

**If You Treated an Illinois Workers' Compensation Patient and Your Bill Was Reduced by a PPO Discount by or on behalf of Auto Owners Insurance Company, You May Be Entitled To Benefits Under This Settlement. Please Read This Notice Carefully, As It Affects Your Legal Rights.**

*The Circuit Court of the Third Judicial District, Madison County, Illinois, authorized this notice.  
This is not a solicitation from a lawyer.*

- This Settlement concerns a lawsuit alleging that Auto-Owners Insurance Company (Defendant) improperly discounted the bills of licensed healthcare providers who treated Illinois workers compensation claimants by taking PPO discounts.
- Under the terms of the Settlement, class members may obtain a cash payment as compensation for any PPO discounts improperly taken by Defendant.
- Your legal rights are affected whether you act or don't act. Please read this Notice carefully.

<b>YOUR LEGAL RIGHTS AND OPTIONS IN THIS SETTLEMENT</b>	
<b>Do NOTHING</b>	If you do nothing and the Court grants final approval of the Settlement, you will automatically be included in the Settlement Class. This means you are bound by the Court's orders in the case and give up your right to be part of any lawsuit concerning the claims in this case. You will <b>not</b> be eligible to receive monetary relief unless you submit a Request Form.
<b>PARTICIPATE IN THE SETTLEMENT</b>	If you wish to participate in the proposed Settlement, you need to complete and return the accompanying Request Form, postmarked no later than May 23, 2009.
<b>EXCLUDE YOURSELF</b>	You will not be entitled to participate in the Settlement if you choose this option.
<b>OBJECT OR COMMENT WHILE REMAINING IN THE CLASS</b>	Write the Court about why you do, or do not, like the Settlement. You must remain in the class and Settlement to object or comment.
<b>ATTEND THE HEARING</b>	Ask to speak to the Court about the fairness of the Settlement.

- These rights and obligations – and the **deadlines** to exercise them – are explained in this Notice.
- The Court in charge of this case still has to decide whether to approve the Settlement. The ability to potentially receive monetary payment will be available only if the Court approves the Settlement and after any appeals are resolved. Please be patient.

**1. THE LITIGATION:** The lawsuit (*Frank C. Bemis & Associates d/b/a Bemis Chiropractic v. Auto-Owners Insurance Company*, No. 05-L-179, Circuit Court, Third Judicial Circuit, Madison County, Illinois), was filed on February 15, 2005, and concerns PPO discounts taken by Defendant on the class members bills.

The lawsuit alleges that Defendant wrongfully reduced payments to preferred providers who treated Illinois workers' compensation claimants by taking PPO discounts without performing the associated obligation of "preferring" the preferred providers. The lawsuit alleges that Defendant was either not a legitimate PPO payor or, in the alternative, breached its obligation as a PPO payor because there were no financial incentives to motivate Illinois workers' compensation claimants to seek treatment from the preferred providers.

**2. DEFENDANT'S POSITION:** Defendant has denied and continues to deny all charges of wrongdoing or liability against it arising out of the allegations and claims asserted in the lawsuit. Defendant contends that it was expressly authorized to take all PPO reductions.

**3. PURPOSE OF THIS NOTICE:** This notice is designed to inform members of the class defined below of the pendency of this litigation and of the proposed Settlement and to describe class members' rights and options.

**4. SETTLEMENT CLASS:** The Court has certified for settlement purposes a class (hereinafter, the "Class") consisting of: All licensed healthcare providers in Illinois whose reimbursement for medical services relating to the treatment of an Illinois workers compensation claimant was reduced by or on behalf of Auto-Owners Insurance Company pursuant to a PPO discount from February 15, 1995 through December 22, 2008.

To represent the above Class for purposes of the Settlement, the Court has appointed the named plaintiff in this lawsuit as the class representative and has appointed the following attorneys to serve as Class Counsel: The Lakin Law Firm, P.C., 300 Evans Avenue, P.O. Box 229, Wood River, Illinois 62095.

**5. SETTLEMENT BENEFITS:** The following description of the settlement benefits is qualified in its entirety by reference to the Class Action Settlement Agreement, a copy of which is on file with the Court.

**(A) CASH PAYMENTS.** Under the proposed Settlement, Defendant will make payments to class members who submit valid claims. If you are a class member and wish to make a claim, you must fill out and submit the accompanying Request Form, along with any required documentation, **postmarked no later than May 23, 2009, to PPO Settlement, P.O. Box 1971, Faribault, MN 56021-6167.**

Verification. All claims are subject to verification. If it is determined that you previously received a refund for a PPO discount identified in your claim, your claim payment will be reduced by that amount.

**6. ATTORNEYS' FEES AND EXPENSES:** From the filing of the litigation in 2005 to the present, Class Counsel has not received any payment for their services in prosecuting the case, nor have they been reimbursed for any out-of-pocket costs. If the Court approves the proposed Settlement, Class Counsel will apply to the Court for an award of attorneys' fees and reimbursement of expenses in the total amount of \$731,760 based upon the potential benefit conferred to the class. Class Counsel will also apply for the following incentive award of \$5,000 to the named plaintiff in this lawsuit for his initiative and effort in pursuing the litigation on behalf of the class. Any award of attorneys' fees and expenses and any incentive award will be paid by Defendant, separately from and without reducing the Settlement payments to class members. Under no circumstances will you be personally liable for Class Counsel's attorneys' fees or expenses or any incentive award.

**7. RESULT IF COURT APPROVES SETTLEMENT:** If you fall within the Class definition and remain in the Class, and the Settlement is approved, the Court will enter a judgment dismissing the lawsuit with prejudice, and releasing any and all claims that you may have against Defendant, whether known or unknown, arising from PPO discounts taken by Defendants.

**8. YOUR OPTIONS:** If you are a member of the Class, you have the following options.

**(A) PARTICIPATE IN THE SETTLEMENT – MAKE A CLAIM:** If you wish to participate in the proposed Settlement, you must complete and submit the accompanying Request Form, along with any required documentation, **postmarked no later than May 23, 2009, to PPO Settlement, P.O. Box 1971, Faribault, MN 56021-6167.** If you fail to submit the Request Form by the deadline, you will not be entitled to any Settlement payment but will still be bound by the Settlement and the judgment, including the release of your claims. If you wish to comment in favor of the Settlement, you may send your comment to Robert W. Schmieder II of The Lakin Law Firm, P.C., 300 Evans Avenue, P.O. Box 229, Wood River, Illinois 62095 (Lead Class Counsel). At the start of your comment, please include a reference to Bemis v. Auto-Owners, Case No. 05-L-179.

**(B) REQUEST TO BE EXCLUDED:** If you do not want to stay in the Class, then you must send a written notice of your request to exclude yourself from the Class, so that it is received no later than March 4, 2009, to PPO Settlement, P.O. Box 1971, Faribault, MN 56021-6167. Your exclusion request must include (i) your full name, address, and telephone number; (ii) a statement that you request exclusion from the Class and Settlement in *Bemis v. Auto-Owners*, Case No. 05-L-179; and (iii) your signature. If you validly and timely request exclusion from the Class, (1) you will be excluded from the Class; (2) you will not be entitled to a Settlement payment; (3) you will not be bound by the terms of the Settlement, the judgment dismissing the lawsuit, or the release of claims provided by the Settlement; and (4) you will not be entitled to comment on the proposed Settlement or be heard at the fairness hearing described in Paragraph 9 below.

**(C) OBJECT OR COMMENT:** If you are a member of the Class and you do not request to be excluded, you may object to or offer comment in favor of the terms of the Settlement or to Class Counsel's request for attorneys' fees and expenses. You may, but need not, enter an appearance through counsel of your choice. If you do, you will be responsible for your own attorneys' fees and costs.

If you object to the Settlement, you must, on or before March 4, 2009: (1) file with the Clerk of the Circuit Court, Third Judicial Circuit, Madison County, Illinois, located at the Madison County Courthouse, 155 North Main Street, Edwardsville, Illinois 62025, and (2) serve on Robert W. Schmieder II of The Lakin Law Firm, P.C., 300 Evans Avenue, P.O. Box 229, Wood River, Illinois 62095-1127 (Class Counsel); and Richard E. Gottlieb of Dykema Gossett PLLC (Counsel for Defendant), a written objection, including (i) your full name, address, and telephone number; (ii) documentation showing you are a Class Member; (iii) a written statement of all grounds for your objection, accompanied by any legal support for your objection; (iv) copies of any papers, briefs, or other documents on which the objection is based; (v) a list of all persons who will be called to testify in support of your objection (if any); (vi) a statement of whether you intend to appear at the fairness hearing; and (vii) your signature or your counsel's signature. Also, at the start of your objection, please include a reference to *Bemis v. Auto-Owners*, Case No. 05-L-179. If you intend to appear at the fairness hearing through counsel, your objection must also state the identity of all attorneys representing you who will appear at the fairness hearing. Class members who do not timely make their objections in this manner will be deemed to have waived all objections and shall not be heard at the fairness hearing or have the right to appeal from approval of the Settlement.

**9. FAIRNESS HEARING:** On April 3, 2009, at 11:00 a.m., in the courtroom of the Honorable David Hylla, Circuit Judge of the Circuit Court, Third Judicial Circuit, Madison County, Illinois, located at the Madison County Courthouse, 155 North Main Street, Edwardsville, Illinois 62025, Judge Hylla will hold a fairness hearing for the purpose of deciding (a) whether the Settlement should be approved as fair, reasonable, and adequate for the class; (b) whether a judgment granting approval of the Settlement and dismissing the lawsuit with prejudice should be entered; and (c) whether Class Counsel's application for attorneys' fees and expenses should be granted. The hearing may be postponed, adjourned, or rescheduled by the Court without further notice to the class. You do not need to attend this hearing to remain a class member or participate in the Settlement.

**10. EXAMINATION OF PAPERS FILED IN THE CASE:** This Notice is a summary and does not describe all details of the Settlement. For full details of the matters discussed in this Notice, you may wish to review the Class Action Settlement Agreement dated **December 11, 2008**, available online at [www.pposettlements.com](http://www.pposettlements.com). A complete copy of the Class Action Settlement Agreement and all other pleadings and papers filed in the lawsuit are also available for inspection and copying during regular business hours at the Office of the Clerk of the Circuit Court, Third Judicial Circuit, Madison County, Illinois, located at the Madison County Courthouse, 155 North Main Street, Edwardsville, Illinois 62025.

**11. ADDITIONAL INFORMATION:** You can view and print the Class Action Settlement Agreement, this Notice, and the Request Form at [www.pposettlements.com](http://www.pposettlements.com). You can also direct inquiries to Class Counsel at [ppo.classaction@lakinlaw.com](mailto:ppo.classaction@lakinlaw.com) or by mail 300 Evans Avenue, P.O. Box 229, Wood River, Illinois 62095. Please include the reference Frank C. Bemis & Associates d/b/a Bemis Chiropractic, Case No. 05-L-179. Answers to frequently asked questions are available at [www.pposettlements.com](http://www.pposettlements.com) or by calling 1-866-680-6562.

**PLEASE DO NOT CONTACT THE COURT OR CLERK OF COURT WITH QUESTIONS ABOUT THIS NOTICE.**

DATED: December 22, 2008

BY ORDER OF THE CIRCUIT COURT  
THIRD JUDICIAL DISTRICT  
MADISON COUNTY, ILLINOIS