

UNITED STATES DISTRICT COURT

DISTRICT OF NEW MEXICO

<p>IN RE THORNBURG MORTGAGE, INC. SECURITIES LITIGATION</p> <p>THIS DOCUMENT RELATES TO:</p> <p>ALL ACTIONS</p>	<p>CASE NO. CIV 07-815JB/WDS</p>
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**DECLARATION OF TURNER W. BRANCH IN SUPPORT OF
CO-LEAD COUNSEL’S MOTION FOR AN AWARD OF ATTORNEYS’ FEES
AND REIMBURSEMENT OF EXPENSES FILED ON BEHALF OF
THE BRANCH LAW FIRM**

I, TURNER W. BRANCH, declare as follows:

1. I am the senior partner of the Branch Law Firm. I submit this declaration in support of my firm’s application for an award of attorneys’ fees in connection with services rendered in the above-captioned litigation (the “Litigation”) from the inception of this case through July 23, 2012 (the “Time Period”), as well as for reimbursement of expenses incurred by my firm in connection with the Litigation.¹


2. The Branch Law Firm served as Local Counsel for the law firm of Wolf, Haldenstein, Adler, Freeman & Herz, LLP and the law firm of Kessler Topaz Meltzer & Check, LLP, and as such, acted as Local Counsel in filing of documents, court appearances and tracking of the prosecution of the litigation and settlement reached with the Settling Defendants as set forth in the Joint Declaration submitted by Co-Lead Counsel in support of final approval of settlement, plan of allocation and application for an award of attorneys’ fees and expenses.

¹ Time and expenses incurred in connection with the ongoing appeal against the non-settling, Underwriter Defendants is not reflected in this declaration.

3. The Branch Law Firm's attorney and support staff time has been captured in the lodestar submission of Wolf, Haldenstein, Adler, Freeman & Herz, LLP and Kessler Topaz Meltzer & Check, LLP for the Time Period. The Branch Law Firm adopts, as applicable, the lodestar submission of Wolf, Haldenstein, Adler, Freeman & Herz, LLP and Kessler Topaz Meltzer & Check, LLP as true and accurate, and no separate lodestar calculation or submission will be submitted by the Branch Law Firm.

4. The Branch Law Firm and the law firm of Wolf, Haldenstein, Adler, Freeman & Herz, LLP and Kessler Topaz Meltzer & Check, LLP have executed a separate firm-to-firm agreement as to attorney and support staff fees and expenses.

I declare, under penalty of perjury, that the foregoing facts are true and correct. Executed on July 20th, 2012.



TURNER W. BRANCH

Exhibit 1

In re Thornburg Mortgage, Inc. Securities Litigation

CASE NO. CIV 07-815JB/WDS

BRANCH LAW FIRM

EXPENSE REPORT

Time Period: Inception through July 23, 2012

EXPENSE	TOTAL AMOUNT
Duplicating	\$1,646.75
Postage	\$452.43
Telephone / Fax	\$158.00
Messengers	\$174.00
Filing Fees	
Transcripts	
Computer Research	\$449.45
Federal Express	
Expert Fees	
Travel/Meals	
Court Reporters	
Outside Counsel/Temp Help	\$1,559.22
TOTAL	\$4,439.85

Exhibit 2

In re Thornburg Mortgage, Inc. Securities Litigation

CASE NO. CIV 07-815JB/WDS

BRANCH LAW FIRM

FIRM BIOGRAPHY

BRANCH LAW FIRM

FIRM RESUME



Turner W. Branch established the Branch Law Firm® in 1966. From its humble beginnings as a one-lawyer personal injury firm, the Branch Firm has become a nationally known plaintiff's firm with experience in catastrophic injury and wrongful death cases.

Mr. Branch, along with his wife and co-partner Margaret Moses Branch, first became involved with nationwide complex litigation during their representation of the first person diagnosed in Santa Fe, New Mexico, October of 1989, with s EMS (Eosinophilia Myalgia Syndrome).. This case led to the formation of MDL 865, which was assigned to the United States District Court in Columbia, S.C.

Turner W. Branch served as vice chairman of the Plaintiffs' Steering Committee in that litigation which *was brought to a successful conclusion approximately ten years later. Tamara Stiver, of The Albuquerque Journal, won a Pulitzer Prize for making the connection between the neurological disease, known as EMS, and the ingestion of a bio-engineered amino acid, L-Tryptophan. More success for this New Mexico law firm soon followed.

Named Baylor Law School Lawyer of the Year, Turner Branch has also been instrumental in shaping New Mexico law. Before 1976, individuals could not sue the State of New Mexico because of sovereign immunity. The Branch Law Firm® was instrumental in having that holding overturned. More recently, the Branch Law Firm® argued successfully that the discovery rule should apply to the statute of limitations governing product liability and medical malpractice cases. *Successfully argued before the New Mexico Court of Appeals, this has become state law.

Margaret Moses Branch, is also a very accomplished attorney in her own right. Voted one of New Mexico's "most influential women" by New Mexico Women Magazine, Margaret Branch was one of five attorneys in the United States who negotiated the settlement of one thousand cases to the benefit of women who had not been properly warned about silicone breast implants. In 1990, Margaret Branch, with two other Albuquerque lawyers, founded the New Mexico Women's Bar, which currently has more than three hundred members.

The Branch Law Firm® took a lead role in the discovery and settlement of damages from Omniflox, an inadequately tested synthetic antibiotic that caused liver damage and bodily harm. *This case was successfully concluded in 1999.

Turner W. Branch served as co-chairman of MDL 1208 in the Eastern District of Texas in the Norplant contraceptive litigation brought against American Home Products. *More than forty thousand victims were compensated when the litigation was successfully concluded in 1999. Turner Branch and the rest of the Branch Law Firm® Pharmaceutical Litigation Team are amongst the leaders in the nationwide Baycol litigation, and Mr. Branch was elected to the trial team that tried one of the first Baycol cases nationwide.

During the late 1980s and early 1990s, the Branch Law Firm® represented more than fifty households in Northern New Mexico whose water supplies were contaminated by methane. The firm proved that drilling by large oil and gas companies into the Fruitland Coalbed caused methane formation contaminated area aquifers. Two of these cases were tried separately and appealed to the Tenth Circuit Court of Appeals. Both cases were affirmed by the Tenth Circuit Court of Appeals. *The Branch Law Firm® assisted the households in resolving their water contamination.

In 1992, Turner W. Branch was one of the seventeen founding members of the Castano Litigation and serves on its Executive Committee. The firm was one of only two law firms in New Mexico selected by the Attorney General for the State of New Mexico to represent the State in what is referred to as the Attorney General Tobacco Lawsuits. *When these lawsuits were concluded on Nov. 23, 1998, the State received a record \$1.2 billion award.

In 1998, Branch was one of five firms in the United States selected to represent the State of New Mexico in massive Superfund

cleanup and damage litigation. The first lawsuit was filed on behalf of the State in October 1999, for what is referred to as the South Valley Superfund cleanup site.

Branch Law Firm® attorneys represented approximately seven hundred men and women for whom the anorexia-inducing drug known as Fen-Phen was prescribed. Most, if not all, of these drugs were sold under the brand names Pondimin or Redux, and were formulated, manufactured, sold and distributed by American Home Products and their wholly owned subsidiary, Wyeth-Ayerst.

The Branch Law Firm® was also involved in representing clients nationally over the pedicle screws used mainly in back surgery (back plate cases) and in litigation against Telectronics over defective wiring in pacemakers. Branch Law Firm® attorneys continue to work on catastrophic injury, automobile and truck collision, medical malpractice, nursing home abuse, pharmaceutical product liability and complex litigation cases.

For over 5 years, The Branch Law Firm® represented several hundred men and women for whom the diabetic drug known as Rezulin was prescribed. Manufactured, sold and distributed by defendant, Warner-Lambert which was subsequently purchased by Pfizer in 2000, this drug caused severe liver damage. These cases were consolidated as MDL No. 1348 under Judge Lewis A. Kaplan, USDC SDNY. The Branch Law Firm participated in multiple depositions and researched volumes of documents in connection with the successful settlement of this litigation.

Branch Law Firm® members take an active role in the American Association for Justice and in the New Mexico Trial Lawyers Association. With over 250 jury trials to his credit, and thousands of past clients, Turner Branch has fueled the Branch Law Firm® to its current standing as a pre-eminent law firm as selected by Martindale-Hubbell

(derived from a survey of New Mexico attorneys).

Turner W. Branch and the Branch Law Firm are active participants in the MDL Number 1657 Vioxx Product Liability Litigation Settlement.. Mr. Branch was appointed by the Honorable U.S. District Judge Eldon Fallen as the state liaison counsel for New Mexico, and then went on to serve with the Plaintiffs' Steering Committee before the Honorable Judge (I think it's Carol Higbee) Higbee of Atlantic City, New Jersey on more than 500 cases that are pending in the state of New Jersey.

Turner W. Branch was admitted to practice on all Vioxx cases before all courts in the state of New Jersey by the Supreme Court of New Jersey and still holds that designation. Turner Branch and the Branch Law Firm are extremely active and instrumental in working on the submission and settlement of the cases they are handling for and on behalf of several 100 clients nationwide. The Branch Law Firm participated in the scientific studies conducted by the PSC, headed by Attorney Weinberg, to determine the causal connection of injuries suffered by Vioxx clients. The Branch Law Firm further participated in the designation and causal connection standards of over 1,000 Vioxx victims.

The Branch Law Firm has been instrumental in working with experts, cardiologists, internists and general practice physicians in their continued quest to prove the relationship between Vioxx use and injuries (including death). The quest and challenge continues as The Branch Law Firm readies its cases for global settlement submission on behalf of their clients.

In addition, Turner W. Branch has spoken to attorneys throughout the U.S. about Vioxx and has attended all hearings in New Jersey with The Honorable Judge Carol Higbee who is overseeing the New Jersey Vioxx cases. He has attended MDL 1657 PSC meetings in the Eastern District of New

Orleans and had a member of the firm living in New Orleans, Louisiana so as to enable her geographical presence to be in attendance at the MDL hearings in which negotiations regarding the Vioxx global settlement were finalized during 2007 and 2008. The Branch Law Firm continues to pursue and to look at the various phases of the settlement, the settlement itself and the interrelationship of the Canons of Professional Responsibility, as well as all other ethical requirements, rules and regulations in virtually all 50 states. It is a bare bones summary of The Branch Law Firm's participation and activity in Vioxx litigation over the past 6 years. The time, work and effort continue to be enormous, as well as expensive.

The Branch Law Firm® has offices in Albuquerque, NM, Houston, TX and Washington, DC.

** Past successes cannot be an assurance of future successes because each case must be decided on its own merits.*

TURNER W. BRANCH

Turner Williamson Branch is a 1956 graduate of the Marist School, Atlanta, and was graduated in 1960 with a B.A. in Political Science from the University of New Mexico where he was president of the student body and a member of Phi Sigma Alpha, the Political Science Honors Society. He was listed in Who's Who in American Colleges and Universities.

Upon graduation, Mr. Branch was commissioned as a second lieutenant in the United States Marine Corps on active duty at Quantico, Va. Thereafter, Mr. Branch was assigned to Camp Pendleton, Ca. and joined the Second Battalion of Fifth Marines, First Marine Division, a noted infantry organization that won fame with the Battle of Belleau Woods in France in World War I and thereafter in World War II in the Pacific

Islands, in the Korean War as well as in Vietnam. Branch was promoted to first lieutenant and served three-and-a-half years on active duty. He left the Marine Corps in July of 1963 to attend law school at Baylor University in Texas.

Mr. Branch was graduated in November 1965 from Baylor Law School, where he was a section editor of the Law Review. He received the T.R. McDonald Award as the outstanding student at the Law School. He served as chairman of the Student Grievance Committee, was selected to Omicron Delta Kappa and to the International Legal Fraternity of Phi Delta Phi. He was also selected for the first edition of Best Lawyers in America (derived from a survey of lawyers from around the country), Who's Who in American Law Schools and Who's Who in American Universities and Colleges for a second time.

He returned to Albuquerque, N.M. to practice law in 1965. He is a member of the State Bars of New Mexico, Colorado and Texas and the Bar Association of the District of Columbia. He was admitted to practice before the United States Supreme Court in 1972.

Mr. Branch was elected a Fellow in the International Academy of Trial Lawyers, an organization of only five hundred lawyers throughout the world, and former director of IATLA. He is a life member of American Association for Justice and served as the New Mexico representative for the Association of Trial Lawyers of America for twelve years. He is a former trustee for the National College of Advocacy, diplomate in the American Board of Trial Advocates, National Board of Directors of the American Board of Trial Advocates, former president New Mexico Chapter of ABOTA 1982-83, and received an outstanding service award from the American Board of Trial Advocates. He is board recognized specialist as a civil trial advocate by the National Board of Trial Advocacy and has been

certified as a civil trial specialist since 1984 both nationally and in State of New Mexico. He is on the Board of Governors of the Western Trial Lawyers Association, and served as a board member of New Mexico Trial Lawyers from 1968-76. American Trial Lawyers Top 100. Selected Southwest Super Lawyers in 2008 & 2009.

Mr. Branch was:

- Vice Chair of Plaintiffs' Steering Committee for L-Tryptophan, Litigation (MDL 863)
- Liaison Counsel for Breast Implant Litigation, Multi-District, Litigation No. 926
- Member of Executive Committee for Castano Tobacco Litigation in United States District Court for the Eastern District of New Orleans
- Represented New Mexico Attorney General in: State of New Mexico, ex rep?? Tom Udall, Attorney General of State of New Mexico v. The American Tobacco Company, et al., Santa Fe County District Court (New Mexico) Cause No. SF 97-1235
- Plaintiffs' Counsel in New Mexico class action entitled: Carol A. Connor et al. v. The Tobacco Company et al., Bernalillo County District Court (New Mexico) Cause No. CV 96-0009422
- Plaintiffs' Steering Committee for Amtrak Bayou Canot case in Mobile, Alabama, (MDL No. 1003)
- National Liaison Counsel in Omniflox Litigation case in the United States District Court in Chicago, Illinois, (MDL No. 1004)
- Co-Chair of Plaintiffs' Steering Committee for the Norplant Litigation in the Eastern District of Texas, (MDL No.1038)
- Co-Chair Plaintiffs' Steering Committee on Baycol Litigation in the U.S. District of Minnesota (MDL No. 1431)

Turner Branch has been an active participant in the diet drug litigation since its inception. He was a founding member of the Texas Document Depository, which now holds over five million pages of the drug manufacturers' records.

Mr. Branch has published seven articles and a book, all legal publications plus numerous articles for publications and Trial Magazine and other trial lawyer association meetings, which are listed in detail on the attached Martindale-Hubbell biography. He has argued numerous cases before state and federal appellate courts and has tried over two hundred and fifty civil jury trials to completion.

Affiliations:

Masonic Lodge, Blue Lodge No. 6; Ballut Abyad Shrine; Shriner; Master Mason; Kiwanis Club of Albuquerque since 1967; 100 Club (organization supporting widows of firefighters and police officers injured or killed in the line of duty); former member of New Mexico State Legislature House of Representatives 1968-74; Judiciary Committee in House Banks and Corporations Commission Committee; St. John's Episcopal Cathedral; Albuquerque Country Club; Rio Rancho Country Club; Albuquerque Petroleum Club; Albuquerque Lawyers Club; Albuquerque Bar Association; New Mexico Bar Association; formerly on Board of Directors of Albuquerque Little Theater (ten years); Board of Directors of Albuquerque Jaycees; Outstanding Young Man Award with Albuquerque Jaycees; legal attorney with Albuquerque Junior Chamber of Commerce; past president of the Zia Parent Teachers Association; former pack master for Boy Scouts of America; former Board of Directors of Thunderbird Little League; former trustee for National College of Advocacy for the American Trial Lawyers Association; life member in the American Association for Justice; member of the Trial Lawyers for Public Justice; life member in the Baylor Law Review Association; sustaining member in the Trial Lawyers for

Public Justice; active life member of Phi Delta Phi International Legal Fraternity; member of the Roscoe Pound Foundation; vice chairman of the Multi-District Litigation Plaintiffs Steering Committee for L-Tryptophan Litigation; Liaison Counsel for Multi-District Litigation No. 926 pending in the United States District Court in the Northern District of Alabama for the State of New Mexico and also on the National Discovery Committee.

MARGARET MOSES BRANCH

Margaret Moses Branch is married to Turner W. Branch, senior partner of the Branch Law Firm®. Ms. Branch has two stepchildren, both attorneys, and nine nephews and nieces. She is a member of the American Board of Trial Advocates and International Women's Forum. She served on the Board of Directors of the New Mexico Trial Lawyers Association, and the Board of Directors of the Center for Civic Values (Interest on Legal Trust Accounts). She was chair of the Association of Trial Lawyers Women's Law Caucus, and was founding president of the New Mexico Women's Bar Association. She is a frequent lecturer on Continuing Legal Education programs for attorneys. Ms. Branch served as vice chair of the Association of Trial Lawyers of the America Tobacco Litigation Group.

In her practice, Margaret Moses Branch has been particularly interested in women's health issues. She served on the Executive Committee of the Failure to Diagnose Breast Cancer ATLA Litigation Group. She was moderator for the National College of Advocacy, Medical-Legal Update Seminar, for the section entitled "Medicine and the Law: Special Issues Facing Women." Ms. Branch served as a moderator of the ATLA National College of Advocacy, "Litigating Women's Health Issues" in October 1992. Selected Southwest Super Lawyers in 2008 and 2009.

She has served as counsel in cases which involved failure to diagnose breast cancer, colon cancer, uterine cancer, pancreatitis, leukoplakia, peritonitis, appendicitis, compartment syndrome, aneurysms, pneumonia, meningitis, abruptio placentae, kernicterus and other illnesses and diseases. She has been involved in cases that addressed issues of surgical negligence, i.e., laminectomies, cholecystectomies, colonoscopies, hernia repairs and hip replacements. Additionally, she has been involved in cases that dealt with obstetrical issues, i.e., failure to perform timely Caesarean sections, inappropriate radiological procedures, unnecessary hysterectomies and incomplete abortions.

In July of 1992, Ms. Branch was appointed to the Plaintiffs' Multi-District Litigation Plaintiffs' Steering Committee which is responsible for representing all women nationwide who file breast implant cases in the federal court system. She also served as chair of the Mentor Committee which negotiated a 23b(1)(B) limited fund class settlement of *\$25.8 million. Ms. Branch served on the five-member team that recently negotiated an opt-out Rule 23 class settlement in the amount of *\$4.75 billion. In March of 1994, she was appointed settlement class counsel in the Breast Implant Global Settlement. Most recently, Ms. Branch was appointed to the Tort Claimants' Committee to protect the interests of Dow Corning claimants and assist in formulating a bankruptcy plan.

Ms. Branch has also been involved in toxic tort cases involving hydrogen sulfide, natural gas, hydrochloric acid and pesticides; and she is particularly interested in environmental issues and legal resolutions.

Ms. Branch has been actively involved in the L-Tryptophan Multi-District Litigation. L-Tryptophan is an amino acid that was marketed as a therapeutic aid for insomnia, premenstrual syndrome and depression. It

was a product (primarily used by women) which required no governmental safety testing until the product was associated with Eosinophilia Myalgia Syndrome, an autoimmune disease that causes scleroderma, pulmonary hypertension and brain lesions.

She has been actively involved in women's health issues including defective pharmaceuticals and medical devices. She has written articles for the American Trial Lawyers Association, New Mexico Bar Association, New York Bar Journal, Texas Bar Association, New Mexico Trial Lawyers Association and Lawyers Education Institute.

**Past successes cannot be an assurance of future successes because each case must be decided on its own merits.*