

**IN THE UNITED STATES DISTRICT COURT FOR  
THE EASTERN DISTRICT OF PENNSYLVANIA**

PATRICIA GINDHART	:	
	:	
and	:	
	:	
DANA DUDEK	:	Case No. 2:17-cv-05041-RBS
	:	
Plaintiffs,	:	
	:	
v.	:	
	:	
DECHERT LLP	:	
	:	
Defendant.	:	

**DEFENDANT DECHERT LLP’S ANSWER AND AFFIRMATIVE DEFENSES  
TO PLAINTIFFS’ COMPLAINT**

Defendant Dechert LLP (“Dechert”), through its counsel Reed Smith LLP, hereby responds to the Complaint of Plaintiffs Patricia Gindhart (“Plaintiff Gindhart”) and Dana Dudek (“Plaintiff Dudek” and together with Plaintiff Gindhart, “Plaintiffs”) as follows:

**I. INTRODUCTION**

Admitted in part; denied in part. It is admitted only that Plaintiffs purport to bring this action against their former employer Dechert; that Plaintiffs’ employment was terminated on October 5, 2016; and that Plaintiffs purport to seek damages and other relief. Except as expressly admitted herein, Dechert denies all remaining averments in the Introduction to the Complaint. Dechert further denies that it violated the Age Discrimination in Employment Act, as amended (“ADEA”), Title VII of the Civil Right of 1964, as amended (“Title VII”), the Pennsylvania Human Relations Act, as amended (“PHRA”), and the Philadelphia Fair Practices Ordinance, as amended (“PFPO”), denies that it is liable to Plaintiffs for any reason, and denies that Plaintiffs are entitled to relief. By way of further response, after study of various available

technologies, Dechert moved to a cloud-based application for finance and human resources and then outsourced its payroll function to streamline processes, improve efficiencies, and implement needed controls. At that time, the Payroll Department at Dechert consisted of four employees: two management and two non-management. The successful implementation of this technology reduced the need for management employees in the Payroll Department. As a result, the positions held by Plaintiffs were eliminated. The decision to terminate Plaintiffs' employment had nothing to do with Plaintiffs' age or gender or any retaliatory motive.

## **II. PARTIES**

1. Admitted in part; denied in part. It is admitted only that Plaintiff Gindhart is a female individual. Dechert is without knowledge or information sufficient to form a belief as to the truth of the remaining averments in paragraph 1 and they are therefore deemed denied.

2. Admitted.

3. Admitted in part; denied in part. It is admitted only that Plaintiff Dudek is a female individual. Dechert is without knowledge or information sufficient to form a belief as to the truth of remaining averments in paragraph 3 and they are therefore deemed denied.

4. Admitted.

5. Admitted.

6. Admitted in part; denied in part. It is admitted only that Dechert conducts business in the Commonwealth of Pennsylvania. The remaining averments of paragraph 6 are conclusions of law to which no responsive pleading is required.

7. The averments of paragraph 7 are conclusions of law to which no responsive pleading is required.

8. Admitted.

9. The averments of paragraph 9 are conclusions of law to which no responsive pleading is required.

10. The averments of paragraph 10 are conclusions of law to which no responsive pleading is required.

### **III. JURISDICTION AND VENUE**

11. Admitted in part; denied in part. It is admitted only that Plaintiffs purport to bring this matter under the ADEA, Title VII, the PHRA, and the PFPO. Except as expressly admitted herein, Dechert denies the remaining averments of paragraph 11 and denies that it violated said laws.

12. Admitted in part; denied in part. It is admitted only that Plaintiffs purport to place jurisdiction in this district over Count I and Count V pursuant to 29 U.S.C. § 626(c) and 28 U.S.C. § 1331. Except as expressly admitted herein, Dechert denies the remaining averments of paragraph 12.

13. Admitted in part; denied in part. It is admitted only that Plaintiffs purport to place jurisdiction in this district over Count II and Count VI pursuant to 42 U.S.C. § 2000e-5 and 28 U.S.C. § 1331. Except as expressly admitted herein, Dechert denies the remaining averments of paragraph 13.

14. Admitted in part; denied in part. It is admitted only that Plaintiffs purport to place supplemental jurisdiction in this district over Count III and Count VII pursuant to 28 U.S.C. § 1367. Except as expressly admitted herein, Dechert denies the remaining averments of paragraph 14.

15. Admitted in part; denied in part. It is admitted only that Plaintiffs purport to place supplemental jurisdiction in this district over Count IV and Count VIII pursuant to 28 U.S.C. §

1367. Except as expressly admitted herein, Dechert denies the remaining averments of paragraph 15.

16. Admitted in part; denied in part. It is admitted only that Plaintiffs purport to place venue in this district under 28 U.S.C. § 1391(b)(2). Except as expressly admitted herein, Dechert denies the remaining averments of paragraph 16.

17. Admitted in part; denied in part. It is admitted only that Plaintiff Dudek filed a Charge of Discrimination with the EEOC on or about the date stated, that such charge was purportedly cross-filed with the PHRC, and that a copy of said charge is purportedly attached to the Complaint as Exhibit 1. This charge is a document whose terms speak for themselves. Except as expressly admitted herein, Dechert denies the remaining averments of paragraph 17.

18. Admitted in part; denied in part. It is admitted only that the Notice of Right to Sue issued to Plaintiff Dudek by the EEOC is dated September 29, 2017, and that a copy of said notice is purportedly attached to the Complaint as Exhibit 2. This notice is a written document whose terms speak for themselves. Except as expressly admitted herein, Dechert denies the remaining averments of paragraph 18.

19. Admitted in part; denied in part. It is admitted only that Plaintiff Gindhart filed a Charge of Discrimination with the EEOC on or about the date stated, that such charge was purportedly cross-filed with the PHRC, and that a copy of said charge is purportedly attached to the Complaint as Exhibit 3. This charge is a document whose terms speak for themselves. Except as expressly admitted herein, Dechert denies the remaining averments of paragraph 19.

20. Admitted in part; denied in part. It is admitted only that the Notice of Right to Sue issued to Plaintiff Gindhart by the EEOC is dated August 14, 2017, and that a copy of said notice is purportedly attached to the Complaint as Exhibit 4. This notice is a written document

whose terms speak for themselves. Except as expressly admitted herein, Dechert denies the remaining averments of paragraph 20.

21. The averments of paragraph 21 are conclusions of law to which no responsive pleading is required.

**IV. FACTUAL ALLEGATIONS**

22. Admitted.

23. Denied as stated. Plaintiff Gindhart progressed to Payroll Manager and, in or around October 1999, to Manager of HR and Payroll Systems.

24. Admitted in part; denied in part. It is admitted only that Plaintiff Gindhart reported to Anthony Licata for a period of time in or around 2008 in her position as Manager of HR and Payroll Systems, that Mr. Licata is male and in his 40s, and that Mr. Licata was CFO from February 2008 to June 2013 and COO from July 2013 to February 2014. Except as expressly admitted herein, Dechert denies the remaining averments of paragraph 24.

25. Admitted in part; denied in part. It is admitted only that in or around the fall of 2008, Plaintiff Gindhart began reporting to Corey Smith for a period of time, that Mr. Smith is male and in his 40s, and that Mr. Smith was Director of Global Financial Operations from April 2008 to June 2013 and has been CFO since July 2013. Except as expressly admitted herein, Dechert denies the remaining averments of paragraph 25.

26. Admitted.

27. Admitted in part; denied in part. It is admitted only that Plaintiff Gindhart held the position of Senior Payroll Manager at the time of her termination in October 2016. Except as expressly admitted herein, Dechert denies the remaining averments of paragraph 27.

28. Admitted.

29. Denied.

30. Admitted in part; denied in part. It is admitted only that Plaintiff Gindhart received a memo from HR dated February 19, 2008 regarding bonus eligibility. This memo is a document whose terms speak for themselves. Dechert is without knowledge or information sufficient to form a belief as to the truth of the remaining averments in paragraph 30 and they are therefore deemed denied.

31. Admitted in part; denied in part. It is admitted only that Dechert terminated Plaintiff Gindhart's employment on October 5, 2016 at age 57. Except as expressly admitted herein, Dechert denies the remaining averments of paragraph 31 as stated. By way of further response, Plaintiff Gindhart's position was eliminated because the payroll function was outsourced. Dechert denies that her position was eliminated because of discriminatory animus or retaliatory motive.

32. Admitted in part; denied in part. It is admitted only that Plaintiff Gindhart and Plaintiff Dudek were terminated on October 5, 2016 and that they were both older than the two remaining female employees, who handled transactional/clerical payroll tasks, in the Payroll Department. Except as expressly admitted herein, Dechert denies the remaining averments of paragraph 32.

33. Admitted.

34. Admitted.

35. Admitted in part; denied in part. It is admitted only that Plaintiff Dudek held the position of Payroll Manager at the time of her termination in October 2016. Except as expressly admitted herein, Dechert denies the remaining averments of paragraph 35.

36. Admitted.

37. Admitted.

38. Denied.

39. Admitted in part; denied in part. It is admitted only that Plaintiff Dudek received performance reviews and bonuses during her employment with Dechert. Her performance reviews are documents whose terms speak for themselves. Except as expressly admitted herein, Dechert denies the remaining averments of paragraph 39.

40. Admitted in part; denied in part. It is admitted only that Dechert terminated Plaintiff Dudek's employment on October 5, 2016 at age 54. Except as expressly admitted herein, Dechert denies the remaining averments of paragraph 40 as stated. By way of further response, Plaintiff Dudek's position was eliminated because the payroll function was outsourced. Dechert denies that her position was eliminated because of discriminatory animus or retaliatory motive.

41. Admitted in part; denied in part. It is admitted only that Plaintiff Dudek and Plaintiff Gindhart were terminated on October 5, 2016 and that they were both older than the two remaining female employees, who handled only transactional/clerical payroll tasks, in the Payroll Department. Except as expressly admitted herein, Dechert denies the remaining averments of paragraph 41.

42. Denied. Dechert further denies the averments in the heading preceding paragraph 42.

43. Denied.

44. Denied.

45. Denied.

46. Denied. Dechert further denies the conduct alleged on the part of Mr. Licata.

47. Denied. Dechert further denies the averments in footnote 3, except to admit that Mary Ann Christ is female and was Director of Human Resources.

48. Denied.

49. Denied. Dechert denies that Mr. Licata made age-based comments.

50. Denied.

51. Denied.

52. Denied.

53. Denied. Dechert is without knowledge or information sufficient to form a belief as to the truth of averments in paragraph 53 regarding what Plaintiff Gindhart purportedly understood and they are therefore deemed denied. Dechert incorporates by reference its answer to paragraph 52 above, as if set forth herein.

54. Denied. Dechert incorporates by reference its answer to paragraph 52 above, as if set forth herein.

55. Denied as stated. In or around the fall of 2008, Mr. Licata informed Plaintiff Gindhart that she would report to Corey Smith, Director of Global Financial Services at the time and currently CFO. Dechert further denies the averments in the heading preceding paragraph 55.

56. Denied.

57. Denied.

58. Denied. Dechert further denies that CFO Smith made the alleged statement.

59. Denied.

60. Denied as stated. In 2009, Plaintiff Dudek reported to Plaintiff Gindhart, Plaintiff Gindhart reported to Mr. Smith, Director of Global Financial Services at the time and currently

CFO, and Mr. Smith reported to Mr. Licata, CFO at the time. Dechert further denies the averments in the heading preceding paragraph 60.

61. Denied.

62. Denied.

63. Denied.

64. Denied.

65. Denied.

66. Denied.

67. Denied.

68. Denied.

69. Denied.

70. Denied. Dechert further denies the averments in the heading preceding paragraph 70.

71. Denied.

72. Denied.

73. Denied.

74. Denied.

75. Admitted in part; denied in part. It is admitted only that Mr. Licata and Mr. Smith participated in sports pools at the office. Except as expressly admitted herein, Dechert denies the remaining averments of paragraph 75.

76. Denied.

77. Denied.

78. Denied.

79. Denied.

80. Denied.

81. Denied.

82. Denied.

83. Denied.

84. Admitted in part; denied in part. It is admitted only that Plaintiff Gindhart complained to Mr. Smith about Ms. Yackobovitz's salary increase. Dechert is without knowledge or information sufficient to form a belief as to the truth of remaining averments in paragraph 84 regarding whether Plaintiff Gindhart made the alleged statement and they are therefore deemed denied. By way of further response, compensation determinations for Ms. Yackobovitz and Ms. Forline were based on feedback from Plaintiff Gindhart regarding their performance.

85. Denied.

86. Denied.

87. Denied.

88. Admitted in part; denied in part. It is admitted only that William Steele is male and that in or around August 2011, Mr. Smith recommended Mr. Steele, who was in the Accounts Payable Department, to fill an open Payroll Supervisor position because of Mr. Steele's management experience. Except as otherwise expressly admitted herein, Dechert denies the remaining averments of paragraph 88.

89. Denied.

90. Denied as stated.

91. Admitted in part; denied in part. It is admitted only that Plaintiff Gindhart complained about salaries in the Payroll Department. Except as otherwise expressly admitted herein, Dechert denies the remaining averments of paragraph 91.

92. Admitted. Dechert denies the averments in the heading preceding paragraph 92.

93. Denied as stated. Mr. Vidal was in the Finance Department, not in the Payroll Department, and Plaintiff Gindhart did not apply for the Director of Financial Operations position.

94. Admitted in part; denied in part. It is admitted only that Elaine Wry and Nicole Bergamesco are female, that both applied for the Director of Financial Operations position and were in their 30s at the time they applied, and that they were not selected for the position. Except as otherwise expressly admitted herein, Dechert denies the remaining averments of paragraph 94. By way of further response, Mr. Vidal was selected for the Director of Financial Operations position as the most qualified candidate.

95. Denied.

96. Denied.

97. Denied.

98. Denied.

99. Admitted. Dechert denies the averments in the heading preceding paragraph 99.

100. Admitted in part; denied in part. It is admitted only that at the October 5, 2016 meeting, Mr. Vidal stated that Plaintiff Gindhart's position was eliminated due to outsourcing of the payroll function. Except as expressly admitted herein, Dechert denies the remaining averments of paragraph 100.

101. Denied as stated.

102. Admitted in part; denied in part. It is admitted only that Dechert did not give Plaintiff Gindhart notice of its decision to terminate Plaintiff Dudek's position. Dechert is without knowledge or information sufficient to form a belief as to the truth of remaining averments in paragraph 102 regarding what Plaintiff Gindhart later learned and they are therefore deemed denied.

103. Admitted.

104. Denied.

105. Admitted in part; denied in part. It is admitted only that Matt Correll is male and was Global Accounts Payable Manager; that Lisa Gargani is female and was Financial Operations Manager; that Kate McGuigan is female and was Manager of Financial Operations; that Matt Brolly is male and Senior Billings and Collections Manager; that Kimberly Forline is female and Payroll Coordinator; that Christine Rode is female and Department Assistant; and that they are younger than Plaintiffs. Except as expressly admitted herein, Dechert denies the remaining averments of paragraph 105. By way of further response, Payroll was outsourced, not the Finance Department, Accounts Payable, or Billings and Collections. Plaintiffs were two managers in a Payroll Department comprised of four people, with the two remaining employees handling transactional/clerical payroll tasks. The outsourcing of the payroll function eliminated the need for higher-level payroll work and payroll managers.

106. Denied.

107. Denied.

108. Denied.

109. Denied.

110. Denied.

111. Denied.

112. Denied.

113. Denied.

114. Denied.

115. Denied.

116. Denied.

117. Denied.

118. Admitted.

119. Admitted in part; denied in part. It is admitted only that at the October 5, 2016 meeting, Mr. Vidal stated that Plaintiff Dudek's position was eliminated due to the outsourcing of the payroll function. Except as expressly admitted herein, Dechert denies the remaining averments of paragraph 119.

120. Denied as stated.

121. Denied.

122. Admitted in part; denied in part. It is admitted only that Kimberly Forline is female and Payroll Coordinator; that Christine Rode is female and Department Assistant; that their positions were not eliminated; that they reported to Plaintiff Gindhart; and that they are younger than Plaintiffs. Except as expressly admitted herein, Dechert denies the remaining averments of paragraph 122. By way of further response, Plaintiffs were two managers in a Payroll Department comprised of four people, with the two remaining employees handling transactional/clerical payroll tasks. The outsourcing of the payroll function eliminated the need for higher-level payroll work and payroll managers.

123. Denied.

124. Admitted.

125. Denied.

126. Denied.

127. Denied.

128. Denied.

129. Denied.

130. Denied.

131. Denied.

**COUNT I – ADEA**  
**PLAINTIFF GINDHART v. DEFENDANT**

132. Dechert incorporates by reference as if set forth at length herein its answers to paragraphs 1-131 of the Complaint.

133. Denied.

134. Denied.

135. Denied.

136. Denied.

137. Denied.

138. Denied.

139. Denied. Dechert is without knowledge or information sufficient to form a belief as to the truth of the averments of paragraph 139 and they are therefore deemed denied.

**COUNT II – TITLE VII**  
**PLAINTIFF GINDHART v. DEFENDANT**

140. Dechert incorporates by reference as if set forth at length herein its answers to paragraphs 1-139 of the Complaint.

141. Denied.

142. Denied.

143. Denied.

144. Denied.

145. Denied.

146. Denied.

147. Denied. Dechert is without knowledge or information sufficient to form a belief as to the truth of the averments of paragraph 147 and they are therefore deemed denied.

**COUNT III – PHRA**  
**PLAINTIFF GINDHART v. DEFENDANT**

148. Dechert incorporates by reference as if set forth at length herein its answers to paragraphs 1-147 of the Complaint.

149. Denied.

150. Denied.

151. Denied.

152. Denied.

153. Denied.

154. Denied.

155. Denied. Dechert is without knowledge or information sufficient to form a belief as to the truth of the averments of paragraph 155 and they are therefore deemed denied.

**COUNT IV – PFPO**  
**PLAINTIFF GINDHART v. DEFENDANT**

156. Dechert incorporates by reference as if set forth at length herein its answers to paragraphs 1-155 of the Complaint.

157. Denied.

158. Denied.

159. Denied.

160. Denied.

161. Denied.

162. Denied.

163. Denied. Dechert is without knowledge or information sufficient to form a belief as to the truth of the averments of paragraph 163 and they are therefore deemed denied.

**COUNT V – ADEA**  
**PLAINTIFF DUDEK v. DEFENDANT**

164. Dechert incorporates by reference as if set forth at length herein its answers to paragraphs 1-163 of the Complaint.

165. Denied.

166. Denied.

167. Denied.

168. Denied.

169. Denied.

170. Denied. Dechert is without knowledge or information sufficient to form a belief as to the truth of the averments of paragraph 170 and they are therefore deemed denied.

**COUNT VI – TITLE VII**  
**PLAINTIFF DUDEK v. DEFENDANT**

171. Dechert incorporates by reference as if set forth at length herein its answers to paragraphs 1-170 of the Complaint.

172. Denied.

173. Denied.

174. Denied.

175. Denied.

176. Denied.

177. Denied. Dechert is without knowledge or information sufficient to form a belief as to the truth of the averments of paragraph 177 and they are therefore deemed denied.

**COUNT VII – PHRA**  
**PLAINTIFF DUDEK v. DEFENDANT**

178. Dechert incorporates by reference as if set forth at length herein its answers to paragraphs 1-177 of the Complaint.

179. Denied.

180. Denied.

181. Denied.

182. Denied.

183. Denied.

184. Denied. Dechert is without knowledge or information sufficient to form a belief as to the truth of the averments of paragraph 184 and they are therefore deemed denied.

**COUNT VIII– PFPO**  
**PLAINTIFF DUDEK v. DEFENDANT**

185. Dechert incorporates by reference as if set forth at length herein its answers to paragraphs 1-184 of the Complaint.

186. Denied.

187. Denied.

188. Denied.

189. Denied.

190. Denied.

191. Denied. Dechert is without knowledge or information sufficient to form a belief as to the truth of the averments of paragraph 191 and they are therefore deemed denied.

**RELIEF SOUGHT BY PLAINTIFF GINDHART**

Dechert denies that Plaintiff Gindhart is entitled to any of the relief requested, including subparts (a) through (m), and denies that it engaged in any improper conduct.

**WHEREFORE**, Dechert respectfully requests that judgment be entered in its favor and against Plaintiff Gindhart on Counts I through IV of the Complaint, that Counts I through IV of the Complaint be dismissed with prejudice, and that Dechert be awarded reasonable costs, expenses and attorneys' fees, and such other relief as the Court may deem just and proper.

**RELIEF SOUGHT BY PLAINTIFF DUDEK**

Dechert denies that Plaintiff Dudek is entitled to any of the relief requested, including subparts (a) through (m), and denies that it engaged in any improper conduct.

**WHEREFORE**, Dechert respectfully requests that judgment be entered in its favor and against Plaintiff Dudek on Counts V through VIII of the Complaint, that Counts V through VIII of the Complaint be dismissed with prejudice, and that Dechert be awarded reasonable costs, expenses and attorneys' fees, and such other relief as the Court may deem just and proper.

**AFFIRMATIVE DEFENSES**

**FIRST AFFIRMATIVE DEFENSE**

Plaintiffs' Complaint fails to state a claim upon which relief can be granted.

**SECOND AFFIRMATIVE DEFENSE**

Plaintiffs' claims are barred in whole or in part for the failure of Plaintiffs to timely exhaust and/or satisfy the applicable internal and administrative remedies, jurisdictional, timeliness, or other prerequisites to the maintenance of said action.

**THIRD AFFIRMATIVE DEFENSE**

Plaintiffs' claims are barred or limited, in whole or in part, by the applicable statutes of limitations.

**FOURTH AFFIRMATIVE DEFENSE**

Any actions taken by Dechert with respect to Plaintiffs were based solely on legitimate, non-discriminatory, non-retaliatory reasons, and Plaintiffs cannot prove pretext.

**FIFTH AFFIRMATIVE DEFENSE**

Plaintiff's claims are barred, in whole or in part, by Plaintiffs' failure to mitigate their alleged damages.

**SIXTH AFFIRMATIVE DEFENSE**

If Plaintiffs suffered any loss or damage, which Dechert denies, any such loss or damage was caused by Plaintiffs' own conduct or that of a third party over whom Dechert had no control, and not by any alleged conduct on the part of Dechert.

**SEVENTH AFFIRMATIVE DEFENSE**

No action or omission by Dechert was the proximate cause of any alleged injury, loss, or damage to Plaintiffs and, thus, Plaintiffs' claims should be dismissed because there is no causal connection between the events alleged in the Complaint and any damages Plaintiffs have allegedly suffered.

**EIGHTH AFFIRMATIVE DEFENSE**

Any claims for punitive damages are barred by *Kolstad v. American Dental Ass'n*, 527 U.S. 526 (1999), and related authority, because Dechert did not act with malice or reckless indifference to Plaintiffs' federally protected rights.

**NINTH AFFIRMATIVE DEFENSE**

Any claims based on Plaintiffs' allegations of discriminatory treatment or any other alleged harassment are barred to the extent that any such alleged treatment did not culminate in any tangible employment action, because Dechert exercised reasonable care to prevent and

promptly correct any harassing or discriminatory behavior, and Plaintiffs unreasonably failed to take advantage of any preventive or corrective opportunities provided by Dechert or to avoid harm otherwise.

**TENTH AFFIRMATIVE DEFENSE**

Any claims for punitive damages are barred to the extent that an award of such damages would violate the United States and/or Pennsylvania Constitutions.

**ELEVENTH AFFIRMATIVE DEFENSE**

The allegations of the Complaint are barred to the extent that they purport to encompass matters not within the scope of the charges filed by Plaintiffs with the EEOC and/or the Pennsylvania Human Relations Commission.

**TWELFTH AFFIRMATIVE DEFENSE**

Plaintiffs did not engage in protected activity or make a protected complaint of discrimination.

**THIRTEENTH AFFIRMATIVE DEFENSE**

Plaintiffs' claims and/or alleged damages are barred or limited by the doctrine of after-acquired evidence.

**FOURTEENTH AFFIRMATIVE DEFENSE**

Plaintiffs' claims are barred, in whole or in part, by the doctrines of estoppel, waiver, laches, justification, and unclean hands.

Dechert reserves the right to supplement these Affirmative Defenses as discovery develops.

**WHEREFORE**, Dechert requests that judgment be entered in its favor and against Plaintiffs on all counts of the Complaint, that the Complaint be dismissed with prejudice, and

that Dechert be awarded reasonable costs, expenses and attorneys' fees, and such other relief as the Court may deem just and proper.

/s/ Carolyn P. Short  
Carolyn P. Short (Pa. I.D. No. 38199)  
Sandra M. Di Iorio (Pa. I.D. No. 203844)  
**REED SMITH LLP**  
Three Logan Square  
1717 Arch Street, Suite 3100  
Philadelphia, PA 19103-7301  
Telephone: (215) 851-8100  
Facsimile: (215) 851-1420  
cshort@reedsmith.com  
sdiiorio@reedsmith.com

*Attorneys for Defendant Dechert LLP*

Dated: January 29, 2018

**CERTIFICATE OF SERVICE**

The undersigned hereby certifies that the foregoing Defendant Dechert LLP's Answer and Affirmative Defenses to Plaintiffs' Complaint has been filed electronically on January 29, 2018, causing service to be made through the Court's ECF system upon the following counsel of record:

Stephen G. Console  
Laura C. Mattiacci  
Rahul Munshi  
CONSOLE MATTIACCI LAW, LLC  
1525 Locust St., Ninth Floor  
Philadelphia, PA 19102

*Attorneys for Plaintiffs*

/s/ Carolyn P. Short  
Carolyn P. Short