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CLERK, U.S. DISTRICT COURT  
SOUTHERN DISTRICT OF CALIFORNIA

BY:  DEPUTY

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF CALIFORNIA

UTILITY CONSUMERS' ACTION  
NETWORK and RICHARD and  
MARYLIN MAYCUMBER, on behalf  
of themselves and all others similarly  
situated,

Plaintiffs,

v.

POWERNET GLOBAL  
COMMUNICATIONS, PNG  
TELECOMMUNICATIONS, INC., and  
DOES 1 THROUGH 25, inclusive,

Defendants.

CASE NO. 06-CV-1773-H (RBB)

CLASS ACTION

ORDER PRELIMINARILY  
APPROVING SETTLEMENT  
AND CLASS NOTICE  
PROGRAM

Hearing Date: September 4, 2007  
Time: 10:30 a.m.  
Judge: Hon. Marilyn L. Huff  
Trial Date: None Set  
Complaint Filed: July 27, 2006  
Jury Trial Demanded

WHEREAS, the Court has reviewed the Stipulation of Settlement (the  
"Stipulation"), that has been entered by and among plaintiffs and defendants, and

WHEREAS, the Court has reviewed the papers submitted in support of the  
Joint Motion for Preliminary Approval of Settlement; and good cause appearing  
therefor,

IT IS HEREBY ORDERED as follows:

1. For purposes of this Order, the Court adopts all defined terms as set forth  
in the Stipulation attached hereto (without exhibits) as Exhibit 1, which Stipulation  
is incorporated by reference herein.

1           2.     The Court preliminarily approves the settlement of the Action on the  
2 terms set forth in the Stipulation as being fair, just, reasonable, and adequate to the  
3 Members of the Settlement Class, and subject to further consideration at the Fairness  
4 Hearing described below after distribution of notice to the members of the Settlement  
5 Class as set forth below.

6           3.     The Court approves as to form and content for distribution to the  
7 members of the Settlement Class the Notice of Proposed Class Action Settlement and  
8 Settlement Hearing (the "Notice" (Ex. 2)), and the Summary Notice of Class Action  
9 Settlement ("Summary Notice" ( Ex.3)), which are to be distributed substantially in  
10 the forms attached to the Stipulation and as set forth in the Stipulation. The Court  
11 approves the appointment of Gilardi & Co. to assist Powernet Global  
12 Communications in the administration of this settlement.

13           4.     The Court provisionally certifies the Settlement Class for settlement  
14 purposes only, finding that all of the requirements for certification of the Settlement  
15 Class as set forth in Fed. R. Civ. P. 23 are satisfied based upon the allegations of the  
16 Complaint and the evidence provided to the Court, subject to further consideration  
17 at the Fairness Hearing after distribution of notice to the members of the Settlement  
18 Class as set forth above.

19           5.     The website [www.powernetsettlement.com](http://www.powernetsettlement.com) containing a description of  
20 the details of this settlement, the operative complaint, the Stipulation and all relevant  
21 settlement documents and the electronic claim form (Stipulation, Ex. 4), is to be fully  
22 operational no later than September 7, 2007. The class notice program is to be  
23 completed by no later than October 4, 2007.

24           6.     The Court finds that the class notice program described in the Stipulation  
25 and disseminated as set forth above constitutes the best notice practicable under the  
26 circumstances to the members of the Settlement Class and meets the requirements of  
27 Federal Rules of Civil Procedure Rule 23(e) and due process under the United States  
28 Constitution and any other applicable law, and shall constitute due and sufficient

1 notice to all persons entitled thereto.

2 7. Any Settlement Class Member who might object to the proposed  
3 settlement set forth in the Stipulation shall have a right to appear and be heard at the  
4 Fairness Hearing. No later than November 5, 2007, any such person must file with  
5 the Court and serve upon Plaintiffs' Counsel and Defendants' Counsel a written  
6 notice of objection and any written statement opposing the settlement. The manner  
7 and form by which a notice of objection must be prepared, filed, and delivered is  
8 stated in the Notice and Summary Notice. Only Settlement Class Members who have  
9 timely filed and delivered properly completed written notices of objection will be  
10 entitled to be heard at the Fairness Hearing, unless the Court orders otherwise.

11 8. The deadline for submitting requests for exclusion from the Settlement  
12 Class shall be November 5, 2007. To be valid, all requests for exclusion must be  
13 postmarked by that deadline.

14 9. Except as otherwise provided in the Stipulation, the deadline for  
15 submitting claims shall be December 17, 2007.

16 10. No later than September 24, 2007, any documents the parties wish to file  
17 supporting the settlement shall be served and filed with the Court. Any reply  
18 memorandum addressing any objections that may be timely and validly filed pursuant  
19 to paragraph 7 of this Order shall be served and filed with the Court no later than  
20 November 9, 2007. Class counsel will file with the clerk by November 9, 2007, an  
21 affidavit identifying the persons to whom notice has been mailed and who have  
22 timely requested exclusion.

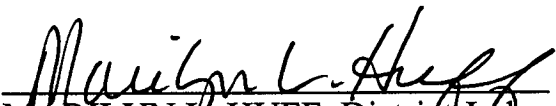
23 11. The Fairness Hearing will be held on November 19, 2007, at 10:30 a.m.,  
24 in this Court for the purpose of determining whether the proposed settlement of the  
25 Action on the terms set forth in the Stipulation should be approved as fair, reasonable,  
26 and adequate to the Settlement Class Members, whether the Settlement Class should  
27 be finally certified for settlement purposes, and whether the Order finally approving  
28 the settlement and dismissing the Action with prejudice should be entered.

1 12. The Order finally approving the settlement, if entered, will permanently  
2 bar and enjoin Plaintiffs, Released Persons, and all Members of the Settlement Class  
3 from instituting or prosecuting, in any capacity, any action or proceeding that  
4 involves any of the Released Claims asserted in the Action, as well as any claims any  
5 Released Parties might have against either Plaintiffs or Plaintiffs' Counsel arising out  
6 of the notification, publication, prosecution, or resolution of this Action and the  
7 claims asserted herein. To the fullest extent of the Court's powers to do so as  
8 permitted by law, all persons who presently have any such claims are hereby  
9 restrained and enjoined from prosecuting such claims pending determination of  
10 whether to enter the Order finally approving this settlement, or from taking any action  
11 that may undermine or hinder the consideration of this settlement by the Court.

12 13. The Court may, for good cause, extend any of the deadlines set forth in  
13 this Order without further notice to members of the Settlement Class. The Court may  
14 also adjourn or continue the Fairness Hearing without further notice to members of  
15 the Settlement Class.

16 IT IS SO ORDERED.

17 DATED: 9/7/07

18   
19 MARILYN L. HUFF, District Judge  
20 UNITED STATES DISTRICT COURT

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22 COPIES TO:  
23 All parties of record.  
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