

SUPREME COURT OF THE STATE OF NEW YORK - NEW YORK COUNTY

PRESENT: C. E. Ramos
Justice

PART 53

Shelton

INDEX NO. 601076/03

- v -

MOTION DATE _____

Elite

MOTION SEQ. NO. 013

MOTION CAL. NO. _____

The following papers, numbered 1 to _____ were read on this motion to/for _____

Notice of Motion/ Order to Show Cause - Affidavits - Exhibits ...

Answering Affidavits - Exhibits _____

Replying Affidavits _____

PAPERS NUMBERED

RECEIVED

MAR 30 2006

JAS. MOTION
SUPPORT OFFICE

Cross-Motion: Yes No

Upon the foregoing papers, it is ordered that this ~~motion~~

action is restored to the calendar.

For the reasons stated in the record, Class members shall have until April 28, 2006 to opt out of the class. The Settlement is otherwise fair and reasonable for the reasons stated in the record of today's fairness hearing.

A conference shall be held on 5/4/06 at 9:30 in Room 238 at 60 Centre Street.

FILED

MAR 30 2006

COUNTY CLERK'S OFFICE
NEW YORK

Dated: 3/30/06

QUARLES RAMOS

A SHELTON, et al.,

Plaintiffs,

v.

MODEL MANAGEMENT, INC., et al.,

Defendants.

Index No. 601076/2003
(Justice Charles E. Ramos)

UNFILED JUDGMENT
This judgment has not been entered by the County Clerk and notice of entry cannot be served based hereon. To obtain entry, counsel or authorized representative must appear in person at the Judgment Clerk's Desk (Room 1410).

FINAL JUDGMENT ORDER

WHEREAS a duly-noticed hearing (the "Hearing") was held on 3/30/06,
to consider Plaintiffs' Motion for Final Approval of the Settlement with Boss Models, Inc.,
Model Management, Inc., (iii) Elite Model Management S.A. and Elite Group S.A.
ively, "Elite S.A."), Alain Kittler, Gerald Marie, Monique Pillard, and John Casablanças,
Models, Inc. and Gerard Ford, (v) Images Management; (vi) IMG Models, Inc. and
rldwide, Inc., (vii) Next Management Co., (viii) Wilhelmina International Ltd., and (ix)
agement, Inc. (collectively, the "Settling Defendants");

IT IS HEREBY ORDERED, ADJUDGED AND DECREED as follows:

The Court finds that the requirements of CPLR Article 9 are met, and certifies
the plaintiff classes for the purposes of settlement of this Action.

On or about October 12, 2004 Plaintiffs entered into a settlement agreement with
ng Defendants (other than Elite S.A., Alain Kittler, Gerald Marie, Monique Pillard, and
sablancas) which the Court preliminarily approved by Order dated 2/17/06,
e "Settlement Agreement"). A copy of the Settlement Agreement is appended hereto,
ditions in the Settlement Agreement are incorporated herein by reference.

3. On or about April 1, 2005 Plaintiffs entered into a settlement agreement with Elite S.A., Alain Kittler, Gerald Marie, Monique Pillard, and John Casablancas, which the Court preliminarily approved by Order dated 2/17/06, 2005 (the "Elite S.A. Settlement Agreement", and with the Settlement Agreement, the "Settlement Agreements"). A copy of the Elite S.A. Settlement Agreement is appended hereto, and definitions in the Elite S.A. Settlement Agreement are incorporated herein by reference.

4. The Court's ^{Amended} 2/17/06 2005 Order directed the method whereby notice of the Settlement Agreements, and Plaintiffs' Counsel's motion for an award of attorneys' fees and reimbursement of litigation costs and expenses was to be disseminated.

5. The Court finds that due and adequate notice was provided to the Class, pursuant to CPLR 904 and 908 and the requirements of due process, notifying the Class members of (among other things) the nature of the litigation, the claims asserted, the terms of the proposed settlements, and Plaintiffs' Counsel's motion for an award of attorneys' fees, reimbursement of litigation costs and expenses, and for payment of incentive awards to certain Representative Plaintiffs. That notice was the best notice practicable under the circumstances.

6. The Settlement Agreements between the Class and the Settling Defendants are fair, reasonable and adequate, and are hereby approved pursuant to CPLR 908.

7. The following claims pending in this action will be dismissed, with prejudice, as soon as is reasonably practicable after the other conditions for the Effective Date are met: the claims pending in this Action against (i) Boss Models, Inc., and David Bosman; (ii) Click Model Management, Inc., Joseph Grill, Frances Grill, and Allan Mindel; (iii) EMMC, Inc. (f/k/a Elite Model Management Corp.), Elite S.A., Gerald Marie, Alain Kittler, John Casablancas, and Monique Pillard, (iv) Ford Models, Inc., Gerard W. Ford, Eileen Ford, and Mary Katherine Ford; (v) Marion Smith for her conduct during her employment at Ford but not as president of New York Models or in any other capacity, and Joseph Hunter for his conduct during his employment at Ford but not as partial owner of Karin Models or in any other capacity, (vi) Images

management, and Heinz Vollenweider; (vii) IMG Models, Inc., and IMG Worldwide, Inc. (sued here as International Management Group, Inc.); Next Management Co. (sued here as Next Management Corp.), Wilcor Group, Claxon Inc., Partnership Holding, Faith Kates, and Joel Ikenfeld; (viii) Wilhelmina International Ltd., Wilhelmina Models, Inc., Dieter Esch, Natasha Esch, Ana-Gaby Esch, Lorex A.G., Marilyn Model Management Inc., Marilyn Gauthier, Robert Kusler, Creation Management LLC, Brad Krassner, and Krassner Family Investments Limited Partnership (sued here as the Krassner Family Foundation); and (ix) Zoli Management, Inc., and Barbara Lantz.

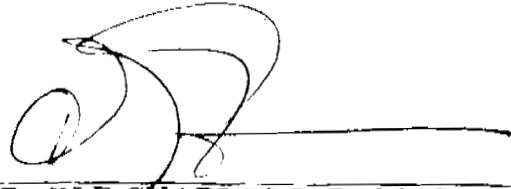
8. Upon the Effective Date, Representative Plaintiffs and Members of the Class on behalf of themselves, their heirs, executors, administrators, legal representatives, successors and assigns shall, with respect to each and every Released Claim, fully, finally and forever release, acquiesce and discharge, and shall forever be enjoined from prosecuting any Released Claims against the above-mentioned defendants, as well as all present and former directors and officers of EMMC, Inc. and Elite S.A., acting in their capacities as such, including without limitation Gerald Marie, Alain Kittler, John Casablanca, Monique Pillard, Maryann D'Angelico, Edward Curtis, Hans Bertschmann, Christian Larpin, Gaston Baudet and Marcos Esteve.

9. Except as is reflected in the Settlement Agreements, the Settling Defendants shall have no obligation for attorneys' fees, costs or expenses, including but not limited to expenses of administering and distributing the settlement funds, which expenses are to be paid out of the settlement fund as directed by the Court.

10. Without affecting in any way the finality of the final judgment to be entered pursuant to this Order, the Court hereby retains continuing jurisdiction over the implementation, enforcement and performance of the settlements, including the administration of the settlements and distribution of the settlement funds.

dated: _____, 2005

3/30/06



HONORABLE CHARLES E. RAMOS
SUPREME COURT OF NEW YORK,
COMMERCIAL DIVISION

CHARLES E. RAMOS
J.S.C.