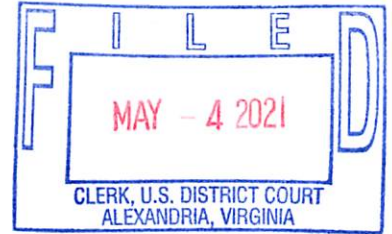


**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
Alexandria Division**



_____ PAUL SHAO,)	
)	
Plaintiff,)	Civil Action No. 1:20-cv-00482-AJT-TCB
)	
v.)	
)	
ALLSTATE INSURANCE COMPANY,)	Removed from the Circuit Court for
)	County of Fairfax, Case No. 2021-03802
Defendant.)	
_____)	

DECLARATION OF PAUL SHAO

I, Paul Shao, declare as follows:

1. I am over 18 years of age and am fully competent to testify about the matters stated in this Declaration.
2. I am an individual residing at 9233 Lee Masey Drive, Lorton, Fairfax County, Virginia 22079.
3. I formerly operated an Allstate Exclusive Agency at 6207 Old Keene Mill Ct., Ste. 100, Springfield, Virginia 22152 pursuant to an Allstate R3001 Exclusive Agency Agreement ("EA Agreement"). The EA Agreement was between me and Allstate Insurance Company ("Allstate"), the named defendant in this case.
4. The EA Agreement is a valid and enforceable contract with qualification¹.
5. Allstate terminated the EA Agreement, effective September 1, 2020.
6. On March 15, 2021, I filed a Complaint and Request for Trial by Jury ("Complaint") against Allstate in the Circuit Court of Fairfax County, Virginia, initiating the action captioned Paul Shao v. Allstate Insurance Company, Civil Action No. 2021-03802 (the "State Court Lawsuit"). A true and correct copy of the Complaint is attached as Exhibit A.
7. The State Court Lawsuit asserted two claims against Allstate, styled "Failure to Pay Full TPP Amount" (Count One) and "Failure to Pay the Portion of the Book, Written by Employee Salespersons" (Count Two).

¹ The EA Agreement under question is an adhesion-like contract and its Paragraph 1.C allows Allstate to amend freely without accommodating the principle of meeting of the minds of contract law. This "fluid" one-sided contract should be executed under the scrutiny of Virginia law which imbues in all contracts the obligation of good faith and fair dealing.

8. On April 20, 2021, Allstate filed a Notice of Removal of the State Court Lawsuit to this Court, initiating the above-captioned action. [ECF No. 1.] It also filed a Notice of Filing of Notice of Removal in the State Court Lawsuit.

9. Allstate's Notice of Removal stated that diversity jurisdiction in this Court was proper because the amount in controversy in this case exceeded \$75,000.

10. On April 26, 2021, I filed Plaintiff's Memorandum of Law in Support of His Motion to Remand ("Motion to Remand") with this Court. [ECF No. 5.] In the Motion to Remand, I acknowledged that diversity of citizenship exists in this case but denied that the amount in controversy exceeds \$75,000. [Id.]

11. On April 30, 2021, I spoke with Scott Humphrey of the law firm Seyfarth Shaw LLP. Mr. Humphrey serves as outside counsel for Allstate in connection with this dispute. I informed Mr. Humphrey during our call that I am not seeking in the above stated complaint damages from Allstate in excess of \$70,313.33. A summary of the dialogue between us is filed as *Affidavit of Paul Shao on the Exchanges between Him and Mr. Scott Humphrey*.

Under penalties of perjury, I declare that I have made the foregoing Declaration and that the facts stated in it are true to the best of my knowledge and belief.

Executed this 4th day of May, 2021 at Alexandria, VA.



Paul Shao

CERTIFICATE OF SERVICE

I certified that on May 4, 2021, a copy of the foregoing Declaration of Paul Shao was filed with the clerk's office of the Court, emailed, and mailed to Defendant at the following address:

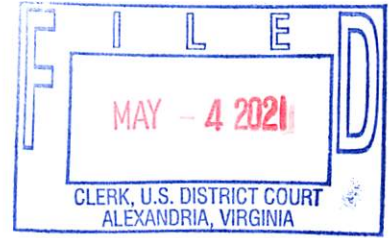
J. Scott Humphrey
shumphrey@seyfarth.com
SEYFARTH SHAW LLP
233 S. Wacker Dr., Suite 800
Chicago, IL 60606-6448

Renée B. Appel, Esq.
rapel@sayfarth.com
SEYFARTH SHAW LLP
975 F Street, N.W.
Washington, DC 20004-1454



Paul Shao

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF VIRGINIA
DIVISION



PAUL SHAO

Plaintiff(s),

v.

Civil Action Number: 1:20-cv-00482

Allstate Insurance Company

Defendant(s).

LOCAL RULE 83.1(M) CERTIFICATION

I declare under penalty of perjury that:

No attorney has prepared, or assisted in the preparation of

① Motion to Remand and
(Title of Document)

② Affidavit of PAUL SHAO on the
Exchanges bet. HZM & Mr. Scott
Humphrey

PAUL SHAO

Name of Pro Se Party (Print or Type)

[Signature]

Signature of Pro Se Party

Executed on: 5/4/2021 (Date)

OR

The following attorney(s) prepared or assisted me in preparation of

Declaration of Paul Shao
(Title of Document)

Scott Humphrey

(Name of Attorney)

233 S. Wacker Dr., Suite 800, Chicago, IL 60606

(Address of Attorney)

312-460-5000

(Telephone Number of Attorney)

Prepared, or assisted in the preparation of, this document

PAUL SHAO

(Name of Pro Se Party (Print or Type)

[Signature]

Signature of Pro Se Party

Executed on: 5/4/2021 (Date)