

IN THE SUPERIOR COURT OF COBB COUNTY  
STATE OF GEORGIA

EDGAR "BO" POUNDS, individually and on  
behalf of the estate of Mary Jean Pounds,  
JOSEPH THOMPSON, FRANKLIN SMITH,  
EAGLE EYE FORENSICS, LLC, DIANNE  
BRACKIN, and WILLIAM SHARP,  
Derivatively On Behalf of COBB ELECTRIC  
MEMBERSHIP CORPORATION,

Plaintiffs,

vs.

DWIGHT BROWN, DON BARNETT, DAVID  
MCGINNIS, KAY ANDERSON, AL  
FORTNEY, JR., FRANK BOONE, SARAH  
BROWN, LARRY CHADWICK, HENRY  
BALKCOM III, COBB ENERGY  
MANAGEMENT CORPORATION, and DOES  
1-15, inclusive,

Defendants.

- and -

COBB ELECTRIC MEMBERSHIP  
CORPORATION, a Georgia Corporation,

Nominal Defendant.

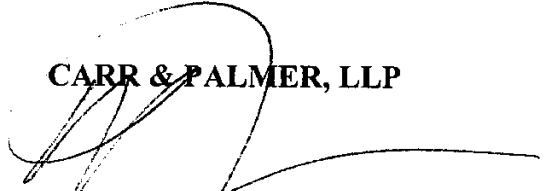
Civil Action No. 07-1-9408-48

**MOTION FOR APPROVAL OF JOINT PROPOSAL  
FOR RESOLUTION OF DERIVATIVE LITIGATION**

COME NOW the Plaintiffs and respectfully move the Court for an Order approving the Joint Proposal For Resolution of Derivative Litigation preliminarily approved on October 30, 2008. In support thereof Plaintiffs rely upon their Plaintiffs' Memorandum of Law in Support of Final Approval of Proposed Settlement filed herewith.

This 25<sup>th</sup> day of November, 2008.

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