IN THE UNITED STATES DISTRICT COURT FOR THE NORTHERN DISTRICT OF TEXAS DALLAS DIVISION

SUPERMEDIA INC., SUPERMEDIA	§	
LLC, SUPERMEDIA SERVICES INC.,	§	
SUPERMEDIA SALES INC.,	§	
SUPERMEDIA EMPLOYEE BENEFITS	§	
COMMITTEE and IDEARC	§	
INCEPTOR LTD,	§	
	§	
Plaintiffs,	§	
	§	CIVIL ACTION NO.
V.	§	3:12-CV-2034-G
	§	
SANDRA NOE, CARL OHNSTAD,	§	
and CLAIRE PALMER,	§	
individually and on behalf of all others	§	
similarly situated,	§	
	§	
Defendants.	§	

JOINT STIPULATION OF DISMISSAL OF DEFENDANTS MENTZER AND ZENUS

Pursuant to the Federal Rule of Civil Procedure 41(a), Plaintiffs SuperMedia Inc., SuperMedia LLC, SuperMedia Services Inc., SuperMedia Sales Inc., SuperMedia Employee Benefits Committee, and Idearc Inceptor LTD (collectively, "SuperMedia" or "Plaintiffs") hereby file this JOINT STIPULATION OF DISMISSAL OF DEFENDANTS ROBERT MENTZER AND BERNARD ZENUS ("Dismissal"), without prejudice.

1. On June 26, 2012, Plaintiffs filed their Original Complaint - Class Action for Declaratory Judgment (Docket No. 23). On August 2, 2012, Plaintiffs filed their First Amended Complaint – Class Action for Declaratory Judgment ("Amended Complaint") (Docket No. 23), naming a number of defendants, including Defendants Robert Mentzer ("Mentzer") and Bernard

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Zenus ("Zenus"). Defendants Zenus and Mentzer were each served with process on August 9, 2012. *See* Affidavit of Service (Docket No. 29); Affidavit of Service (Docket No. 41).

2. On October 15, 2012, Defendants Mentzer and Zenus filed their Answer and Counterclaims to the Amended Complaint (Docket No. 73). On August 7, 2013, the Court dismissed their counterclaims. (Docket No. 98). On October 2, 2013, Mentzer, Zenus, and other Defendants filed a Motion for Summary Judgment Dismissal. (Docket No. 108).

3. Pursuant to the Court's Mediation Order (Docket No. 101), on October 11, 2013, Plaintiffs and Curtis Kennedy, counsel for Defendants Bernard Zenus, Robert Mentzer, Carl Ohnstad, Sandra Noe, and Claire Palmer ("Defendants") (collectively the "Parties") participated in mediation before Court-appointed mediator Jeffrey Abrams. At the mediation, the Parties reached a settlement and executed the Mediated Settlement and the Stipulation and Settlement Agreement ("Settlement Agreement"), subject to approval by SuperMedia's Board of Directors. SuperMedia's Board of Directors approved the Settlement Agreement through Resolutions of the Board of Directors on October 30, 2013, and the Settlement Agreement has been fully executed.

4. Pursuant to the Settlement Agreement, the Parties have agreed to the dismissal of Defendants Zenus and Mentzer. The Parties have agreed that Zenus and Mentzer will not serve as class representatives of the proposed Settlement Class, as defined in the Settlement Agreement.

5. Neither the remaining Defendants nor the proposed Settlement Class will be prejudiced by the dismissal of Defendants Zenus and Mentzer.

6. Pursuant to Federal Rule of Civil Procedure 41(a)(1)(A), a voluntary stipulation of dismissal without prejudice signed by all parties who have appeared is effective without a court order.

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WHEREFORE, premises considered, Plaintiffs and Defendants hereby request that the Court dismiss Defendants Robert Mentzer and Bernard Zenus from this matter, without prejudice, pursuant to Federal Rule of Civil Procedure 41, and that any costs be borne by the party incurring them such that none of Plaintiffs' costs shall be taxed against Defendants Mentzer or Zenus. November 26, 2013

Respectfully submitted,

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CERTIFICATE OF SERVICE

I hereby certify that on November 26, 2013, I electronically filed the foregoing document with the clerk of court for the U.S. District Court, Northern District of Texas, using the electronic case filing system of the court. The electronic case filing system sent a "Notice of Electronic Filing" to all attorneys of record who have consented in writing to accept this Notice as service of this document by electronic means.

s/ Rachel L. Williams