

EXHIBIT 8

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF NEW YORK

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In re PAYMENT CARD INTERCHANGE	:	MDL No. 1720(JG)(JO)
FEE AND MERCHANT DISCOUNT	:	
ANTITRUST LITIGATION	:	Civil No. 05-5075(JG)(JO)
_____	:	DECLARATION OF DEBORAH OPPER
This Document Relates To:	:	
	:	
ALL ACTIONS.	:	
_____	X	

I, Deborah Opper, declare as follows:

1. I am the Executive Vice President for class representative Discount Optics, Inc. On August 12, 2005, Discount Optics, Inc. filed a Class Action Complaint against Visa U.S.A., Inc., Visa International and MasterCard International Incorporated. On April 24, 2006, that Complaint was consolidated with the other class action complaints, and on November 27, 2012, this Court named Discount Optics, Inc. as a Class Plaintiff. Discount Optics, Inc. has served as a representative of the classes throughout the entire litigation.

2. Discount Optics, Inc. previously submitted a declaration in support of the proposed settlement in this case on April 11, 2013. Dkt. No. 2113-10.

3. As I said in my previous declaration, Discount Optics, Inc., believes that the proposed settlement is fair, reasonable and adequate and in the best interest of all members of the Rule 23(b)(2) and (b)(3) Settlement Classes.

4. Discount Optics, Inc. is aware that many objections were filed in opposition to the proposed settlement, including the objections from some of the named plaintiffs.

5. Discount Optics, Inc. is familiar with the unfounded claim, made by NACS and others, that the named plaintiffs that signed the Class Settlement Agreement did so only in exchange for the promise of receiving incentive awards. This is completely false. Discount Optics, Inc. agreed to serve as a class representative without any promise that it would receive an incentive award if the case settled, and agreed to the settlement without any promise that it would receive an incentive award. There was no "quid pro quo," contrary to the objectors' claim.

6. Discount Optics, Inc.'s primary motivation for filing this case and then pursuing it for the past eight years was to effect changes in the way Defendants did business in order to promote competition in the marketplace. It was our hope that with true competition, the costs to merchants of

accepting Visa and Mastercard credit card payments would decrease. Discount Optics, Inc. hoped to help effect change that would help all merchants in the United States that accepted Visa or Mastercard credit card payments.

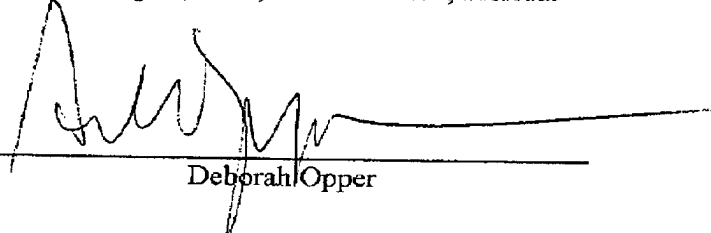
7. Discount Optics, Inc. has always understood that the decision whether to award incentive payments to class representatives, and the amount of any such awards, lies solely within the discretion of the District Court.

8. Discount Optics, Inc. was never told that it would receive or be eligible for an incentive award only if it supported the settlement.

9. Discount Optics, Inc. carefully evaluated the proposed settlement and its alternatives, and concluded that it was the best result among the alternatives for the Rule 23(b)(2) and (b)(3) Settlement Classes.

10. On behalf of Discount Optics, Inc., I respectfully request that this Court grant final approval of the Class Settlement Agreement and Plan of Administration and Distribution, and enter judgment accordingly.

I declare under penalty of perjury, under the laws of the United States of America, that the foregoing is true and correct. Executed this 15 day of August, 2013, at Boca Raton, Florida.


Deborah Oppen