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8 UNITED STATES DISTRICT COURT
9 CENTRAL DISTRICT OF CALIFORNIA

10 [REDACTED]
11 INDIVIDUALLY AND ON BEHALF
12 OF ALL OTHERS SIMILARLY
13 SITUATED,

14 Plaintiff,

15 v.

16 CADIZ INC., SCOTT S. SLATER,
17 TIMOTHY J. SHAHEEN, AND KEITH
18 BRACKPOOL,

19 Defendants.
20

Case No:

**CLASS ACTION COMPLAINT FOR
VIOLATION OF THE FEDERAL
SECURITIES LAWS**

JURY TRIAL DEMANDED

21
22 Plaintiff [REDACTED] individually and on behalf of all other
23 persons similarly situated, by his undersigned attorneys, alleges in this Complaint the
24 following upon knowledge with respect to his own acts, and upon facts obtained
25 through an investigation conducted by his counsel, which included, inter alia: (a)
26 review and analysis of relevant filings made by Cadiz Inc. (“Cadiz” or the
27 “Company”) with the United States Securities and Exchange Commission (the
28 “SEC”); (b) review and analysis of Defendants’ public documents and press releases;

1 (c) review and analysis of securities analysts' reports and advisories concerning the
2 Company; and (d) information readily obtainable on the Internet.

3 Plaintiff believes that further substantial evidentiary support will exist for the
4 allegations set forth herein after a reasonable opportunity for discovery. Most of the
5 facts supporting the allegations contained herein are known only to Defendants or are
6 exclusively within their control.

7 **NATURE OF THE ACTION**

8 1. This is a federal securities class action on behalf of all persons and
9 entities, other than Defendants, who purchased the common stock of Cadiz during the
10 period of March 10, 2014 through April 21, 2015, inclusive (the "Class Period"),
11 seeking to recover compensable damages caused by Defendants' violations of federal
12 securities laws (the "Class").

13 2. Cadiz is a land and water resource development company headquartered
14 in California. Cadiz owns more than 70 square miles of property located in three
15 sites. The properties are in the eastern portion of the Mojave Desert of San
16 Bernardino County and near the Colorado River Aqueduct.

17 3. Cadiz's primary, and basically only project, is the Cadiz Valley Water
18 Conservation, Recovery and Storage Project (the "Project"). The Project is designed
19 to capture and conserve billions of gallons of groundwater flowing beneath the
20 Mojave Desert. The intent of the project is to reduce the loss of groundwater from the
21 evaporation from the dry lakes and to create a reliable water supply for Southern
22 California.

23 **JURISDICTION AND VENUE**

24 4. The claims asserted herein arise under and pursuant to Sections 10(b)
25 and 20(a) of the Exchange Act (15 U.S.C. § 78j(b) and 78t(a)) and Rule 10b-5
26 promulgated thereunder (17 C.F.R. § 240.10b-5).

27 5. This Court has jurisdiction over the subject matter of this action pursuant
28 to Section 27 of the Exchange Act (15 U.S.C. § 78aa) and 28 U.S.C. § 1331.

1 (a) directly participated in the management of the Company;

2 (b) was directly involved in the day-to-day operations of the
3 Company at the highest levels;

4 (c) was privy to confidential proprietary information concerning the
5 Company and its business and operations;

6 (d) was involved in drafting, producing, reviewing and/or
7 disseminating the false and misleading statements and information alleged
8 herein;

9 (e) was aware of or recklessly disregarded the fact that the false and
10 misleading statements were being issued concerning the Company; and

11 (f) approved or ratified these statements in violation of the federal
12 securities laws.

13 15. As officers, directors, and controlling persons of a publicly-held
14 company whose common stock is and was registered with the SEC pursuant to the
15 Exchange Act, and was traded on NASDAQ and governed by the provisions of the
16 federal securities laws, the Individual Defendants each had a duty to disseminate
17 accurate and truthful information promptly with respect to the Company's business
18 prospects and operations, and to correct any previously-issued statements that had
19 become materially misleading or untrue to allow the market price of the Company's
20 publicly-traded stock to reflect truthful and accurate information.

21 16. Cadiz is liable for the acts of the Individual Defendants and its
22 employees under the doctrine of respondeat superior and common law principles of
23 agency as all of the wrongful acts complained of herein were carried out within the
24 scope of their employment with authorization.

25 17. The scienter of the Individual Defendants and other employees and
26 agents of the Company is similarly imputed to Cadiz under respondeat superior and
27 agency principles.

28

SUBSTANTIVE ALLEGATIONS

Background

18. The U.S. Department of the Interior's Bureau of Land Management (the "BLM") oversees and administers the use of public lands, including the grant of a right-of-way.

19. The U.S. Congress passed the General Railroad Right of Way Act in 1875 (the "1875 Act"), which grants railroad companies a 100 foot right-of-way on public land on either side of a railroad line, subject to certain terms and conditions. Although Congress enacted the Federal Land Policy and Management Act ("FLPMA") in 1976, railroads that were granted a previous federal right-of-way were recognized to have their existing rights.

20. The Arizona & California Railroad ("ARZC") began its operations between 1903 and 1907 and received a right-of-way from the federal government.

21. In September 2008, Cadiz and ARZC entered into a lease for Cadiz to use ARZC's right-of-way.

22. On November 4, 2011, the Solicitor's Office of the U.S. Department of the Interior issued an opinion (the "M-37025 Opinion") clarifying the government's interpretation of the 1875 Act and determining that the agency allowed too much discretion with its previously issued opinion, the "M-36964 Opinion" from 1989. The M-37025 Opinion withdrew the guidance issued from the 1989 M-36964 Opinion as it relates to the railroad's rights within the 1875 Act right-of way. The review was prompted in part by Cadiz's Project as stated in the M-37025 Opinion:

Our review of Opinion M-36964 responds to ... (2) concerns raised in connection with a proposal by Cadiz, Inc., to construct the Cadiz Water Conservation & Storage Project ('Cadiz Project), which includes the construction of a 42-mile water conveyance pipeline in the Mojave Desert within the Arizona & California Railroad Company's CARZC) 1875 Act ROW.

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2 23. In the M-37025 Opinion, the Solicitor's Office determined that a
3 railroad's authority to authorize other activities within an 1875 Act right-of-way is
4 limited to those activities that derive from or further a "railroad purpose." The BLM
5 was given the authority to determine if a use of an existing right-of-way fell within a
6 railroad purpose and whether federal review would be required to make that
7 determination. The BLM was given the ability to do so on a case-by-case basis and
8 fact specific inquiry. If the use of a right-of-way was not a "railroad purpose" then the
9 use would require federal approval.

10 24. In December 2011, Cadiz and ARZC amended their 2008 lease to
11 include a new need for water along the railroad for fire suppression as a "railroad
12 purpose." However, the BLM did not believe that fire suppression was an actual
13 need, because there had not been any trestle fires in the specific stretch. Additionally,
14 the Federal Railroad Administration was unaware of any railroads with hydrants
15 along the tracks. Furthermore, the San Bernardino Fire Department, the county in
16 which the land is located, stated that the current access roads are sufficient for rapid
17 response should a fire occur.

18 25. On December 2, 2011, the BLM issued interim guidance in response to
19 the M-37025 Opinion. This interim guidance was called Instruction Memorandum
20 No. 2012-038.

21 26. On December 23, 2011, the U.S. Congress passed the 2012 Consolidated
22 Appropriations Act (the "Appropriations Act"). Division E, Title I, Section 118 of the
23 Appropriations Act lists the "Prohibition on Use of Funds" in relation to the BLM.
24 The Appropriations Act states in relevant part:

25 (a) Any proposed new use of the Arizona & California
26 Railroad Company's Right of Way for conveyance of
27 water shall not proceed unless the Secretary of the
28

1 Interior certifies that the proposed new use is within the
2 scope of the Right of Way.

3 (b) No funds appropriated or otherwise made available to the
4 Department of the Interior may be used, in relation to any
5 proposal to store water underground for the purpose of
6 export, for approval of any right-of-way or similar
7 authorization on the Mojave National Preserve or lands
8 managed by the Needles Field Office of the Bureau of
9 Land Management, or for carrying out any activities
10 associated with such right-of-way or similar approval.

11
12 27. On August 11, 2014, the BLM issued Instruction Memorandum No.
13 2014-122 in response to the M-37025 Opinion. Instruction Memorandum No. 2014-
14 122 did not change the BLM's analysis of the determination of a "railroad purpose"
15 with respect to Cadiz's Project.

16 **Defendants' Materially False and Misleading Statements During the Class**
17 **Period**

18 28. The Class Period begins on March 10, 2014, when the Company filed a
19 materially false and misleading Form 10-K for the year ended December 31, 2013
20 (the "2013 10-K") with the SEC. The 2013 10-K states in relevant part:

21 According to existing federal law and direction from the DOI in
22 Memorandum Opinion M-23075, a railroad has the authority to grant
23 third party uses within its rights-of-way without BLM approval if
24 those uses will serve a railroad purpose. The Project and pipeline will
25 further numerous railroad purposes, including fire suppression and
26 access to water for railroad business operations, and the ARZC has
27 provided information regarding these purposes to the BLM. As a
28 result, ***we do not believe federal right-of-way approval is required to
implement the Project;*** however, this may be subject to challenge.

1 (Emphasis added).

2 29. The 2013 10-K was signed by the Individual Defendants. Attached to the
3 2013 10-K were the Sarbanes-Oxley Act of 2002 (“SOX”) certifications signed by
4 Defendants Slater and Shaheen falsely attesting to the accuracy of the 2013 10-K.

5 30. On August 13, 2014, the Company issued a news update on its website
6 and publically disseminated on the Internet entitled, “*News: Cadiz Inc. Statement*
7 *Regarding U.S. Department of the Interior Instruction Memorandum Pertaining to*
8 *Third Party Uses of Railroad Rights-of-Way.*” The news update stated in relevant
9 part:

10 ***Cadiz Project Furthers a Railroad Purpose as Required by new IM***
11 Los Angeles — Today, the Bureau of Land Management (BLM)
12 issued a long awaited Instruction Memorandum (IM) to its Field
13 Offices regarding the “Evaluation and Approval of Activities within
14 Railroad Rights-of-Way Granted under the General Railroad Right-of-
15 Way Act of March 3, 1875.” Pursuant to the IM, BLM will evaluate
16 whether any activity proposed for an 1875 Act railroad right-of-way
17 that crosses federal lands “furthers a railroad purpose.” If BLM
18 determines that it does, then the railroad or third parties authorized by
19 it may proceed with the activity on those lands without further federal
20 consent or involvement. If BLM determines that the proposed activity
21 does not “further a railroad purpose,” then the project proponent will
22 have to obtain a permit from BLM to proceed.

23 In 2008, Cadiz entered into a 99-year lease agreement with the
24 Arizona & California Railroad Company (ARZC) to use portions of
25 its 1875 Act right-of-way for the Cadiz Valley Water Conservation,
26 Recovery and Storage Project (Project), which will transport water by
27 a buried pipeline from Cadiz to the Colorado River Aqueduct. The
28 lease expressly requires that the Project further several railroad
purposes and, under our lease agreement, the ARZC reserved water
supplies from the planned pipeline for its operational needs as well as
access to Project facilities, such as roads and power appurtenances, for
the benefit of its railroad operation.

Among the many benefits, including access to roads and power
facilities, the Project will also make water available to ARZC along its

1 rail line for fire suppression purposes at a time when federal concern
 2 over damage to railroads from fires as the result of spills of petroleum
 3 products and other accidents is at an all-time high. In addition, the
 4 Project will enable the operation of a steam-powered tourism-based
 train that will operate between Parker, Arizona and Cadiz, California.

5 ***Since 2012, the ARZC and Cadiz have provided the BLM detailed***
 6 ***information about the numerous railroad purposes that will be***
 7 ***furthered by the Project and we believe our proposed use of the***
 8 ***ARZC right-of-way fit squarely within the four corners of the new***
 9 ***framework.*** We are therefore hopeful that we will receive a speedy
 10 determination from the BLM under its new IM that the Project may
 proceed on ARZC's right-of-way without further federal consent or
 involvement.

11 (Emphasis added).

12
 13 31. On March 9, 2015, the Company filed a materially false and misleading
 14 Form 10-K for the year ended December 31, 2014 (the "2014 10-K") with the SEC.
 15 The 2014 10-K states in relevant part:

16
 17 Our lease agreement with the ARZC also expressly requires that the
 18 Project further several railroad purposes ...

19 In August 2014, the U.S. Bureau of Land Management issued
 20 guidance (Instruction Memorandum No. 2014-122) to its field offices
 21 requiring the evaluation of all existing and proposed uses of 1875 Act
 22 railroad rights-of-way to determine whether or not they further a
 23 railroad purpose. If the BLM determines that a third-party use does
 24 further a railroad purpose, then the railroad or third parties authorized
 25 by it may proceed with the activity without further federal consent or
 26 involvement. If BLM determines that the proposed activity does not
 27 further a railroad purpose, then the railroad or third parties authorized
 28 by it will have to obtain a permit from BLM in order to proceed. We
 are currently in communication with the BLM regarding its
 assessment of the Project's proposed use of the ARZC right-of-way
 and the numerous railroad purposes served, as directed by the new
 guidance.

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2 32. The 2014 10-K was signed by the Individual Defendants. Attached to the
3 2014 10-K were the SOX certifications signed by Defendants Slater and Shaheen
4 falsely attesting to the accuracy of the 2014 10-K.

5 33. The 2013 10-K, the 2014 10-K, and the news update were materially
6 false and misleading and failed to disclose that: (1) the BLM determined that the
7 Project did not meet a “railroad purpose” and therefore was outside of ARZC’s right-
8 of-way and (2) BLM’s determination and the Appropriations Act rendered the project
9 unviable.

10 **THE TRUTH EMERGES**

11 34. On April 21, 2015, *SeekingAlpha.com* published a report entitled
12 “*Cadiz: Strong Sell On Project Failure, Insider Enrichment, And Bankruptcy, Price*
13 *Target \$0.*” The *SeekingAlpha.com* report revealed, among other things:

- 14 • The Company acknowledged in a letter dated July 12, 2013 that the BLM
15 previously determined that the Project does not serve a “railroad purpose”
16 and continued to maintained its determination even after the Company
17 provided additional information; and
- 18 • BLM’s determination that the Project does not meet a “railroad purpose” in
19 conjunction with the Appropriations Act renders the Project unviable.

20 35. On this news, the Company’s stock fell \$1.05 per share or almost 11%
21 for the next two days to close at \$8.65 per share on April 22, 2015, damaging
22 investors.

23 **PLAINTIFF’S CLASS ACTION ALLEGATIONS**

24 36. Plaintiff brings this action as a class action pursuant to Federal Rule of
25 Civil Procedure 23(a) and (b)(3) on behalf of a Class, consisting of all those who
26 purchased or otherwise acquired Cadiz securities traded on NASDAQ during the
27 Class Period (the “Class”); and were damaged upon the revelation of the alleged
28 corrective disclosure. Excluded from the Class are Defendants herein, the officers and

1 directors of the Company, at all relevant times, members of their immediate families
2 and their legal representatives, heirs, successors or assigns and any entity in which
3 Defendants have or had a controlling interest.

4 37. The members of the Class are so numerous that joinder of all members is
5 impracticable. Throughout the Class Period, Cadiz securities were actively traded on
6 NASDAQ. While the exact number of Class members is unknown to Plaintiff at this
7 time and can be ascertained only through appropriate discovery, Plaintiff believes that
8 there are hundreds or thousands of members in the proposed Class. Record owners
9 and other members of the Class may be identified from records maintained by Cadiz
10 or its transfer agent and may be notified of the pendency of this action by mail, using
11 the form of notice similar to that customarily used in securities class actions.

12 38. Plaintiff's claims are typical of the claims of the members of the Class as
13 all members of the Class are similarly affected by Defendants' wrongful conduct in
14 violation of federal law that is complained of herein.

15 39. Plaintiff will fairly and adequately protect the interests of the members
16 of the Class and has retained counsel competent and experienced in class and
17 securities litigation. Plaintiff has no interests antagonistic to or in conflict with those
18 of the Class.

19 40. Common questions of law and fact exist as to all members of the Class
20 and predominate over any questions solely affecting individual members of the Class.
21 Among the questions of law and fact common to the Class are:

- 22 • whether the federal securities laws were violated by Defendants' acts as
23 alleged herein;
- 24 • whether statements made by Defendants to the investing public during the
25 Class Period misrepresented material facts about the business and
26 operations of Cadiz;
- 27 • whether the Individual Defendants caused Cadiz to issue false and
28 misleading financial statements during the Class Period;

- whether Defendants acted knowingly or recklessly in issuing false and misleading financial statements;
- whether the prices of Cadiz securities during the Class Period were artificially inflated because of the Defendants' conduct complained of herein; and,
- whether the members of the Class have sustained damages and, if so, what is the proper measure of damages.

41. A class action is superior to all other available methods for the fair and efficient adjudication of this controversy since joinder of all members is impracticable. Furthermore, as the damages suffered by individual Class members may be relatively small, the expense and burden of individual litigation make it impossible for members of the Class to individually redress the wrongs done to them. There will be no difficulty in the management of this action as a class action.

42. Plaintiff will rely, in part, upon the presumption of reliance established by the fraud-on-the-market doctrine in that:

- Defendants made public misrepresentations or failed to disclose material facts during the Class Period;
- the omissions and misrepresentations were material;
- Cadiz securities are traded in efficient markets;
- the Company's shares were liquid and traded with moderate to heavy volume during the Class Period;
- the Company traded on NASDAQ, and was covered by multiple analysts;
- the misrepresentations and omissions alleged would tend to induce a reasonable investor to misjudge the value of the Company's securities; and

1 securities at artificially inflated prices. In furtherance of this unlawful scheme, plan
2 and course of conduct, each of the Defendants took the actions set forth herein.

3 49. Defendants: (a) employed devices, schemes, and artifices to defraud; (b)
4 made untrue statements of material fact and/or omitted to state material facts
5 necessary to make the statements not misleading; and (c) engaged in acts, practices,
6 and a course of business that operated as a fraud and deceit upon the purchasers of the
7 Company's securities in an effort to maintain artificially high market prices for Cadiz
8 securities in violation of Section 10(b) of the Exchange Act and Rule 10b-5
9 promulgated thereunder. All Defendants are sued either as primary participants in the
10 wrongful and illegal conduct charged herein or as controlling persons as alleged
11 below.

12 50. Defendants, individually and in concert, directly and indirectly, by the
13 use, means or instrumentalities of interstate commerce and/or of the mails, engaged
14 and participated in a continuous course of conduct to conceal adverse material
15 information about the business, operations and future prospects of Cadiz as specified
16 herein.

17 51. These Defendants employed devices, schemes, and artifices to defraud
18 while in possession of material adverse non-public information, and engaged in acts,
19 practices, and a course of conduct as alleged herein in an effort to assure investors of
20 Cadiz's value and performance and continued substantial growth, which included the
21 making of, or participation in the making of, untrue statements of material facts and
22 omitting to state material facts necessary in order to make the statements made about
23 Cadiz and its business operations and future prospects in the light of the
24 circumstances under which they were made, not misleading, as set forth more
25 particularly herein, and engaged in transactions, practices and a course of business
26 that operated as a fraud and deceit upon the purchasers of Cadiz securities during the
27 Class Period.

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1 52. Each of the Individual Defendants' primary liability, and controlling
2 person liability, arises from the following facts: (1) the Individual Defendants were
3 high-level executives, directors, and/or agents at the Company during the Class
4 Period and members of the Company's management team or had control thereof; (2)
5 each of these Defendants, by virtue of his responsibilities and activities as a senior
6 officer and/or director of the Company, was privy to and participated in the creation,
7 development and reporting of the Company's business prospects and operations; (3)
8 each of these Defendants enjoyed significant personal contact and familiarity with the
9 other Defendants and was advised of and had access to other members of the
10 Company's management team, internal reports and other data and information about
11 the Company's operations and business projects at all relevant times; and (4) each of
12 these Defendants was aware of the Company's dissemination of information to the
13 investing public which they knew or recklessly disregarded was materially false and
14 misleading.

15 53. Defendants had actual knowledge of the misrepresentations and
16 omissions of material facts set forth herein, or acted with reckless disregard for the
17 truth in that they failed to ascertain and to disclose such facts, even though such facts
18 were available to them. Such Defendants' material misrepresentations and/or
19 omissions were done knowingly or recklessly and for the purpose and effect of
20 concealing Cadiz's future business prospects from the investing public and
21 supporting the artificially inflated price of its securities. As demonstrated by
22 Defendants' overstatements and misstatements of the Company's business prospects
23 and operations throughout the Class Period, Defendants, if they did not have actual
24 knowledge of the misrepresentations and omissions alleged, were reckless in failing
25 to obtain such knowledge by deliberately refraining from taking those steps necessary
26 to discover whether those statements were false or misleading.

27 54. As a result of the dissemination of the materially false and misleading
28 information and failure to disclose material facts, as set forth above, the market price

1 of Cadiz securities was artificially inflated during the Class Period. In ignorance of
2 the fact that market prices of Cadiz's publicly-traded securities were artificially
3 inflated, and relying directly or indirectly on the false and misleading statements
4 made by Defendants, or upon the integrity of the market in which the common stock
5 trades, and/or on the absence of material adverse information that was known to or
6 recklessly disregarded by Defendants but not disclosed in public statements by
7 Defendants during the Class Period, Plaintiff and the other members of the Class
8 acquired Cadiz securities during the Class Period at artificially high prices and were
9 or will be damaged thereby.

10 55. At the time of said misrepresentations and omissions, Plaintiff and other
11 members of the Class were ignorant of their falsity, and believed them to be true. Had
12 Plaintiff and the other members of the Class and the marketplace known the truth
13 regarding Cadiz's Project, which was not disclosed by Defendants, Plaintiff and other
14 members of the Class would not have purchased or otherwise acquired their Cadiz
15 securities, or, if they had acquired such securities during the Class Period, they would
16 not have done so at the artificially inflated prices that they paid.

17 56. By virtue of the foregoing, Defendants have violated Section 10(b) of
18 the Exchange Act, and Rule 10b-5 promulgated thereunder.

19 57. As a direct and proximate result of Defendants' wrongful conduct,
20 Plaintiff and the other members of the Class suffered damages in connection with
21 their respective purchases and sales of the Company's securities during the Class
22 Period.

23 58. This action was filed within two years of discovery of the fraud and
24 within five years of each plaintiff's purchases of securities giving rise to the cause of
25 action.

SECOND CLAIM
Violation of Section 20(a) of
The Exchange Act Against the Individual Defendants

59. Plaintiff repeats and realleges each and every allegation contained above as if fully set forth herein.

60. The Individual Defendants acted as controlling persons of Cadiz within the meaning of Section 20(a) of the Exchange Act as alleged herein. By virtue of their high-level positions, agency, ownership and contractual rights, and participation in and/or awareness of the Company's operations and/or intimate knowledge of the false financial statements filed by the Company with the SEC and disseminated to the investing public, the Individual Defendants had the power to influence and control, and did influence and control, directly or indirectly, the decision-making of the Company, including the content and dissemination of the various statements that Plaintiff contends are false and misleading. The Individual Defendants were provided with or had unlimited access to copies of the Company's reports, press releases, public filings and other statements alleged by Plaintiff to have been misleading prior to and/or shortly after these statements were issued and had the ability to prevent the issuance of the statements or to cause the statements to be corrected.

61. In particular, each of these Defendants had direct and supervisory involvement in the day-to-day operations of the Company and, therefore, is presumed to have had the power to control or influence the particular transactions giving rise to the securities violations as alleged herein, and exercised the same.

62. As set forth above, Cadiz and the Individual Defendants each violated Section 10(b), and Rule 10b-5 promulgated thereunder, by their acts and omissions as alleged in this Complaint.

63. By virtue of their positions as controlling persons, the Individual Defendants are liable pursuant to Section 20(a) of the Exchange Act. As a direct and proximate result of Defendants' wrongful conduct, Plaintiff and other members of the

1 Class suffered damages in connection with their purchases of the Company's
2 securities during the Class Period.

3 64. This action was filed within two years of discovery of the fraud and
4 within five years of each Plaintiff's purchases of securities giving rise to the cause of
5 action.

6 **WHEREFORE**, Plaintiff prays for relief and judgment, as follows:

7 a. Determining that this action is a proper class action, designating Plaintiff
8 as Lead Plaintiff and certifying Plaintiff as a class representative under Rule 23 of the
9 Federal Rules of Civil Procedure and Plaintiff's counsel as Lead Counsel;

10 b. Awarding compensatory damages in favor of Plaintiff and the other
11 Class members against all Defendants, jointly and severally, for all damages
12 sustained as a result of Defendants' wrongdoing, in an amount to be proven at trial,
13 including interest thereon;

14 c. Awarding Plaintiff and the Class their reasonable costs and expenses
15 incurred in this action, including counsel fees and expert fees; and

16 d. Such other and further relief as the Court may deem just and proper.

17 **JURY TRIAL DEMANDED**

18 Plaintiff hereby demands a trial by jury.

19 Dated: April 24, 2015

20 Respectfully submitted,