Settlement and Entering Final Judgment and Order of Dismissal should be presented
11 exclusively to this Court for resolution by the Court.

12 IT IS THEREFORE ORDERED, ADJUDGED AND DECREED AS FOLLOWS:

13 1. Plaintiffs' Motion for Final Approval of Class Action Settlement is GRANTED.

14 2. This action is certified as a class action for purpose of settlement on behalf of a
15 Settlement Class consisting of: (1) All persons and entities within the United States and
16 Puerto Rico who own Honda Elements, model years 2003 and 2004, as of the date of this
17 Final Order and Judgment. Excluded from the Settlement Class are the following entities and
18 persons:

19 A. Honda and its subsidiaries, affiliates, officers, directors and employees;

20 B. Persons who have claimed personal injuries as a result of the Windshield Cracking
21 Condition;

22 C. Persons who have filed separate, non-class legal actions against Honda asserting
23 claims relating to the Windshield Cracking Condition;

24 D. Persons who have pursued a claim against, and reached a verdict against or settled
25 with Honda from individual claims substantially similar to those alleged in the Complaint;

26 E. Persons who claim to have suffered property damage due to the Windshield Cracking
27 Condition (other than a crack in the front windshield);

28 F. Persons who validly opt out of the settlement.

1 3. The Settlement Agreement is finally approved as fair, reasonable and adequate and in
2 the best interests of the Settlement Class, and the parties are directed to consummate the settlement in
3 accordance with the terms of the Settlement Agreement.

4 4. This action is hereby dismissed on the merits with prejudice.

5 5. Class Counsel have applied for an award of attorneys' fees and expenses to be paid
6 by Honda pursuant to the terms of the Settlement Agreement. This Court awards Class Counsel
7 attorneys' fees and expenses of \$610,000.00 to be paid in accordance with the terms of the
8 Settlement Agreement. Said fees and expenses have been determined by the Court to be fair,
9 reasonable, and entirely appropriate. *No other fees, costs or expenses may be awarded to Class
and shall be paid on or before 12/31/06 to the Fazio/Micheletti Trust Account*
10 Counsel in connection with this action or any related action. The Court further awards Class
for disbursement pursuant to Class Counsel's allocation agreement
11 Representatives Daniel \$5,000.00, Rawlings \$8,000.00, and Bennett \$2,000.00 as incentive
12 awards in recognition of their contribution to the prosecution and resolution of this action.

13 6. By this order and judgment, all members of the Settlement Class have released and
14 do release American Honda Motor Co., Inc., Honda Motor Co., Ltd., Honda R&D Co., Ltd.,
15 Honda R & D Americas, Inc., Honda North America, Inc., Honda of America Mfg., Inc., all
16 Honda related companies involved in the development, design, testing, manufacturing, assembly,
17 distribution and sale of Honda Elements model years 2003 and 2004, and each of such entities'
18 present and former officers, directors, employees, agents, heirs, executors, administrators,
19 successors, reorganized successors, spin-offs, assignees, subsidiaries, affiliates, parents, divisions,
20 and predecessors (collectively, "Released Parties") from any and all claims or causes of action
21 that were or could have been asserted by the Plaintiffs or any Settlement Class member relating to
22 the windshield cracking condition ("Released Claims"). The Released Claims may include
23 claims, demands, rights, liabilities and causes of action that are not known or suspected to exist
24 and, nevertheless, any such Released Claims are still released, and all members of the Settlement
25 Class have waived any rights, benefits, or protections of California Civil Code § 1542 or any
26 comparable statutory or common law provision of any other jurisdiction to the contrary.
27 Notwithstanding the above, no claim for personal injury, wrongful death or physical damage to
28 property (other than cracked windshields) against Honda or the Released Parties is hereby

1 released. The Released Claims are hereby compromised, settled, released, discharged and
2 dismissed on the merits and with prejudice against the Released Persons by virtue of the
3 proceedings herein and this Final Judgment and Order of Dismissal.

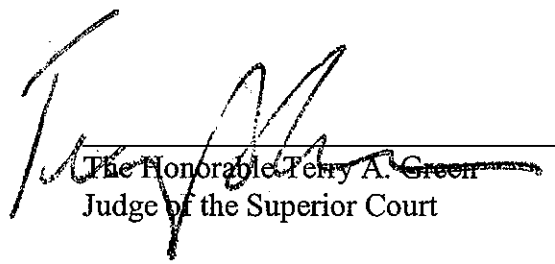
4 7. No person shall have any claim against Plaintiffs, Class Counsel, Honda, Honda's
5 Counsel, or the Released Parties or their agents based upon administration of the Settlement
6 substantially in accordance with the terms of the Settlement Agreement or any order of the Court
7 or appellate court.

8 8. Without affecting the finality of this judgment, the Court retains jurisdiction over
9 this action, including the administration and consummation of the settlement. In addition, without
10 affecting the finality of this judgment, the Court retains jurisdiction over defendant, and each
11 member of the Settlement Class as defined in this Order is hereby deemed to have submitted
12 irrevocably to the exclusive jurisdiction of this Court for any suit, action, proceeding or dispute
13 arising out of or relating to this Order or the Settlement Agreement.

14 9. The Court finds that there is no reason for delay, and directs the Clerk to enter
15 judgment.

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17 ENTERED this 16th day of Nov, 2006.

18 BY THE COURT:

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22 The Honorable Terry A. Green
23 Judge of the Superior Court

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EXHIBIT A

Daniel v American Honda Opt Out List

Timely Opt Outs

ClaimID	FirstName	LastName
HDEL110015477	TIMOTHY	BRUST
HDEL110055509	EREKA	HUMPHREY
HDEL110063790	VIRGINIA	NELSON
HDEL110089918	DONALD	DORSETT
HDEL110091017	RICHARD	BOYLE
HDEL110094989	GEORGE	DAVEY
HDEL110095233	JOSEPH	DURRETT
HDEL110099255	KAM	HUGHES
HDEL110101004	KIMBERLY	ANDRES
HDEL110106375	JUDITH	BENSON
HDEL110112987	THOMAS	DURSEE
HDEL110122281	LAURETTA	PATTERSON
HDEL110138269	CAROL	PLISGA
HDEL110144374	LISA	STROUD
HDEL110147152	JUDY	SEABERRY
HDEL110147527	BARRETO MA	A
HDEL110148957	SHELIA	MANGUM
HDEL110167110	ELOISA	MOGER
HDEL110174117	ALFREDO	QUINTANA
HDEL110203117	CAROLYN	MARTIN
HDEL110208275	LAWRENCE	SHAW
HDEL110210539	MICHAEL	TIDWELL
HDEL110218459	BROOKE	NICHOLS
HDEL110220488	HERMAN	ROHLFS
HDEL110223681	DAVID	ROOLEY
HDEL110225978	RANDALL	FLUKER
HDEL110227466	CAROLYN	COOPER
HDEL110241922	KATHRYN	BLONDELL
HDEL110242392	JUDITH	PLUMB
HDEL110244492	WILLARD	PIERCE
HDEL110256601		CATES LIGHTING CENTER INC
HDEL110259848	DEBORAH	VILLARREAL
HDEL110268901	REGINA	CLINGON
HDEL110269525	RITA	SUNDERMAN
HDEL110275053		HEAVI LLC
HDEL110285873	JAYJAY	QUEJA
HDEL110287353	JOYCE	JUILLARD
HDEL110305742	DIANA	LARAMORE
HDEL110306293	RYAN	DEMLOW
HDEL110320814	WAYNE	BATES
HDEL110325808	BETTY	MACOUBRIE-CROSBY
HDEL110335226	JOHN	KONKLER
HDEL110339884	CONNIE	CHASE
HDEL110356274	FRANK	COUNTRYMAN
HDEL110360670	KIMBERLY	KINGSTON
HDEL110372776	WILLIAM	GRIMES
HDEL110376470		HEAVI LLC
HDEL110383263	JOSEPH	WILLIAMS
HDEL110392254	BARRY	EDELMAN

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HDEL110406808	DINA	COCHRANE
HDEL110411801	SOTHEA	SY
HDEL110413855	WILLIAM	OMARA
HDEL110433422	JACOB	OUKES JR
HDEL110452699	MARTHA	IVES
HDEL110461809	DONALD	RICE
HDEL110462740	MEL	FREY
HDEL110487212	PAUL	MOCABY JR
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HDEL110544178	DARBY	KRAMER
HDEL110561480	JAMES	LANIER
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HDEL110567372	CAROLE	BROWN
HDEL110602763	ANDREA	CAINE
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HDEL110623116	NICHOLAS	LOMBARDO
HDEL110623221	SHARON	WHITE
HDEL110637664	NONA	JORDAN
HDEL110641564	ERNESTO	MARTINEZ
HDEL110646612	MAXINE	FECKO
HDEL110651250	MATTHEW	MORGAN
HDEL110667873	KAREN	BIRCHFIELD
HDEL110677526	MICHAEL	FOX
HDEL110679367	DONNA	SAVOY-CAREY
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HDEL110713549	LINDA	FISCHER
HDEL110733493	KAREN	PUGH
HDEL110736913	OREN	PAINTER
HDEL110739637	KIRSTIE	RIVERA
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HDEL110762906	PO	WONG
HDEL110767029	SYLWIA	KOWALSKI
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HDEL110811141	STEWART	GRAND
HDEL110822275	WILLIAM	SHELDON
HDEL110827188	JIM	ROBERTSON
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HDEL110853693	MARGARET	ROWE
HDEL110865934	MARIAN	DEMOL
HDEL110880801	KATHLEEN	COOPER
HDEL110898760	WILLIAM	PFENDER 3D
HDEL110903305	KIMBERLY	ALBEE
HDEL110926534	MARGUERITE	ALLEN
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HDEL110965416	ANTHONY	POULOS
HDEL110981772	JOAN	TOBIAS
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HDEL110997890	JOHN	SHIREY
HDEL111007354	DORIS	GOODMAN
HDEL111028912	KIMBERLY	THOMPSON
HDEL111034262	GARLAND	NELSON JR
HDEL111035994	SANDRA	WOOD
HDEL111061081	RICHARD	CHINERY
HDEL111061294	KILLEEN EX TIVE	CAR
HDEL111065150		WESBANK LEASING
HDEL111074043	GUILLERMO	ESPINOZA
HDEL111082402	AMEX ASSUR	E CO
HDEL111084936	ARGELIK	PAEZ
HDEL111121513	MARTHA	HACKWORTH
HDEL111123818	MARIA	KARPINECZ
HDEL111123915	THERESA	BRESSLER
HDEL111134062	RAQUEL	DIAZ
HDEL111140348	ROY	ENGLUND
HDEL111142731	RENE	RODRIGUEZ
HDEL111172363	SALLY	PETERS
HDEL111187743	CLAUDIA	MONTIEL
HDEL111194871	THOMAS	WELLMAN
HDEL111195541	DEIRDRE	MARTIN
HDEL111198079	KILLEEN EX TIVE	CAR
HDEL111199440	KILLEEN EX TIVE	CAR
HDEL111203749	CORA	CLARK
HDEL111203897	STEVEN	SHAW
HDEL111223162		TANSKY INC
HDEL111234318	JACK	HUSKINS JR
HDEL111234725	MELVIN	MILLER
HDEL111249528	PATRICIA	BAILEY
HDEL111267143	ANNE	SHEEHAN
HDEL111267976	GERARD	ARCHIBALD
HDEL111273780	MICHAEL	RETTIG
HDEL111274697	CAROLINE	HUSKEY
HDEL111286407	CRYSTAL	SPORE
HDEL111296860	KILLEEN EX TIVE	CAR
HDEL111302305		WESTERN BEVERAGE INC
HDEL111308052	MARYLEE	PANGMAN
HDEL111315415	PETER	SUTORIUS
HDEL111319321	PATRICK	GRIFFIN
HDEL111329009	BENJAMIN	GEORGE

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HDEL111329190	HOLLY	ECKERSON
HDEL111331232	CAROL	CURRAN
HDEL111340614	JAMES	LONG 3D
HDEL111353201	LAWRENCE	PANZERI SR
HDEL111357657	GENARO	GMENDOZA
HDEL111372796	ERIC	PARK
HDEL111379553	JEFFREY	CHANLUGAY
HDEL111380217	MICHAEL	PERRONE
HDEL111401982	BARBARA	HODGE
HDEL111420987	CHANG	LEE
HDEL111444347	HAROLD	BECKER
HDEL111478314	NANCY	ESCALANTE
HDEL111492643	TAK	YEUNG
HDEL111496347	VICTOR	SALKOWITZ
HDEL111517255	VICTORIA	WILSON
HDEL111545020	GARO	OTELLO
HDEL111555882	MARK	DISANTI
HDEL111564547	PAUL	TAMASHIRO
HDEL111576367	NANCY	ESCALANTE
HDEL111577983	KELLIE	CHARTIER
HDEL111586249	LUZ	ESPINO
HDEL111590521	SARAH	REID
HDEL111590904	DOMINGA	APONTE
HDEL111605324	MARY	CALLEJO
HDEL111611707	KEVIN	WEST
HDEL111615214	RYAN	MOLLIKA
HDEL111624787	WENDY	DUNTON
HDEL111635975	JOSEPH	STELLATO
HDEL111648619	BRYAN	GOODHART
HDEL111674920	LORETTA	CHECCA
HDEL111676264	SHIRLEY	GRIM
HDEL111700637	FOCHT, ANNA	M
HDEL111705477	MALYNDA	ROSS
HDEL111711612	MICHAEL	COOK
HDEL111713399	DONALD	BILODEAU
HDEL180000010	CRAIG A	MOO YOUNG

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HDEL111082402	AMEX ASSUR	E CO
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HDEL111121513	MARTHA	HACKWORTH
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HDEL111274697	CAROLINE	HUSKEY
HDEL111286407	CRYSTAL	SPORE
HDEL111296860	KILLEEN EX TIVE	CAR
HDEL111302305		WESTERN BEVERAGE INC
HDEL111308052	MARYLEE	PANGMAN
HDEL111315415	PETER	SUTORIUS
HDEL111319321	PATRICK	GRIFFIN
HDEL111329009	BENJAMIN	GEORGE

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HDEL111331232	CAROL	CURRAN
HDEL111340614	JAMES	LONG 3D
HDEL111353201	LAWRENCE	PANZERI SR
HDEL111357657	GENARO	GMENDOZA
HDEL111372796	ERIC	PARK
HDEL111379553	JEFFREY	CHANLUGAY
HDEL111380217	MICHAEL	PERRONE
HDEL111401982	BARBARA	HODGE
HDEL111420987	CHANG	LEE
HDEL111444347	HAROLD	BECKER
HDEL111478314	NANCY	ESCALANTE
HDEL111492643	TAK	YEUNG
HDEL111496347	VICTOR	SALKOWITZ
HDEL111517255	VICTORIA	WILSON
HDEL111545020	GARO	OTELO
HDEL111555882	MARK	DISANTI
HDEL111564547	PAUL	TAMASHIRO
HDEL111576367	NANCY	ESCALANTE
HDEL111577983	KELLIE	CHARTIER
HDEL111586249	LUZ	ESPINO
HDEL111590521	SARAH	REID
HDEL111590904	DOMINGA	APONTE
HDEL111605324	MARY	CALLEJO
HDEL111611707	KEVIN	WEST
HDEL111615214	RYAN	MOLLIKA
HDEL111624787	WENDY	DUNTON
HDEL111635975	JOSEPH	STELLATO
HDEL111648619	BRYAN	GOODHART
HDEL111674920	LORETTA	CHECCA
HDEL111676264	SHIRLEY	GRIM
HDEL111700637	FOCHT, ANNA	M
HDEL111705477	MALYNDA	ROSS
HDEL111711612	MICHAEL	COOK
HDEL111713399	DONALD	BILODEAU
HDEL180000010	CRAIG A	MOO YOUNG

LATE OPT OUT REQUESTS RECEIVED

HDEL111530618	KIMBERLY ERIN	WALTER
HDEL111024348	KENNETH A.	RICE
HDEL11018521	JACARANDA P.	CERVANTES
HDEL110003436	MICHAEL PHILLIP	NEAL
HDEL110685197	BRENDA	MILLER