

**UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF TENNESSEE
WESTERN DIVISION**

FUSION ELITE ALL STARS, et al.,

Plaintiffs,

v.

VARSITY BRANDS, LLC, et al.,

Defendants.

Civ. Action No. 2:20-cv-02600

DIRECT PURCHASER PLAINTIFFS' UNOPPOSED MOTION FOR PRELIMINARY APPROVAL OF SETTLEMENT, PROVISIONAL CERTIFICATION OF PROPOSED SETTLEMENT CLASSES, APPROVAL OF NOTICE PLAN, AND APPROVAL OF THE PROPOSED SCHEDULE FOR COMPLETING THE SETTLEMENT PROCESS

Direct Purchaser Plaintiffs Fusion Elite All Stars, Spirit Factor LLC d/b/a Fuel Athletics, Stars and Stripes Gymnastics Academy Inc. d/b/a Stars and Stripes Kids Activity Center, Kathryn Anne Radek, Lauren Hayes, and Janine Cherasaro, by and through Interim Co-Lead Class Counsel, hereby move for an order pursuant to Fed. R. Civ. P. 23:

1. Granting preliminary approval of a settlement between Direct Purchaser Plaintiffs and Defendants Varsity Brands, LLC, Varsity Spirit, LLC, Varsity Spirit Fashion & Supplies, LLC (collectively, "Varsity"), and U.S. All Star Federation, Inc. ("USASF") (Varsity and USASF together, "Defendants"), and finding that the Settlement encompassed by the Settlement Agreement (attached as Exhibit 1 to the Memorandum of Law in Support of Direct Purchaser Plaintiffs' Motion for Preliminary Approval of Settlement, Provisional Certification of Proposed Settlement Classes, Approval of Notice Plan, and Approval of the Proposed Schedule for Completing the Settlement Process ("Preliminary Approval Brief")) is preliminary determined to

be fair, reasonable, adequate, and in the best interests of the Settlement Classes, raises no obvious reasons to doubt its fairness, and raises a reasonable basis for presuming that the Settlement and its terms satisfy the requirements of Fed. R. Civ. P. 23(c)(2) and 23(e).

2. Finding that Court will likely find that the requirements of Federal Rules of Civil Procedure 23(a) and 23(b)(3) will be satisfied for settlement and judgment purposes only, and thus that the Court will likely be able to certify the Settlement Classes as proposed in the Settlement Agreement.

3. Appointing Fusion Elite All Stars, Spirit Factor LLC d/b/a Fuel Athletics, Stars and Stripes Gymnastics Academy Inc. d/b/a Stars and Stripes Kids Activity Center as representatives of the Gym Class and Kathryn Anne Radek, Lauren Hayes, and Janine Cherasaro as representatives of the Spectator Class.

4. Appointing Berger Montague PC, DiCello Levitt LLC, and Cuneo Gilbert & LaDuca, LLP as Settlement Class Counsel pursuant to Fed R. Civ. P. 23(c)(1)(B) and 23(g);

5. Approving the Notice Plan and authorizing dissemination of notice to the Settlement Classes;

6. Appointing Angeion Group LLC as Settlement Claims Administrator;

7. Appointing The Huntington National Bank as Escrow Agent; and

8. Authorizing a proposed schedule for completing the approval process.

WHEREFORE, for the reasons set forth in the accompanying memorandum of law and exhibits, Direct Purchaser Plaintiffs respectfully request that the Court grant this motion and enter the Preliminary Approval Order filed herewith. Defendants do not oppose this motion.

Dated: March 24, 2023

Respectfully submitted,

/s/ Eric L. Cramer

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CERTIFICATE OF CONSULTATION

I hereby certify that on March 22, 2023, I consulted with the following counsel via email regarding the requested relief:

Steven J. Kaiser for the Varsity Defendants

Nicole Berkowitz Riccio for Defendant U.S. All Star Federation.

No party opposed the relief sought.

/s/ Eric L. Cramer

Eric L. Cramer

CERTIFICATE OF SERVICE

I, Eric L. Cramer, hereby certify that on March 24, 2023, I served the foregoing on all counsel of record by electronically filing this document with the Clerk of Court using the CM/ECF system.

/s/ Eric L. Cramer

Eric L. Cramer