





















































































































1 where I'm having a problem.

2 And it isn't just -- he's quite right, your  
3 colleague, where he says this isn't just a simple  
4 reversal of a regulation. It isn't that. They never  
5 really had the regulation acquiescing. And they've had  
6 to find things in handbooks and so forth. But the  
7 practical fact is everybody thought the law was what the  
8 Court said. And so now suddenly, in the -- in --

9 MR. YANG: Well, not --

10 JUSTICE BREYER: This is the problem,  
11 because after all, different administrations have  
12 different policies. And there's some protection in the  
13 ABA from preventing too big a shift too quickly, the  
14 protection being, address it. Address it. Think about  
15 it.

16 MR. YANG: I think what's necessary is for  
17 the agency to recognize that it had a prior position,  
18 which it did here. It also has to explain what it's  
19 doing, which it did here. It explained how it  
20 understood the statute to be most appropriately read.

21 Now, to the extent you also have to --  
22 you're suggesting that the agency has to explain why its  
23 prior interpretation was wrong --

24 JUSTICE BREYER: No. No.

25 MR. YANG: I don't think --

1 JUSTICE BREYER: Because I don't think  
2 either would be wrong. But they have to explain why are  
3 we, despite 30 years of --

4 MR. YANG: Right.

5 JUSTICE BREYER: -- going long with the  
6 other, why now do we think that was a mistake?

7 MR. YANG: I think you can -- you can -- if  
8 that were a requirement, we don't think it's necessary.  
9 But if it were, you could easily see the answer by  
10 reading the -- the 1978 opinion letter in conjunction --  
11 if I can follow -- finish. Thank you.

12 The 1978 opinion letter was based on the  
13 theory that service advisors are selling, they're doing  
14 selling. And so as a result, they said, well, when  
15 you're working on service under warranty. You're no  
16 longer selling, so you don't count for the exemption.  
17 Only when you're selling nonwarranty services --

18 CHIEF JUSTICE ROBERTS: Thank you, counsel.

19 MR. YANG: Thank you.

20 CHIEF JUSTICE ROBERTS: Mr. Clement, four  
21 minutes.

22 REBUTTAL ARGUMENT OF PAUL D. CLEMENT

23 ON BEHALF OF THE PETITIONER

24 MR. CLEMENT: Mr. Chief Justice, and may it  
25 please the Court:

1           Just a few points in rebuttal, starting  
2 right where Justice Breyer and my friend from the SG's  
3 office left off. Which is to say, I think, you know, if  
4 you look at what they did in the preamble, they did what  
5 agencies do every day, which is first they say, we have  
6 some comments that say this; we have some comments that  
7 say that. They simply relate what the comments were.  
8 Then there's the money paragraph that explains what they  
9 actually did, what justifies their decision, and there's  
10 nothing in there about reliance interests at all. So if  
11 there's anything to your Fox position, then I think this  
12 does not get a passing grade; it gets a flunking grade.

13           And what I'd like to just offer as a  
14 potential comparison: As you may know, the agency has  
15 also revisited the issue you addressed in Long Island  
16 Care, and they did that through notice-and-comment  
17 rulemaking. And it's worth a quick look to show what  
18 night looks like and what day looks like, because that  
19 is all about the reliance interests of the fact that  
20 they treated this one way for many, many years, and  
21 there are sections of that preamble explaining when they  
22 change it how this is going to impose costs and why  
23 those costs are justified. It's -- it's -- it is a  
24 stark example of how the agency should behave when  
25 they're changing the position.

1           And here's the last thing to add about this:  
2     It also -- if they give that kind of analysis, it gives  
3     some reason for people, especially in the Fourth and the  
4     Fifth Circuit, who already have a binding circuit  
5     precedent that say that service advisors are not -- are  
6     exempt, it gives them a reason to maybe think about  
7     changing.

8           But when they do nothing to address the  
9     reliance interests and they just say, gosh, we really  
10    think we were right all along, why is anybody,  
11    especially in the Fourth and Fifth Circuit, supposed to  
12    change the way they're doing things, and that's the only  
13    way that they say that they can even possibly get within  
14    the protection against massive, retroactive damage  
15    liability.

16           So I think, in a sense, the State Farm  
17    principles or the Fox principles would work hand-in-hand  
18    with this concern about retroactivity.

19           JUSTICE SOTOMAYOR: So is it okay if we just  
20    send it back?

21           MR. CLEMENT: Sure. As long as it means  
22    that there is no retroactive liability. I mean, I --

23           JUSTICE SOTOMAYOR: They've already conceded  
24    there's not. So they're -- they're not going to claim  
25    any.



1 MR. CLEMENT: No, no. What -- no, no. What  
2 they won't concede -- we're not talking about  
3 retroactive liability. I'm talking about liability that  
4 predates when they clearly explained why they changed  
5 their position, which would be sometime in late 2016 as  
6 opposed to in 2011. So -- so in that sense, it does  
7 make a big difference.

8 Just a couple of other textual points,  
9 because I do think you actually don't even need to get  
10 to any kind of deference issue.

11 My friend on the other side -- I think we  
12 have a better reading of 203(j), if you want to look at  
13 it, because Congress specifically -- it's a definition  
14 session. Everything in there is what they deem things  
15 to mean. And then they deem "production" to mean one  
16 thing, and then they mean "engaged in production" to  
17 mean something broader.

18 But in all events, my friends concede that  
19 "engaged in" means taking part. Well, the service  
20 advisors take part in servicing, just like the partsmen  
21 take part in servicing.

22 Mr. Chief Justice, if you have any questions  
23 about what the service advisors do, a good place to look  
24 is the complaint. JA40, they tell you what they are --  
25 they evaluate the service and/or repair needs of the

1 vehicle, and they write up an estimate for the repair  
2 and services. That, to me, seems to be taking part in  
3 the servicing process. I'm not so sure that's not more  
4 integral to the servicing process than what the partsmen  
5 do.

6           The last point I'd like to make here is that  
7 there is a practical anomaly that will be created with  
8 siding with the other side, is that the best-paid people  
9 in the servicing departments will now be the only ones  
10 that are not exempt.

11           On average, the service advisors make about  
12 \$66,000 and -- a year. The average partsman makes  
13 \$51,000 a year. The average mechanic makes \$59,000 a  
14 year.

15           Now, I'd hate to be the person that has to  
16 go explain to the partsmen and the mechanics why it is  
17 that their better-paid service advisor colleagues are  
18 the only ones that aren't exempt from the FLSA overtime  
19 provisions and are going to get a windfall in litigation  
20 like this. That would be --

21           JUSTICE GINSBURG: Because they would be  
22 exempt to the extent they paid on commission which, as I  
23 understand it, most of them --

24           MR. CLEMENT: Yes, Justice Ginsburg. But to  
25 repeat my answer to you, there are people right now who

1 are service advisors who are not paid principally on a  
2 commission, and they like it that way. And the  
3 consequences of ruling in the other side's favor is that  
4 automobile dealerships are going to have to go to these  
5 people because FLSA provisions are not waivable. And  
6 they're going to have to say, look, I know you like it  
7 this way, but we've got the Supreme Court decision. We  
8 have to rejigger things. You get into this different  
9 7(i) exemption position, so you can no longer be paid  
10 the way you've been paid for the 30-plus years the way  
11 the Labor Department has been acquiescing in this, save  
12 the Ninth Circuit below, and find that service advisors  
13 are salesmen principally involved in servicing  
14 automobiles.

15 Thank you.

16 CHIEF JUSTICE ROBERTS: Thank you, counsel.

17 The case is submitted.

18 (Whereupon, at 12:29 p.m., the case in the  
19 above-entitled matter was submitted.)

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21

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23

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25

<b>A</b>	53:11	6:20 7:8	<b>applied</b> 44:6 47:2	59:4
<b>A-plus</b> 50:19 51:8	<b>administrative</b> 34:15,16 37:18 38:17	<b>aircraft</b> 47:4,8 47:13	<b>applies</b> 16:24	<b>automobiles</b> 3:11,15,24 4:3 4:9 19:23 22:16 23:24 24:2 27:4,25 28:9 46:11 47:5 48:19 49:3,4,8,11 52:6 59:14
<b>a.m</b> 1:14 3:2	<b>admit</b> 36:12	<b>AL</b> 1:6	<b>apply</b> 3:25 8:2 9:3 20:6	<b>automotive</b> 26:3 30:10
<b>ABA</b> 53:13	<b>adopted</b> 16:10	<b>Alito</b> 26:12 27:1 27:18 44:4,23 44:25 45:1	<b>applying</b> 39:15 40:5 47:4	<b>available</b> 29:12
<b>above-entitled</b> 1:12 59:19	<b>advertise</b> 49:3	<b>Alito's</b> 45:15	<b>appropriately</b> 53:20	<b>average</b> 9:8 21:1 21:10 58:11,12 58:13
<b>absolute</b> 35:23	<b>advising</b> 18:11 19:25 31:6,6	<b>alluded</b> 44:18	<b>April</b> 1:10 36:19	<b>awful</b> 8:24
<b>academies</b> 11:5	<b>advisor</b> 5:8,17 23:22 31:5 34:1,2 58:17	<b>ambiguity</b> 50:8	<b>archetypical</b> 5:7	<b>awfully</b> 22:24
<b>accept</b> 4:6 6:4	<b>advisors</b> 3:10,13 3:14 4:22,25 6:4 7:22 8:5,21 9:6 10:24 13:3 13:4,7,11 14:16 17:21 19:6 20:24 21:12,21 22:4 22:11,19 23:3 23:19 24:2,21 25:2 26:2,16 31:3 43:2 44:11 48:19 49:21 51:13 52:1 54:13 56:5 57:20,23 58:11 59:1,12	<b>ambiguous</b> 10:3 15:12 19:20 49:14 50:7 52:11	<b>area</b> 12:18 36:18	
<b>account</b> 16:16 36:24	<b>afternoon</b> 8:10	<b>amount</b> 8:22	<b>areas</b> 6:20 7:8	
<b>accurate</b> 10:8	<b>agencies</b> 10:14 15:6 31:20 55:5	<b>amendments</b> 51:20	<b>arguably</b> 22:15	
<b>acknowledge</b> 49:20	<b>agency</b> 12:20 16:15 17:22 18:18,22 28:6 34:17,21 35:11 35:18 36:1,6 37:6,11 38:19 39:1 50:8,16 52:8,14 53:17 53:22 55:14,24	<b>amicus</b> 1:22 2:10 21:10 36:22 45:24	<b>argument</b> 1:13 2:2,5,8,12 3:3 3:6 10:6 22:24 23:2 25:21 26:5,7 45:23 46:10,17 54:22	
<b>acquiesced</b> 9:14	<b>agree</b> 14:10 16:19 37:24	<b>amicus</b> 1:22 2:10 21:10 36:22 45:24	<b>arguments</b> 46:15	
<b>acquiescence</b> 19:11,12	<b>agreed</b> 37:24	<b>amount</b> 8:22	<b>arrangement</b> 9:15	
<b>acquiescently</b> 17:16	<b>agricultural</b> 53:11	<b>analysis</b> 19:13 56:2	<b>arrangements</b> 9:13	
<b>acquiescing</b> 53:5 59:11		<b>and/or</b> 57:25	<b>art</b> 22:21	
<b>Act</b> 5:16 17:1,11 39:11 40:13 41:14 42:2		<b>anomaly</b> 58:7	<b>articulating</b> 41:22	
<b>action</b> 29:7		<b>answer</b> 7:6 31:4 45:5 46:4 54:9 58:25	<b>aside</b> 41:16	
<b>actions</b> 9:16 10:16 40:9		<b>answers</b> 33:23	<b>asked</b> 12:21 35:15 36:8 42:20	
<b>activity</b> 28:1,2		<b>antecedent</b> 50:5 50:6	<b>asking</b> 42:1	
<b>actual</b> 27:19 29:2		<b>ANTHONY</b> 1:20 2:9 45:23	<b>assembly</b> 27:15	
<b>add</b> 22:11,18 28:16 56:1		<b>antitrust</b> 48:24	<b>Assistant</b> 1:20	
<b>adding</b> 28:14		<b>anybody</b> 56:10	<b>Association</b> 11:7 21:9	
<b>additional</b> 19:3 46:4		<b>anymore</b> 14:19	<b>auto</b> 8:6 18:8 31:20 33:7	
<b>address</b> 35:7,12 46:3 52:21,25 53:14,14 56:8		<b>anyways</b> 9:3	<b>automatic</b> 27:9 27:14	
<b>addressed</b> 13:3 13:6 14:16 37:5 55:15		<b>apart</b> 31:12	<b>automobile</b> 3:20 8:6,11 11:6 21:9 22:17 24:6,18 25:13 31:11 45:15,16	
<b>addresses</b> 13:11 13:13 14:19		<b>apparently</b> 6:18		
<b>adequate</b> 50:15		<b>APPEARAN...</b> 1:15		
<b>administrations</b>		<b>appears</b> 21:20		
		<b>appendix</b> 14:21 46:24 51:12		
		<b>applicable</b> 5:11 39:19		
				<b>B</b>
				<b>B</b> 46:8 47:9,11
				<b>back</b> 7:19 12:1 13:2 17:11 19:14 21:16 24:13,16 27:14 27:16 28:22 31:14,20 32:11 32:12,21,24 37:9 39:9 44:14 56:20
				<b>bad</b> 52:15
				<b>balance</b> 25:18
				<b>barking</b> 20:7,13
				<b>based</b> 17:11 31:13 32:7 43:3 54:12
				<b>basic</b> 50:4
				<b>basis</b> 4:23 5:5,8 6:13 7:4 19:8 26:14 37:1
				<b>bay</b> 32:22
				<b>Bayh</b> 7:18
				<b>becoming</b> 36:23
				<b>behalf</b> 1:16,18 2:4,7,14 3:7 25:22 54:23

<b>behave</b> 55:24	<b>breadth</b> 4:12	<b>calipers</b> 26:20	27:2 36:4	<b>class</b> 4:7 38:21
<b>belief</b> 28:9	<b>breakdown</b> 5:3	<b>call</b> 8:9 33:25	37:21,25 55:22	39:1
<b>belt</b> 32:9,17,18	<b>Breyer</b> 6:11 7:6	35:3	56:12	<b>classic</b> 37:16
32:20,21	7:14,15,20	<b>called</b> 18:21	<b>changed</b> 18:18	<b>clause</b> 46:8
<b>benefit</b> 19:9	33:19,23 34:2	35:10	19:13 34:23	<b>cleaner</b> 38:19
<b>best</b> 9:8 50:14	34:12 35:22	<b>candid</b> 11:9,11	35:6 38:1	<b>clear</b> 3:13 14:7
<b>best-paid</b> 58:8	36:10 37:21	<b>canon</b> 20:1,3,9	40:22 41:1	16:19 17:6
<b>better</b> 10:6	38:7,10 44:17	50:1	45:20 51:6	19:21 24:20
15:24 16:12	52:9,20,23	<b>capacious</b> 25:16	57:4	34:11 42:9
17:23 18:9	53:10,24 54:1	<b>car</b> 11:13 13:14	<b>changes</b> 34:17	47:8
19:13 35:7	54:5 55:2	23:6,9 24:15	35:18,20 37:2	<b>clearer</b> 17:18
57:12	<b>brief</b> 14:22	27:20,23 30:17	51:20	<b>clearly</b> 14:1 57:4
<b>better-paid</b>	21:10 28:24	31:15 45:3	<b>changing</b> 16:15	<b>Clement</b> 1:16
58:17	29:15 33:13	48:25	55:25 56:7	2:3,13 3:5,6,8
<b>beyond</b> 44:1	36:18 37:3,8,9	<b>car's</b> 30:16	<b>chapter</b> 48:10	4:15,20 5:2,21
<b>Bibas</b> 1:18 2:6	40:7 44:13	<b>care</b> 35:17 36:14	<b>Chevron</b> 9:23	6:1,7 7:1,14,16
25:20,21,23	51:13	51:19 55:16	10:6,13 12:1	7:21 9:22,24
26:15 27:6	<b>bring</b> 8:22	<b>careful</b> 19:2,16	12:16,20 13:21	10:4,10 11:2
28:4 29:14,17	<b>broad</b> 43:1	<b>cars</b> 22:2 23:8	13:24 14:4,7,9	11:15,20 12:12
30:22 31:2,22	<b>broaden</b> 30:8	25:25 26:1,2,2	18:22 19:19	12:19 14:5,9
31:25 32:6,19	<b>broadens</b> 28:18	26:9,21 33:4,5	34:11	15:15,25 17:5
33:1,7,22 34:1	29:9	33:15	<b>Chief</b> 3:3,8	18:17 19:1
34:10 35:13	<b>broader</b> 28:23	<b>carving</b> 33:11	25:19,23 29:11	21:2,4,13,16
36:9,13 37:9	30:2 57:17	<b>case</b> 3:4 6:9 8:2	29:16 30:12,23	22:5,22 23:10
38:6,9,12 39:7	<b>brother</b> 48:6,12	10:19 13:24	32:15 40:3,11	23:13 26:13
39:18,21,25	<b>brought</b> 9:16	17:7 29:23	40:21 41:1,7	34:24 39:4
40:5,13,19,24	10:16	30:3 34:14	41:11,15,19,25	42:20 50:15
41:3,10,13,18	<b>build</b> 26:20	39:13 44:7	44:24 45:6,21	54:20,22,24
41:23 42:6,11	27:11	59:17,18	46:1 54:18,20	56:21 57:1
42:15,18,24	<b>bunch</b> 20:5,5	<b>cases</b> 9:18 10:9	54:24 57:22	58:24
44:12 45:5,8	<b>bushings</b> 27:12	10:11,15,16,18	59:16	<b>clerk</b> 43:24
45:18	<b>business</b> 15:9	10:20 12:3,4	<b>choice</b> 6:5	<b>client</b> 18:12
<b>big</b> 25:10 53:13	<b>busy</b> 8:8	17:16	<b>choosing</b> 44:6	<b>clients</b> 17:16
57:7		<b>cat</b> 20:8,13	<b>church</b> 44:16	18:17 19:3
<b>binding</b> 56:4	<b>C</b>	<b>categories</b> 33:12	<b>circuit</b> 12:5	<b>clipboard</b> 31:7
<b>bit</b> 8:16,17 11:3	<b>c</b> 2:1 3:1 13:2,13	<b>categorize</b> 42:17	17:16,17,20	<b>close</b> 24:24
49:13 50:19	50:24	<b>category</b> 33:5	18:1,8,12,15	28:10 43:21
<b>boats</b> 47:13	<b>c)1</b> 51:4	44:9 52:2	35:1 56:4,4,11	<b>closely</b> 27:19
<b>bookkeeping</b>	<b>c)4</b> 51:4,7,11	<b>cause</b> 14:9	59:12	29:21
38:22	<b>C1</b> 35:4	<b>certain</b> 8:22	<b>Circuits</b> 17:20	<b>closely-related</b>
<b>books</b> 18:14,15	<b>C3</b> 37:4,10	<b>certainly</b> 12:17	<b>circumstance</b>	29:1
<b>bottom</b> 37:10	<b>C4</b> 18:6 37:14	45:12	16:3,5 18:4	<b>clubs</b> 44:16
43:2	<b>C5</b> 14:21 16:2	<b>cetera</b> 32:10	<b>cite</b> 28:12,24	<b>clutch</b> 27:11,12
<b>boy</b> 18:5 19:4	37:3,4,11	<b>chance</b> 12:7	<b>cited</b> 28:20	27:12
<b>brake</b> 26:22	38:13	<b>chances</b> 19:17	<b>civil</b> 40:9	<b>coating</b> 48:25
<b>brakes</b> 32:10	<b>C6</b> 14:21 16:2	<b>change</b> 17:25	<b>claim</b> 6:8 40:19	<b>codify</b> 16:9
<b>branded</b> 49:1	37:3,10	18:10,13 19:16	56:24	19:12

<b>colleague</b> 53:3	36:25	<b>counsel</b> 25:19	<b>D</b> 1:16 2:3,13	<b>defer</b> 12:16,23
<b>colleagues</b> 34:19	<b>concede</b> 3:23	36:20 45:21	3:1,6 54:22	12:25
58:17	42:6 57:2,18	54:18 59:16	<b>D.C</b> 1:9,16,21	<b>deference</b> 10:14
<b>combination</b>	<b>conceded</b> 46:17	<b>count</b> 35:20 40:8	<b>damage</b> 56:14	10:22 12:21,22
3:25 20:10	56:23	54:16	<b>damages</b> 17:3,8	13:22,25 15:11
<b>come</b> 9:12 18:5	<b>conceding</b> 28:10	<b>counter</b> 48:25	18:24 39:5,24	15:13,21 16:13
18:5 19:23	<b>concern</b> 56:18	<b>couple</b> 5:6 28:4	40:12,18,19	18:22 34:11
20:1,25 24:8	<b>concerned</b> 46:19	57:8	41:12,20 42:4	50:10 57:10
24:24 32:12	<b>conduct</b> 39:6	<b>course</b> 5:15	42:7	<b>defined</b> 21:25
42:22	40:6	12:21 14:8	<b>darn</b> 17:23	22:3 48:15
<b>comes</b> 5:19	<b>confirm</b> 30:7	19:25 28:6	<b>date</b> 13:2 17:9	51:15
28:10 47:17	<b>conform</b> 18:1	34:11 35:25	36:20 39:10	<b>defines</b> 29:6
<b>comfortable</b>	<b>Congress</b> 6:18	<b>Court</b> 1:1,13 3:9	40:2	<b>definition</b> 14:12
44:4	7:7 21:23 22:7	5:16 15:9,17	<b>day</b> 7:19 8:10	28:8,24,25
<b>coming</b> 10:18	22:10,17 25:15	16:5 20:2	18:9 55:5,18	51:17,17,21
31:20	39:14 44:5,9	25:24 29:24	<b>days</b> 36:19	57:13
<b>commentators</b>	44:12 45:11,18	35:19 43:15	<b>deal</b> 43:14	<b>definitional</b> 48:7
37:11,22,23	46:6,19,22,25	44:21 46:2	<b>dealer</b> 11:13	<b>definitions</b>
<b>commenters</b>	47:6,14,20	53:8 54:25	<b>dealers</b> 11:7,21	28:20 29:4
37:15	49:16 57:13	59:7	18:8 21:9	<b>depart</b> 49:12
<b>comments</b> 37:4	<b>conjunction</b>	<b>Court's</b> 29:23	<b>dealership</b> 8:9	<b>department</b>
37:5,13 55:6,6	54:10	30:3,7	11:23 17:19	1:21 9:14 12:7
55:7	<b>connected</b> 27:19	<b>courts</b> 9:23 10:2	24:6,18 33:8	12:17,21 16:19
<b>commission</b>	<b>consequences</b>	13:6 16:10	49:8	19:10 24:7
4:19,23 5:8	4:17,21 59:3	19:17 45:13	<b>dealership's</b>	33:13,15,21
6:13,16,23	<b>considered</b> 14:1	<b>cover</b> 46:21	49:2	34:5 41:2,7,8
8:19,21 19:8	<b>consistent</b> 36:6	48:23	<b>dealerships</b> 8:6	41:20 42:3
44:8,11 46:15	36:12 38:2,3	<b>covered</b> 4:9	43:10 59:4	59:11
46:18 58:22	45:3	22:12 23:3,17	<b>dealerships'</b>	<b>Department's</b>
59:2	<b>construed</b> 50:9	25:2,14 27:24	8:12	12:3 18:3
<b>commissioned</b>	52:3,5	44:6 51:21	<b>dealing</b> 42:16	<b>departments</b>
5:1,11 21:15	<b>construing</b>	<b>covering</b> 26:14	<b>deals</b> 40:7	8:12 58:9
42:23	51:23	<b>covers</b> 15:1	<b>dealt</b> 39:14	<b>describe</b> 33:3
<b>commissions</b> 5:5	<b>context</b> 15:18	<b>created</b> 47:9	<b>decades</b> 9:13	35:9
43:8	19:24 44:19	58:7	<b>decide</b> 8:1	<b>despite</b> 54:3
<b>comparison</b>	<b>continue</b> 20:10	<b>criminal</b> 40:9	<b>decided</b> 22:1	<b>diagnose</b> 24:9
55:14	<b>contrasting</b>	<b>criteria</b> 44:5	47:6	<b>diagnosis</b> 31:13
<b>compensated</b>	29:25	<b>crystal</b> 19:21	<b>decision</b> 12:5,14	<b>diagnostic</b> 11:9
4:23 5:14 19:5	<b>convince</b> 9:19	<b>curiae</b> 1:22 2:10	12:16 14:14,15	11:23
<b>compensation</b>	<b>coordinating</b>	45:24	18:15 55:9	<b>dictionary</b> 21:18
42:25	37:17	<b>customer</b> 24:8,9	59:7	21:25 22:2
<b>complaint</b> 17:6	<b>core</b> 28:14	24:16 31:6,7,8	<b>deem</b> 57:14,15	23:4 28:8,20
21:5 39:7	<b>correct</b> 27:3	<b>customer-facing</b>	<b>deemed</b> 29:19	<b>difference</b> 31:3
57:24	32:6 36:14	27:17 31:5	48:11	46:24 51:3
<b>completely</b>	<b>cost</b> 32:1,3,9	<b>customers</b> 8:6	<b>deeming</b> 29:21	57:7
15:13 20:11	<b>costs</b> 11:20,22		<b>defense</b> 40:14,20	<b>different</b> 18:4
<b>component</b>	55:22,23		41:16,23 42:2	21:20,24 24:19
		<b>D</b>		

<p>44:10 47:3 48:14 53:11,12 59:8 <b>differently</b> 7:3 21:25 <b>differs</b> 30:13 <b>direct</b> 26:8 <b>directly</b> 11:4 <b>dirty</b> 25:12 <b>disagree</b> 16:13 <b>discharge</b> 8:10 <b>discuss</b> 46:5,9 46:13 <b>discussed</b> 44:13 45:18 <b>discussion</b> 37:13 <b>disks</b> 27:12 <b>dispenses</b> 27:11 <b>dispensing</b> 26:25 27:7 <b>dispersion</b> 43:2 <b>dispute</b> 3:12 <b>disruptive</b> 9:5 9:11 <b>distributive</b> 49:17 50:2 <b>Division</b> 9:17 10:17,21 <b>doctor</b> 43:18,19 <b>doctrine</b> 18:21 <b>document</b> 35:4 <b>doing</b> 14:25 18:24,25 21:8 27:7,22 29:7 30:24 32:21 45:4,4 48:8 53:19 54:13 56:12 <b>dollars</b> 32:3 <b>door</b> 30:6 <b>dozens</b> 33:14 <b>drafting</b> 50:23 <b>drawing</b> 37:16 38:13,18,24 49:12,19,20 <b>drawn</b> 28:1,5 38:14</p>	<p><b>driving</b> 31:9 <b>drum</b> 26:22 27:12 <b>due</b> 10:13 <b>dynamic</b> 17:14 17:15</p> <hr/> <p style="text-align: center;"><b>E</b></p> <hr/> <p><b>E</b> 2:1 3:1,1 <b>earlier</b> 8:16 30:24 43:15 <b>early</b> 10:15 <b>easily</b> 54:9 <b>effect</b> 40:23,25 <b>effected</b> 14:2 <b>effective</b> 17:9 36:20,24 39:10 40:2 <b>either</b> 20:3 34:6 54:2 <b>eliminate</b> 47:6 <b>employed</b> 28:21 29:20 <b>employee</b> 5:20 5:22 29:10,19 33:3 36:1 44:9 <b>employees</b> 5:1 28:2 33:10,12 33:14 42:21,23 44:6,10 45:9 <b>employer</b> 5:24 <b>enacted</b> 46:6,6 46:22 <b>Encino</b> 1:3 3:4 <b>end-run</b> 26:7 <b>enforce</b> 41:5,9 41:21 42:4 <b>enforcement</b> 9:16 10:16 35:18 41:4 <b>engaged</b> 3:11,15 3:20 4:8 19:22 23:22,23 24:2 24:25 27:4,21 27:22 28:7,17 28:21,23,25 29:4,6,7,19,22</p>	<p>30:1,5 33:3,4,4 33:16 34:3,4 43:18,19 46:11 47:12,22 48:4 48:17,22 49:2 49:7,9,10,15 51:14,24 52:6 57:16,19 <b>engaging</b> 47:25 <b>engendered</b> 16:17 <b>engine</b> 26:22 <b>entirely</b> 13:10 <b>entitled</b> 13:18 50:10 <b>entries</b> 21:20 <b>entry-level</b> 43:5 <b>equal</b> 29:6 <b>equivalent</b> 35:3 <b>era</b> 12:16 <b>especially</b> 56:3 56:11 <b>ESQ</b> 1:16,18,20 2:3,6,9,13 <b>essence</b> 37:20 <b>essential</b> 48:9 <b>essentially</b> 3:23 17:1 46:17 49:9 <b>estimate</b> 24:12 31:24 32:7 58:1 <b>et</b> 1:6 32:10 <b>evaluate</b> 23:8 57:25 <b>events</b> 57:18 <b>everybody</b> 5:5 8:20 49:8 53:7 <b>exact</b> 15:18 <b>exactly</b> 14:1 23:20 30:25 36:7 <b>example</b> 4:1 6:11 55:24 <b>exception</b> 6:14 7:24 <b>exempt</b> 3:18</p>	<p>8:25 9:10 12:9 12:15 13:4 17:22 18:7 33:11 43:10,22 43:23 52:13 56:6 58:10,18 58:22 <b>exemption</b> 3:17 4:18 5:10 6:10 7:25 8:5 9:2 19:9 45:10 47:1,7,10 54:16 59:9 <b>exempts</b> 3:18 25:25 <b>exist</b> 4:7 <b>existed</b> 21:24 <b>existence</b> 21:12 21:19 <b>expand</b> 44:1 45:13 46:21 48:22 <b>expect</b> 51:1,1 <b>expert</b> 12:17,18 <b>experts</b> 31:19 <b>explain</b> 28:1 34:17 51:3 53:18,22 54:2 58:16 <b>explained</b> 13:3 48:12 49:23 53:19 57:4 <b>explaining</b> 55:21 <b>explains</b> 33:14 48:13 55:8 <b>explanation</b> 14:23 15:1 18:7 50:13,14 50:17,18 51:8 <b>explicit</b> 22:17 <b>explicitly</b> 36:4 <b>expressly</b> 26:16 45:19 <b>extant</b> 18:1 <b>extend</b> 48:22 <b>extent</b> 53:21</p>	<p>58:22 <b>extra</b> 15:20 <b>extreme</b> 36:3</p> <hr/> <p style="text-align: center;"><b>F</b></p> <hr/> <p><b>facing</b> 17:10 35:24 <b>fact</b> 3:13 6:4 8:18 16:18 19:5 20:19 21:22,23 22:7 36:10 37:19 53:7 55:19 <b>fails</b> 26:5 <b>fair</b> 5:16 10:11 <b>fall</b> 46:20 52:1 <b>falls</b> 28:22 <b>familiar</b> 11:22 <b>fan</b> 32:17,18,20 32:21 <b>far</b> 16:13 30:5 34:7 38:4 <b>farm</b> 3:21,24 4:2 7:18 16:14 23:24 26:9 56:16 <b>Farmers</b> 30:3 48:12 <b>favor</b> 59:3 <b>favored</b> 10:7 37:5 <b>Federal</b> 9:19,21 <b>feel</b> 44:4 <b>field</b> 4:25 44:18 <b>Fifth</b> 17:20 18:8 18:12,14 56:4 56:11 <b>figure</b> 24:11 38:4 <b>figures</b> 43:3 <b>filed</b> 17:7 39:7 <b>final</b> 31:13 <b>finally</b> 46:13 <b>find</b> 53:6 59:12 <b>fine</b> 50:19 <b>finger</b> 30:25 36:7</p>
---	--	---	---	---

<b>finish</b> 54:11	<b>functions</b> 23:5,5	34:21 36:11	22:24 44:19	<b>impression</b> 33:9
<b>firms</b> 36:21	<b>funny</b> 30:16	41:21 42:3	<b>harder</b> 23:2	<b>inadvertent</b>
<b>first</b> 7:24 12:15		43:6 44:15,18	<b>hate</b> 58:15	50:23 51:2
14:10 15:5,6	<b>G</b>	54:5 55:22	<b>head</b> 26:22	<b>incentivized</b>
16:6 17:6	<b>G</b> 3:1	56:24 58:19	<b>hear</b> 3:3	46:16
20:14,14 26:6	<b>gain</b> 15:20	59:4,6	<b>HECTOR</b> 1:6	<b>include</b> 22:4,19
26:16 27:10,11	<b>general</b> 1:21	<b>good</b> 7:22 15:6	<b>hello</b> 33:24	23:19 44:9
28:5 31:23	28:13 33:9	35:22 38:5	<b>high-paid</b> 46:15	<b>included</b> 11:8
35:17,21 38:20	52:4	57:23	<b>highly</b> 43:9	47:3 49:18
46:4,22 55:5	<b>generally</b> 5:10	<b>good-faith</b> 39:16	<b>history</b> 47:8	51:13
<b>fit</b> 26:21	<b>gerund</b> 4:5	<b>goods</b> 29:7	<b>hold</b> 34:13	<b>includes</b> 27:25
<b>five</b> 37:5	<b>gerunds</b> 50:6	<b>gosh</b> 17:23 56:9	<b>homes</b> 44:15	29:1
<b>fix</b> 6:21 7:9	<b>getting</b> 25:12	<b>government</b>	<b>Honor</b> 14:5,24	<b>including</b> 11:6
24:12,15	<b>Ginsburg</b> 4:15	28:21	17:6 26:15	<b>incomplete</b>
<b>fixes</b> 49:6,7	4:21,24 5:2	<b>government's</b>	32:6 35:13	13:15
<b>FLSA</b> 7:25	12:6,13,19	40:6 46:24	36:13 38:12	<b>incorporating</b>
25:25 28:22	20:18 21:3	<b>grab</b> 24:13	<b>hood</b> 25:8,12	37:12
58:18 59:5	31:17 32:25	<b>grade</b> 51:10	31:12 32:14,18	<b>incorrect</b> 21:3
<b>flunking</b> 55:12	33:2 40:16	52:7 55:12,12	<b>hook</b> 18:20	32:5
<b>fobs</b> 49:1	41:6 42:13,16	<b>grain</b> 10:11	<b>hooks</b> 31:15	<b>indicators</b> 4:12
<b>focus</b> 7:24	42:19 58:21,24	<b>grammar</b> 20:19	<b>hospital</b> 43:23	<b>individuals</b> 3:18
<b>follow</b> 54:11	<b>give</b> 15:12 23:8	50:4	43:24	5:12,14
<b>force</b> 40:1	24:12,23 31:24	<b>grant</b> 17:15 25:1	<b>hour</b> 9:17 10:17	<b>industries</b> 5:11
<b>forced</b> 49:16	37:7 56:2	<b>grease</b> 25:8	10:21 15:18	<b>industry</b> 9:12
<b>former</b> 41:3	<b>given</b> 4:17 6:5	<b>greet</b> 24:8	<b>hours</b> 6:15,15,22	<b>informal</b> 36:2
<b>forth</b> 27:16 53:6	18:21 20:18	<b>grind</b> 26:19	6:23 8:7,15 9:4	<b>information</b>
<b>forward</b> 18:19	34:20	<b>grinders</b> 26:22	9:5 21:1,8	31:14
18:21	<b>gives</b> 56:2,6	<b>guess</b> 13:23	44:20	<b>informed</b> 5:4
<b>found</b> 22:17	<b>giving</b> 6:14 32:7	16:23 23:13	<b>HVAC</b> 49:6	14:13 50:22
<b>four</b> 33:10 35:13	<b>go</b> 4:2 6:19 7:8	50:17 52:24		<b>insurance</b> 32:23
54:20	10:25 19:6	<b>guts</b> 49:7	<b>I</b>	<b>intake</b> 43:23,24
<b>Fourth</b> 12:4	20:9 24:13,15	<b>guys</b> 18:7	<b>identical</b> 52:17	<b>integral</b> 9:7
17:19 18:8,12	30:15,16,17,19		<b>ill-defined</b> 30:6	25:13 28:14
35:1 56:3,11	31:19 37:22		<b>imagine</b> 24:6	58:4
<b>Fox</b> 16:14 34:15	38:4 44:3,14		<b>imagined</b> 45:3	<b>integrated</b> 37:19
34:18 35:8	52:10 58:16		<b>implement</b> 3:21	<b>intended</b> 22:19
55:11 56:17	59:4		<b>implements</b> 3:24	49:17
<b>frankly</b> 34:6	<b>goes</b> 4:3,5 27:14		4:2 7:18 23:24	<b>interest</b> 40:8
<b>Friday</b> 8:8	27:15 31:6		26:9	<b>interests</b> 16:16
<b>friend</b> 55:2	32:11 39:8		<b>implication</b>	16:21 55:10,19
57:11	<b>going</b> 8:2 9:8,9		47:15	56:9
<b>friends</b> 3:22 4:9	11:2 12:13		<b>implications</b> 6:9	<b>intermediate</b>
9:14 24:22	18:5,6,19,21		<b>import</b> 5:9	35:18
57:18	18:22,23 19:12		<b>important</b> 10:15	<b>interpret</b> 4:13
<b>front</b> 32:23 44:3	23:7,8,19 24:8		22:15 31:3	20:11
<b>full</b> 29:18	24:8,9 31:11		34:16	<b>interpretation</b>
<b>function</b> 37:18	32:13,17,19		<b>impose</b> 55:22	9:20 10:7 17:2
		<b>H</b>		
		<b>hand-in-hand</b>		
		49:23 56:17		
		<b>handbook</b> 12:10		
		23:12		
		<b>handbooks</b> 53:6		
		<b>handing</b> 27:7		
		44:2		
		<b>hands</b> 20:17		
		27:15		
		<b>happen</b> 9:7		
		<b>happened</b> 34:23		
		<b>happens</b> 34:25		
		<b>hard</b> 18:11		



17:4 35:7 40:23 53:23 <b>interpreted</b> 29:25 <b>interpreting</b> 29:24 <b>interpretive</b> 9:15 13:1,10 <b>invent</b> 10:14 <b>involved</b> 26:24 59:13 <b>irregular</b> 6:22 6:22 <b>Island</b> 35:17 36:14 55:15 <b>issue</b> 28:2 35:8 37:5 38:19 39:12,14,20,21 39:22 42:17 43:15 46:14 55:15 57:10 <b>issuing</b> 34:21	29:16 30:12,23 31:16,17,18,23 32:1,15,25 33:2,19,23 34:2,12 35:22 36:10 37:7,21 38:7,10 39:4 39:16,19,23 40:3,11,16,17 40:21 41:1,6,7 41:11,15,19,25 42:8,13,16,19 44:4,17,22,23 44:24,24 45:1 45:6,7,14,14 45:21 46:1 50:12,25 51:8 52:9,20,23 53:10,24 54:1 54:5,18,20,24 55:2 56:19,23 57:22 58:21,24 59:16 <b>justified</b> 55:23 <b>justifies</b> 55:9	<b>knew</b> 21:24 <b>know</b> 6:3,7 7:11 7:18 10:1 11:21,22 18:17 18:24 19:14 20:16 23:1 25:15 27:10 30:15 35:2,5 35:23 41:25 42:20 45:19 50:18 52:24 55:3,14 59:6 <b>knowing</b> 34:13	<b>liable</b> 41:12,20 42:4 <b>likes</b> 5:18 <b>limitations</b> 39:8 <b>line</b> 15:14 28:1,5 37:15 38:13,14 38:24 49:12,19 49:20,21 <b>lines</b> 38:18 <b>link</b> 50:5 <b>linked</b> 47:14 <b>listed</b> 26:10 <b>listen</b> 30:17 <b>listening</b> 10:20 <b>literal</b> 3:16 19:21 <b>litigated</b> 42:14 42:15 <b>litigating</b> 9:18 <b>litigation</b> 58:19 <b>little</b> 8:14,16,16 11:3 49:13 50:19 <b>LLC</b> 1:3 <b>logically</b> 49:24 49:25 <b>logo</b> 49:2 <b>long</b> 15:16 35:17 36:14 54:5 55:15 56:21 <b>longer</b> 13:10 52:12 54:16 59:9 <b>look</b> 12:24 14:20 29:18,23 30:17 30:20 32:18 47:11,16 55:4 55:17 57:12,23 59:6 <b>looked</b> 16:5 <b>looking</b> 50:17 <b>looks</b> 55:18,18 <b>lose</b> 20:9 <b>lot</b> 8:25 19:4 20:9 46:14 <b>lots</b> 33:8	<hr/> <b>M</b> <hr/> <b>Machinists'</b> 33:13 <b>main</b> 25:11 <b>maintained</b> 41:3 <b>maintaining</b> 28:8 <b>maintenance</b> 30:9 48:19 <b>making</b> 6:7 13:17 30:16 31:8 51:24 <b>manages</b> 28:16 <b>manual</b> 26:3 27:21 30:10 34:21 <b>manuals</b> 36:4 <b>massive</b> 56:14 <b>materials</b> 41:4 <b>matter</b> 1:12 8:24 46:11 47:19 51:7 59:19 <b>mean</b> 6:18 13:24 14:3 15:6,13 16:14,20 17:10 17:16 18:4 22:25 23:13 25:3,6 30:14 30:18 32:15 34:7 36:5 49:14 50:13 52:23 56:22 57:15,15,16,17 <b>meaning</b> 28:18 49:17 52:2 <b>means</b> 15:3 16:7 19:24 28:21,23 28:25 30:9 32:8 48:17 51:24 56:21 57:19 <b>meant</b> 16:6 22:2 49:16 <b>measure</b> 26:20 <b>measuring</b> 32:20
<hr/> <b>J</b> <hr/> <b>JA40</b> 57:24 <b>job</b> 5:23,23 27:9 45:17 50:19 <b>jobs</b> 43:5 <b>judge</b> 9:19 <b>judges</b> 10:19 <b>judgment</b> 14:2,2 <b>Justice</b> 1:21 3:3 3:8 4:15,21,24 5:2,20,22 6:2,3 6:11 7:6,14,15 7:20 9:22,24 10:1,5,10,23 11:11,19 12:6 12:13,19 13:23 14:8 15:5,22 16:20 18:16 19:1 20:18 21:2,3,11,14 21:18 22:6,14 22:22 23:4,11 25:19,23 26:12 27:1,18 29:11	<hr/> <b>K</b> <hr/> <b>Kagan</b> 13:23 14:8 15:5,22 16:20 18:16 19:1 31:23 39:4 50:12,25 51:8 <b>keep</b> 18:24 <b>KENNEDY</b> 31:16,18 32:1 39:16,19,23 40:17 42:8 <b>key</b> 49:1 50:1 <b>kind</b> 8:21 11:5 13:24 15:1 21:10 36:3 52:4 56:2 57:10 <b>kinds</b> 33:10,14 36:1 38:18 40:7	<hr/> <b>L</b> <hr/> <b>labor</b> 5:16 9:14 12:3,6,17,21 16:18 18:2 19:10 26:3 27:21 30:10 59:11 <b>lane</b> 11:18 <b>language</b> 13:13 22:12 29:9,22 34:8,9 <b>large</b> 52:11 <b>late</b> 57:5 <b>lathes</b> 26:22 <b>Laughter</b> 31:21 51:9 <b>law</b> 5:24 29:23 34:16 36:21 53:7 <b>lawyer</b> 19:2 <b>lawyers</b> 10:21 <b>leasing</b> 33:15 <b>leave</b> 8:16 45:16 <b>leaves</b> 33:9 <b>left</b> 26:13 55:3 <b>legislative</b> 47:8 <b>let's</b> 38:21 52:14 <b>letter</b> 12:9,10 38:14 40:1 54:10,12 <b>liability</b> 32:22 56:15,22 57:3 57:3		

<p><b>mechanic</b> 3:19 8:4 10:25,25 21:21 22:4 23:22 27:3,10 27:13,16 30:19 31:6,14 32:5 32:11,12 49:6 51:15 58:13 <b>mechanic's</b> 27:8 <b>mechanic-faci...</b> 27:17 <b>mechanics</b> 6:19 7:3,7,23 8:14 8:20 20:21 22:20,25 23:8 26:1,25 37:16 44:17 45:16 46:7 47:2,7,16 47:18 49:18,23 52:13 58:16 <b>mechanics'</b> 26:18 <b>meet</b> 45:9 <b>members</b> 36:23 <b>men</b> 26:19 <b>mentioned</b> 20:22 <b>merely</b> 26:3 <b>merits</b> 12:20 <b>met</b> 44:16 <b>methods</b> 42:25 <b>middle</b> 6:20 <b>mind</b> 10:22 19:13 25:6 34:17,24 35:6 52:10 <b>minds</b> 18:19 <b>minimize</b> 11:25 <b>minimum</b> 9:2 43:4,12 <b>minimum-wage</b> 8:2 <b>minute</b> 4:7 <b>minutes</b> 54:21 <b>missed</b> 31:16,18 <b>mistake</b> 50:23 54:6</p>	<p><b>mix</b> 21:16 <b>modern</b> 24:18 <b>modifications</b> 51:19 <b>modified</b> 22:8 <b>moment</b> 20:19 <b>Monday</b> 8:8 <b>money</b> 55:8 <b>month</b> 36:24 <b>morning</b> 7:9 8:9 <b>Motorcars</b> 1:3 3:4 <b>multiple</b> 4:12</p> <hr/> <p style="text-align: center;"><b>N</b></p> <hr/> <p><b>N</b> 2:1,1 3:1 <b>nails</b> 25:8,12 <b>name</b> 3:14 <b>named</b> 26:17 <b>narrow</b> 18:4 25:7,16 <b>narrower</b> 29:25 45:10 <b>National</b> 11:6 21:9 <b>natural</b> 48:3 <b>nature</b> 44:10 <b>Navarro</b> 1:6 3:4 <b>necessary</b> 49:12 53:16 54:8 <b>need</b> 8:5,7 22:10 22:17 30:20 32:8,12 36:24 57:9 <b>needs</b> 27:10 57:25 <b>NELA</b> 38:13,24 <b>never</b> 15:9 42:11 53:4 <b>new</b> 14:12 18:6 18:6,9 32:8 36:23 39:10 40:2 <b>night</b> 6:21 55:18 <b>Ninth</b> 17:17 59:12 <b>noise</b> 30:16,18</p>	<p>31:9 32:8 <b>non-mechanic</b> 11:13 <b>non-warranty</b> 38:15 <b>nonmechanics</b> 11:17 <b>nonresponsive</b> 17:14 <b>nonwarranty</b> 38:23 54:17 <b>normal</b> 48:14,16 <b>normally</b> 43:20 <b>noted</b> 39:9 <b>noteworthy</b> 36:17 <b>notice</b> 14:17 <b>notice-and-co...</b> 13:9,21,25 14:11 16:8 36:15 38:20 40:24 50:9 51:18 55:16 <b>notice-and-co...</b> 14:3 <b>noting</b> 36:4 <b>notwithstandi...</b> 6:10 18:13,14 <b>noun</b> 20:14,14 50:6 <b>noun-verb</b> 3:25 <b>noun/verb</b> 20:10 <b>nouns</b> 3:24 20:5 20:15 <b>NPR</b> 19:11 <b>number</b> 5:4 36:21 <b>numbers</b> 5:13 <b>nurse</b> 43:19,21 43:21,23,25</p> <hr/> <p style="text-align: center;"><b>O</b></p> <hr/> <p><b>O</b> 2:1 3:1 <b>O.R</b> 43:21,23 <b>objects</b> 26:8 <b>obtain</b> 27:2 <b>obtaining</b> 51:25</p>	<p><b>occupation</b> 30:2 <b>occupational</b> 22:21 23:11 <b>Occupations</b> 21:19,25 <b>off-hours</b> 44:15 <b>off-site</b> 44:20 <b>offer</b> 43:16 55:13 <b>office</b> 44:3 55:3 <b>oh</b> 9:24 15:10 35:6 <b>okay</b> 17:20 29:14 36:9 56:19 <b>old</b> 17:2 <b>older</b> 10:8,11 <b>omitted</b> 22:23 <b>Once</b> 24:11 <b>one-and-a-half</b> 43:4,13 <b>ones</b> 43:7,10 58:9,18 <b>open</b> 8:12 32:18 39:20,22 <b>opens</b> 30:5 <b>operates</b> 43:21 <b>operating</b> 43:18 43:20 44:1 <b>operations</b> 17:25 <b>opinion</b> 12:10 35:16 38:14 40:1 54:10,12 <b>opposed</b> 22:19 57:6 <b>opposite</b> 29:3 34:22 35:1 42:5 52:16 <b>oral</b> 1:12 2:2,5,8 3:6 25:21 45:23 <b>ordering</b> 11:24 <b>orders</b> 51:25 <b>ordinary</b> 28:18 <b>original</b> 11:23 45:11</p>	<p><b>Originally</b> 12:7 <b>ought</b> 15:2 18:12 35:23 <b>outliers</b> 5:6 <b>outside</b> 11:17 46:20 <b>overhaul</b> 32:13 <b>overnight</b> 17:25 <b>overtime</b> 3:17 5:25 6:6 7:24 8:1 9:1,10 44:20 58:18</p> <hr/> <p style="text-align: center;"><b>P</b></p> <hr/> <p><b>P</b> 3:1 <b>p.m</b> 59:18 <b>Pa</b> 1:18 <b>page</b> 2:2 28:9 29:15 37:3,14 38:13 46:23 47:12 51:12 <b>pages</b> 14:21 37:3 37:8,10,12,14 <b>paid</b> 5:8,18 6:16 6:23 7:4 8:18 9:1,2,8 21:14 43:9 46:18 58:22 59:1,9 59:10 <b>paperwork</b> 26:4 30:24 43:24 <b>paragraph</b> 14:17,22 16:2 16:17 37:2 55:8 <b>parrot</b> 15:19 <b>parroting</b> 15:22 <b>part</b> 9:7 11:24 24:3,13,13,14 24:15,21 25:13 27:3 28:13,21 33:8 36:5,6 48:2,18 50:13 57:19,20,21 58:2 <b>partially</b> 8:19 <b>particular</b> 16:25</p>
--	--	---	---	--

<p>32:16  <b>particularly</b>                  13:5 16:3  <b>parts</b> 20:20                  22:16 26:19,21                  26:25 27:2,3,7                  31:12 33:15  <b>partsman</b> 3:19                  23:22 27:10,14                  27:21 51:15                  58:12  <b>partsmen</b> 7:3,7                  7:23 8:4,13,20                  20:20 21:21                  22:2,15,18,20                  22:23,25 25:11                  25:11 26:1,14                  26:19 31:4                  43:15,16 44:17                  45:4,16 46:7                  47:2,7,15,17                  49:18,22,22                  57:20 58:4,16  <b>party</b> 10:18  <b>passing</b> 51:10                  52:7 55:12  <b>PAUL</b> 1:16 2:3                  2:13 3:6 54:22  <b>pay</b> 5:24  <b>penalties</b> 40:9,9  <b>people</b> 4:7,18                  6:12,22 8:3,16                  8:25 11:16                  12:8,15 16:21                  24:19 30:14,15                  33:7 37:24                  38:21 42:17,22                  43:5,11 44:16                  46:15,18,19,20                  48:22 52:14                  56:3 58:8,25                  59:5  <b>people's</b> 44:15  <b>percent</b> 8:11                  43:2  <b>percentage</b> 4:25  <b>perfect</b> 52:7</p>	<p><b>perfectly</b> 36:12                  50:14  <b>period</b> 39:8 41:5  <b>perplexing</b>                  50:19  <b>person</b> 24:7,7                  44:1 58:15  <b>personally</b> 25:17  <b>persons</b> 33:25  <b>persuasive</b> 13:5  <b>Petitioner</b> 1:4,17                  2:4,14 3:7                  28:10,16,22                  29:9 33:9                  43:22 46:14,16                  47:22 48:5,8                  54:23  <b>Petitioner's</b> 26:5                  26:7 29:5,15                  43:16 46:9                  48:21 49:9  <b>Petitioners</b>                  36:21  <b>Petitioners'</b>                  36:22  <b>Philadelphia</b>                  1:18  <b>phone</b> 33:20,23  <b>phrase</b> 28:17                  30:1,2  <b>phrasing</b> 50:2  <b>physically</b> 27:6                  27:22  <b>pick</b> 26:12  <b>place</b> 30:13,13                  35:21 57:23  <b>plain</b> 3:16 19:23                  46:12  <b>plastic</b> 47:24                  48:1  <b>plates</b> 27:12  <b>plead</b> 40:14  <b>pleaded</b> 42:11  <b>please</b> 3:9 25:24                  33:21 46:2                  54:25  <b>pled</b> 39:12,22</p>	<p><b>pluck</b> 9:9  <b>point</b> 10:8 11:4                  12:2 15:4 16:4                  34:15 35:16,22                  37:11,15,22,23                  42:8 50:15                  52:11 58:6  <b>pointed</b> 36:18  <b>points</b> 13:17                  17:5 23:14                  38:13 46:3                  55:1 57:8  <b>policies</b> 53:12  <b>policy</b> 19:16                  46:15  <b>Portal-to-Portal</b>                  17:1,11 39:11                  40:13 41:13                  42:2  <b>position</b> 4:1,4,16                  10:9 12:4 16:6                  16:15 19:14                  25:4 34:20                  35:16,18,20                  36:5 37:2,6                  41:21,23 42:9                  43:17 53:17                  55:11,25 57:5                  59:9  <b>positions</b> 21:24  <b>possible</b> 18:23  <b>possibly</b> 56:13  <b>post</b> 39:24,25  <b>post-2011</b> 39:24                  40:6  <b>post-Chevron</b>                  12:4  <b>potential</b> 36:16                  55:14  <b>practical</b> 8:24                  10:23 36:2                  53:7 58:7  <b>practices</b> 18:10                  18:13  <b>pre-2011</b> 39:5                  39:24 42:7  <b>preamble</b> 14:17</p>	<p>14:21 55:4,21  <b>preceded</b> 37:13  <b>precedent</b> 17:21                  18:2 30:7 56:5  <b>precisely</b> 29:3  <b>preclude</b> 41:24  <b>predates</b> 57:4  <b>predominates</b>                  35:11  <b>prefer</b> 6:6  <b>preliminary</b>                  32:7  <b>preserved</b> 47:10  <b>presumably</b>                  38:16  <b>pretty</b> 8:7 17:15  <b>preventing</b>                  53:13  <b>previous</b> 37:14  <b>previously</b> 13:22                  38:16  <b>primarily</b> 3:19                  4:8 5:6,14,18                  19:22 23:23                  24:2,25 46:10                  47:12 51:14  <b>principal</b> 15:18  <b>principally</b> 3:10                  3:15 4:21                  14:24 59:1,13  <b>principles</b> 56:17                  56:17  <b>prior</b> 41:9 47:1                  51:4 53:17,23  <b>private</b> 10:18  <b>probably</b> 19:2                  19:15 34:18  <b>problem</b> 24:10                  24:11 25:10                  35:8,9,25 36:2                  52:10,18 53:1                  53:10  <b>problems</b> 37:16                  38:13,18 44:21  <b>process</b> 13:8                  16:11 24:4,21                  25:1,5,14</p>	<p>28:13 29:1,20                  30:2,6,19                  31:18 33:9                  36:15 47:23,23                  48:3,23 49:10                  58:3,4  <b>processes</b> 29:21  <b>produced</b> 29:4,6  <b>producing</b> 29:5  <b>production</b> 29:6                  29:20 30:1,3                  48:9,9,11,14                  48:15 57:15,16  <b>professor's</b>                  36:18  <b>promotes</b> 49:4  <b>promulgated</b>                  36:19  <b>proposal</b> 16:9  <b>prospectively</b>                  16:25  <b>protected</b> 5:24  <b>protection</b> 53:12                  53:14 56:14  <b>prove</b> 40:15  <b>proved</b> 42:12  <b>proven</b> 39:12  <b>provide</b> 22:16                  29:4  <b>providing</b> 48:18  <b>proving</b> 30:5  <b>provision</b> 10:3                  13:2 14:15                  16:25 17:12                  28:24 29:24,25                  39:17 44:7                  51:24 52:5  <b>provisions</b> 8:1,2                  58:19 59:5  <b>publicizing</b>                  36:22  <b>pulled</b> 29:2  <b>punished</b> 16:22  <b>purposes</b> 7:23                  40:8 45:11                  48:10  <b>put</b> 11:6 20:13</p>
---	--	---	---	---

24:14 30:25 36:7 <b>puts</b> 32:4 <b>putting</b> 19:8 41:15	54:10 57:12 <b>real</b> 4:17 11:22 52:20 <b>real-world</b> 4:21 6:9 <b>realistic</b> 3:12 <b>really</b> 8:5 12:25 13:17,18 14:18 15:1,20 17:24 19:5,16,16,19 34:7 45:2 46:13,18 48:21 50:25 51:16 52:25 53:5 56:9 <b>reason</b> 7:22 8:3 9:3 10:13 17:13 34:25,25 35:3,5,24 38:5 43:25 45:11,12 46:20 51:6 52:12,14,16 56:3,6 <b>reasoning</b> 37:10 <b>reasons</b> 15:12 26:6 28:19 32:22 <b>rebuttal</b> 2:12 54:22 55:1 <b>recall</b> 21:4 <b>recognition</b> 13:15 50:2 <b>recognize</b> 10:15 53:17 <b>recognized</b> 15:18 <b>recognizing</b> 12:2 <b>recommendati...</b> 32:2 <b>record</b> 11:3 50:22 <b>recording</b> 31:10 <b>records</b> 31:7 <b>red</b> 14:22 37:9 <b>Reddendo</b> 20:1 20:3,8 50:1 <b>redid</b> 51:4	<b>redone</b> 27:9 <b>reenacted</b> 51:18 <b>refacers</b> 26:23 <b>reference</b> 37:12 38:25 <b>referring</b> 38:25 <b>regs</b> 13:10,19,20 <b>regular</b> 6:15,15 8:7 44:20 <b>regulation</b> 9:15 17:9 39:11,15 40:2,5,10,22 40:22,25 41:4 53:4,5 <b>rejected</b> 12:3 <b>rejigger</b> 59:8 <b>relate</b> 55:7 <b>related</b> 29:20,21 34:9 <b>relays</b> 31:14 <b>reliably</b> 5:3 <b>reliance</b> 16:16 16:21,22 35:10 35:16 36:17 39:17 40:8,15 55:10,19 56:9 <b>relied</b> 17:2 <b>rely</b> 48:6 49:22 <b>relying</b> 13:12 16:22 <b>remainder</b> 27:14 <b>remand</b> 39:13 39:20,22 <b>remanufacture</b> 26:21 <b>remind</b> 14:6 <b>removed</b> 13:9 <b>rendering</b> 31:12 <b>reorder</b> 20:11 <b>reorienting</b> 19:7 <b>repair</b> 57:25 58:1 <b>repairing</b> 28:8 28:11,11 48:18 <b>repairs</b> 27:19 30:9	<b>repeal</b> 45:12 <b>repeat</b> 58:25 <b>rephrase</b> 7:2 <b>replace</b> 32:3 <b>reply</b> 28:9,24 29:15 <b>reprint</b> 51:5 <b>reproduced</b> 51:12 <b>require</b> 38:22 <b>requirement</b> 54:8 <b>requires</b> 26:3 32:23 50:5 <b>requisitioning</b> 26:25 <b>rescinded</b> 41:4 <b>reserve</b> 25:18 <b>Reservoir</b> 30:4 48:13 <b>respect</b> 4:5 8:13 8:14 10:13 17:3 18:20 <b>Respondents</b> 1:7 1:19,22 2:7,11 25:22 45:25 49:13 <b>response</b> 44:21 <b>responses</b> 28:4 <b>responsible</b> 34:13 <b>responsive</b> 6:8 7:17 <b>restrict</b> 45:12 <b>restructured</b> 43:8 <b>result</b> 54:14 <b>rethink</b> 12:7,14 <b>retroactive</b> 39:15 40:4 56:14,22 57:3 <b>retroactively</b> 16:24 <b>retroactivity</b> 56:18 <b>reversal</b> 53:4 <b>revisit</b> 38:19	<b>revisited</b> 55:15 <b>right</b> 4:13,22 7:20 9:19 12:14 18:2 31:2 34:19,24 41:17,18 44:2 49:14 52:19 53:2 54:4 55:2 56:10 58:25 <b>right-hand</b> 26:19 <b>rights</b> 13:1 <b>risk</b> 18:18 19:3 <b>ROBERTS</b> 3:3 25:19 29:11,16 30:12,23 32:15 40:3,11,21 41:1,7,11,15 41:19,25 44:24 45:6,21 54:18 54:20 59:16 <b>role</b> 27:17,17 31:5 <b>room</b> 44:1 <b>rotate</b> 21:7 <b>rule</b> 16:8,10,24 34:15,16 36:19 36:23 50:4 <b>rulemaking</b> 13:9 13:21,25 14:12 16:8 17:22 36:15 37:1 38:20 50:9 51:19 55:17 <b>rules</b> 5:16 9:1,10 14:18,18 35:19 <b>ruling</b> 43:6 59:3 <b>rush</b> 8:10
<hr/> <b>Q</b> <hr/> <b>qualify</b> 5:10 7:5 43:7 <b>question</b> 5:9 6:25 7:1 10:24 14:1 16:20,23 20:19 23:14 27:20 33:1 34:8,13 36:8 36:25 37:25 45:7 50:6 52:20 <b>questions</b> 31:4 35:14 43:14 46:4 57:22 <b>quibble</b> 15:16 25:3 <b>quick</b> 55:17 <b>quickly</b> 53:13 <b>quite</b> 10:7 24:20 36:17 47:8 48:14 53:2 <b>quotation</b> 29:5 <b>quote</b> 29:9,17 48:13	<hr/> <b>R</b> <hr/> <b>R</b> 3:1 <b>raised</b> 43:15 <b>range</b> 42:24 43:1 <b>rationale</b> 13:4 <b>read</b> 11:3 14:24 15:7,8,23 21:21,22,23 22:6,7 25:4 34:6,25 50:3 52:24 53:20 <b>reading</b> 16:2 19:21 20:4 29:12 48:21			<hr/> <b>S</b> <hr/> <b>S</b> 2:1 3:1 <b>salaried</b> 5:1,6,23 7:4 21:15 <b>salaries</b> 43:1 <b>salary</b> 5:14,18 19:6 <b>sale</b> 49:4

<p><b>sales</b> 8:21,22 10:24 11:8 22:4 25:1 28:14 33:15 51:13,25,25 <b>salesman</b> 13:14 19:22 23:16,21 24:25 44:22 47:12 49:25 51:14,17,18,23 <b>salesmen</b> 4:6,8 7:13 13:13 21:20 22:1,8 25:25 44:13 45:4,15 46:7 46:16 47:2,10 47:15 48:23,24 48:25 49:15,16 49:18,20 51:21 52:2,3,5 59:13 <b>salespeople</b> 3:10 3:13 12:8 <b>salesperson</b> 3:19 22:2 44:8 <b>salt</b> 10:12 <b>Saturday</b> 8:11 8:17 <b>Saturdays</b> 8:12 <b>save</b> 59:11 <b>saying</b> 7:2 15:9 15:23 24:24 28:17 32:17 34:22 35:11 36:14 39:1 41:16 43:22 <b>says</b> 13:13,16 14:24 15:10 17:1,21,23 18:2 20:4,9 23:7,21 28:22 29:3,8,10,19 31:8 35:1 37:11 42:3 43:19 47:12,22 48:10 51:13 53:3 <b>scales</b> 18:23</p>	<p><b>scalpels</b> 44:2 <b>scares</b> 11:12 <b>school</b> 10:25 <b>second</b> 15:4 16:1 16:4 20:14,15 23:18 26:11 46:9 47:21 <b>Secondly</b> 26:18 28:7 <b>secretaries</b> 6:17 <b>secretary</b> 6:24 <b>section</b> 29:8,18 30:7 48:6,7 51:22 <b>sections</b> 55:21 <b>see</b> 6:25 16:17 34:23 46:23,24 52:25 54:9 <b>seek</b> 17:8 <b>seeking</b> 39:5 40:12,17 <b>seen</b> 43:3 48:2 <b>segue</b> 16:4 <b>sell</b> 6:13 25:25 26:2 46:16 48:24,24,25 49:4 <b>selling</b> 3:20 4:3 4:5 22:9 23:6 23:23 26:6,8,9 33:4,6,16,17 34:4 37:20 38:17 39:2,3 44:13,15 46:10 47:13,15,21,22 47:24,24 48:1 49:2,9,11,15 52:6 54:13,14 54:16,17 <b>sells</b> 13:14 <b>Senate</b> 45:18 <b>Senator</b> 7:18 <b>send</b> 56:20 <b>sense</b> 8:25 23:7 25:16,16 31:10 43:19 48:14,15 48:16 49:3</p>	<p>52:4 56:16 57:6 <b>sentence</b> 37:23 <b>separate</b> 4:18 29:4 <b>separated</b> 20:5,6 46:7 <b>separately</b> 22:11 <b>September</b> 17:7 39:8,9 <b>serious</b> 40:7 <b>service</b> 3:10,12 3:14 4:22,25 5:7,17 6:4,13 7:13,22 8:4,5,7 8:12 9:6 13:3,4 13:7,11 14:16 17:21 19:6 20:24 21:12,20 22:11,15,19 23:3,7,19,22 24:1,7,20 26:1 26:1,2,16 28:14 31:3,5 33:13,24 34:1 34:2 43:2 44:11 48:19 49:21 52:1,14 54:13,15 56:5 57:19,23,25 58:11,17 59:1 59:12 <b>servicers</b> 37:17 <b>services</b> 26:6,9 33:16,17 46:10 54:17 58:2 <b>servicing</b> 3:11 3:15,20 4:2,8 11:17 14:13 19:23 22:9 23:9,23 24:2,3 24:21,25 25:7 25:13,14,15,17 26:7 27:4,25 28:11,18 30:6 30:8,9 33:5,6 33:18,20 34:3</p>	<p>34:4 37:20 39:2,3 46:11 47:16,17,21,23 47:24 48:3,4 48:17,22 49:7 49:10,11,15,24 49:25 57:20,21 58:3,4,9 59:13 <b>session</b> 57:14 <b>set</b> 35:19 <b>setting</b> 14:3 <b>seven</b> 37:4 <b>SG's</b> 55:2 <b>share</b> 8:21,23 <b>shift</b> 20:25 53:13 <b>shop</b> 32:22 <b>show</b> 36:11 55:17 <b>shows</b> 23:25 47:14,19 <b>shrunk</b> 45:10 <b>side</b> 3:22 24:22 57:11 58:8 <b>side's</b> 59:3 <b>siding</b> 58:8 <b>significance</b> 4:16 <b>significant</b> 5:4 5:13 <b>signs</b> 43:25 <b>similar</b> 30:9 <b>simple</b> 53:3 <b>simpler</b> 38:19 <b>simply</b> 19:14 25:4 49:6 55:7 <b>single</b> 9:19 14:17 47:1 <b>sitting</b> 10:20 <b>situation</b> 40:14 52:15 <b>sleep</b> 20:9 <b>slightly</b> 7:2 <b>small</b> 24:6 <b>Smiley</b> 35:19 <b>sold</b> 38:16 <b>Solicitor</b> 1:20 <b>somebody</b> 13:14</p>	<p><b>sorry</b> 29:11 37:15 40:3 44:24 <b>sort</b> 8:7 <b>Sotomayor</b> 5:20 5:22 6:2,3 9:22 9:25 10:1,5,10 10:23 11:11,19 21:11,14,18 22:6,14,22 23:4,11 37:7 44:22 45:7,14 56:19,23 <b>sound</b> 32:16 <b>speaks</b> 43:17 <b>special</b> 6:19 7:10 48:15 <b>specially</b> 10:24 <b>specific</b> 5:3 13:2 50:16 <b>specifically</b> 13:7 13:12 14:16 57:13 <b>squealing</b> 31:8 32:8,16 <b>stability</b> 5:19 <b>stage</b> 39:13 <b>Standard</b> 5:16 <b>stark</b> 55:24 <b>started</b> 16:9 <b>starting</b> 55:1 <b>State</b> 16:14 56:16 <b>States</b> 1:1,13,22 2:10 45:24 <b>statistical</b> 5:3 <b>statute</b> 3:18 4:1 4:10,11,13 7:12 9:20 13:15 14:6,25 15:3,8,8,10,11 15:20,23,23 16:6 19:20,21 19:24 20:4,11 20:12 22:12 23:20,20 24:24 25:5,6 26:17</p>
---	--	---	---	---

28:15,17 38:2 38:3 41:2 43:17,19 46:5 46:6,22 48:10 49:13,14 50:3 50:9,24 52:3 53:20 <b>statute's</b> 26:8 <b>statutes</b> 28:12 <b>statutory</b> 3:17 3:23 51:23 <b>STEPHANOS</b> 1:18 2:6 25:21 <b>strong</b> 6:8 11:4 <b>structuring</b> 43:11 <b>studiously</b> 12:22 <b>stuff</b> 11:25 <b>subject</b> 17:3 18:24 29:7 <b>submissions</b> 20:23 <b>submit</b> 4:11 <b>submitted</b> 59:17 59:19 <b>subsection</b> 29:2 46:8 47:9,11 50:24 <b>succeed</b> 42:1 <b>sudden</b> 9:6 13:19 <b>suddenly</b> 53:8 <b>suggest</b> 50:4 <b>suggested</b> 39:5 48:6 <b>suggesting</b> 53:22 <b>suggestion</b> 48:8 <b>suggests</b> 3:14 4:12 29:5 <b>sum</b> 14:23 <b>supply</b> 27:3 <b>supporting</b> 1:22 2:11 10:9 45:25 <b>Suppose</b> 33:19 <b>supposed</b> 17:24 17:25 56:11	<b>Supreme</b> 1:1,13 59:7 <b>sure</b> 10:8 19:6 23:1 37:24 52:4 56:21 58:3 <b>surgery</b> 47:25 48:1 <b>surprise</b> 36:16 <b>suspect</b> 18:16 30:13 <b>suspicion</b> 11:4 <b>sweeps</b> 29:21 <b>symptoms</b> 31:8 <b>sync</b> 27:8 <b>system</b> 49:7 <b>system-wide</b> 21:10 <hr/> <b>T</b> <b>T</b> 2:1,1 <b>take</b> 4:1,4 5:9 6:4,15 9:6 10:1 10:11,12 11:12 13:18 24:14 27:8 35:14 36:24 42:5 44:7 51:19 57:20,21 <b>takes</b> 43:25 <b>talk</b> 24:16 <b>talking</b> 6:12 7:25 42:21 43:1,9,11 44:25 46:18 48:16 57:2,3 <b>team</b> 8:4 9:7 24:20 <b>tell</b> 19:2,15,18 24:16 29:12 57:24 <b>telling</b> 11:13 48:5 <b>tension</b> 32:20 <b>term</b> 22:8,21,21 23:3 25:15 51:23	<b>terms</b> 3:16 17:9 19:23 <b>text</b> 46:5 <b>textual</b> 4:12 46:11 47:19 57:8 <b>Thank</b> 25:19 29:16 45:21 54:11,18,19 59:15,16 <b>theory</b> 28:13 54:13 <b>they'd</b> 12:23 44:15 <b>thing</b> 7:24 14:20 20:8 23:18 26:6 31:23 35:20 56:1 57:16 <b>things</b> 14:5,9 33:8 48:8 49:1 53:6 56:12 57:14 59:8 <b>think</b> 3:11 5:7 5:15 7:1,17,21 9:11,21 10:10 10:14,19 11:12 11:16 12:1,20 12:25 13:5,14 13:18 14:23,25 15:2,10,11,16 15:21,24 16:1 16:11,12,14,21 17:13,17,19,23 18:9 19:20,20 21:4,8,16 22:3 22:10,23,23 23:1,15,16,18 23:20,25 24:5 24:22 25:15 32:8 34:6,11 34:16 35:1,6 36:13 38:2,3,7 38:8,25 41:12 41:19 42:3 43:20 46:12 47:19 48:5	49:13 52:11,11 53:14,16,25 54:1,6,7,8 55:3 55:11 56:6,10 56:16 57:9,11 <b>thinking</b> 7:18 20:12 <b>thought</b> 6:18 7:7 10:5 22:14 23:16 34:18,24 35:8 47:25 53:7 <b>three</b> 3:23 9:8 10:12 20:15 24:19 26:5,8 28:19 33:10 46:3 <b>three-plus</b> 9:13 <b>threshold</b> 42:17 <b>throw</b> 20:16 <b>thumb</b> 18:22 <b>time</b> 11:12 12:15 15:7 18:11 25:18 32:2 36:11 38:20 41:5 47:17 <b>times</b> 8:9 43:4 43:13 <b>timing</b> 32:8 <b>today</b> 7:21 <b>told</b> 19:10,12 <b>top</b> 47:11 <b>total</b> 14:23 <b>touching</b> 32:20 <b>track</b> 44:19 <b>tractor</b> 6:21 7:9 <b>traditional</b> 23:7 <b>trailers</b> 47:4,7 47:13 <b>trained</b> 10:24 11:1 <b>training</b> 11:7,8,8 <b>transmission</b> 27:8,9,15 <b>travel</b> 45:15 <b>treat</b> 7:22 38:21 52:17	<b>treated</b> 6:17,24 7:3 55:20 <b>treatment</b> 7:10 <b>trim</b> 17:11 <b>trouble</b> 19:7 <b>truck</b> 3:20 <b>trucks</b> 3:24 4:2 23:24 26:9 <b>true</b> 7:11,12 37:25 44:23 45:1 <b>try</b> 7:2 11:25 19:1 23:1 52:25 <b>trying</b> 6:8 30:23 30:25 47:20 <b>turn</b> 35:14 <b>two</b> 10:12 12:2 13:17 14:5,9 17:5 20:15,16 23:14 37:3,12 <b>two-year</b> 39:8 <b>type</b> 27:21 <b>types</b> 47:3 <hr/> <b>U</b> <b>U.S</b> 30:4 <b>U.S.C</b> 29:14,18 39:18 <b>unadministra...</b> 15:14,17 <b>understand</b> 6:1 11:15 13:23 43:20 58:23 <b>understandably</b> 9:12 <b>understanding</b> 30:22 31:2 32:24 41:2 44:12 <b>understood</b> 44:5 49:24,25 53:20 <b>unequivocally</b> 10:9 <b>unfair</b> 36:16 <b>unique</b> 16:3,4 17:15
--	---	--	---	---

<b>uniquely</b> 4:5	<b>warranties</b>	24:9 27:8	<b>year</b> 43:5 58:12	<b>207(i)</b> 5:10 43:7
<b>unit</b> 33:12	48:24	31:13 32:22	58:13,14	43:10 46:20
<b>United</b> 1:1,13,22	<b>warranty</b> 38:15	38:15,15,16,23	<b>years</b> 16:18	<b>213(b)(1)(A)</b>
2:10 45:24	38:16,22 54:15	44:18,20 51:14	19:11 34:23	46:21
<b>units</b> 27:11	<b>Washington</b> 1:9	51:16 56:17	36:4 52:18	<b>22,000</b> 43:5
<b>universe</b> 42:20	1:16,21	<b>workday</b> 21:8	54:3 55:20	<b>25</b> 2:7
45:9	<b>wasn't</b> 34:4	<b>workers</b> 19:4	59:10	<b>259</b> 39:18
<b>unnatural</b> 24:1	<b>way</b> 4:13 5:15	<b>working</b> 4:18		<b>29</b> 29:14,18
<b>use</b> 15:14 22:1	7:22 8:19	8:14 20:24	<b>Z</b>	39:18
22:20 23:5,6,9	10:25 15:7,8	24:19 26:18		<b>2A</b> 46:23
26:20,22 35:2	15:23,24 16:9	27:13 44:8,11	<b>0</b>	
35:9 50:5	16:19 20:12	49:23 54:15		<b>3</b>
<b>uses</b> 28:23	21:15 22:3	<b>works</b> 8:19	<b>1</b>	<b>3</b> 2:4 51:5
<b>utensils</b> 44:2	24:5 25:4	<b>world's</b> 50:14	<b>1</b> 13:13	<b>3:00</b> 7:8
	28:11,16 34:6	<b>worry</b> 17:2	<b>10</b> 43:2	<b>30</b> 34:23 36:4
<b>V</b>	36:11 44:3	18:19 19:19	<b>11</b> 28:9 29:15	52:18 54:3
<b>v</b> 1:5 3:4	48:7 49:21	20:2	<b>11:27</b> 1:14 3:2	<b>30-plus</b> 59:10
<b>vague</b> 12:22	50:3 55:20	<b>worse</b> 52:15	<b>12:29</b> 59:18	<b>33</b> 16:18 19:10
<b>value</b> 10:2	56:12,13 59:2	<b>worth</b> 12:2	<b>13(b)10</b> 51:22	<b>337</b> 30:4
<b>valve</b> 26:23	59:7,10,10	14:23 16:2	<b>15</b> 21:1	<b>3A</b> 47:12
<b>vehicle</b> 58:1	<b>We'll</b> 3:3	55:17	<b>15-415</b> 1:4 3:4	
<b>vehicles</b> 22:9,10	<b>we're</b> 6:12 9:8	<b>wouldn't</b> 6:16	<b>1918</b> 20:2	<b>4</b>
39:2,2,3 47:3	12:13 14:25	6:24 10:12	<b>1966</b> 21:11,19	<b>4</b> 13:2 51:5
51:25	17:10 38:2	22:18 23:1	45:2	<b>40</b> 8:15 9:4
<b>verb</b> 20:14,15	42:3,16,21	35:3 48:23	<b>1970</b> 13:2 19:15	<b>40-hour</b> 20:22
30:8	43:1,9,11	<b>Wow</b> 50:25	<b>1974</b> 46:6,6,23	<b>45</b> 2:11
<b>verbs</b> 20:6,16	46:17 48:16	<b>write</b> 26:4 58:1	47:1,6 51:20	<b>46</b> 9:4 20:22
<b>versus</b> 38:15,22	57:2	<b>writing</b> 35:15	<b>1978</b> 38:14	21:8
<b>view</b> 16:12	<b>we've</b> 59:7	<b>written</b> 34:14	54:10,12	
17:24 42:4,5	<b>Wednesday</b> 1:10	<b>wrong</b> 11:14,23	<b>2</b>	<b>5</b>
49:9	<b>week</b> 8:15 9:4,5	11:24 18:3	<b>2</b> 51:5	<b>5</b> 35:5 39:11
<b>virtually</b> 52:16	20:22	46:12 49:5,11	<b>20</b> 1:10 33:12	40:1
<b>vital</b> 43:25	<b>went</b> 9:16 21:18	53:23 54:2	<b>2010</b> 39:9	<b>5:00</b> 8:8
	<b>weren't</b> 10:17		<b>2011</b> 12:11,12	<b>50</b> 9:4
<b>W</b>	13:4 20:20	<b>X</b>	12:20,24 13:1	<b>51,000</b> 58:13
<b>wage</b> 9:2,17	<b>wide</b> 42:24	<b>x</b> 1:2,8 16:7,7	13:8,18 17:8	<b>54</b> 2:14
10:17,21 43:4	<b>willing</b> 42:6	32:3	36:19 39:11,15	<b>55-hour</b> 21:7
43:12	<b>win</b> 41:17		40:1,5,12,23	<b>59,000</b> 58:13
<b>waivable</b> 5:17	<b>windfall</b> 58:19	<b>Y</b>	40:25 41:9	<b>5th</b> 40:25
59:5	<b>women</b> 26:19	<b>Yang</b> 1:20 2:9	57:6	
<b>Walton</b> 12:5	<b>word</b> 23:6,9	45:22,23 46:1	<b>2012</b> 12:11 17:7	<b>6</b>
18:13	34:14 35:9,10	50:12,21 51:2	39:8	<b>6:00</b> 21:6
<b>want</b> 5:23 7:16	<b>words</b> 23:5 35:2	51:10 52:19,22	<b>2016</b> 1:10 57:5	<b>6:00-a.m.-to-7...</b>
11:9 14:6 15:8	42:1	53:9,16,25	<b>203(j)</b> 28:24	20:25
15:15,25 19:15	<b>work</b> 6:14,15,21	54:4,7,19	29:14,18 30:7	<b>60</b> 30:4
25:3 30:20	6:22 8:7 9:4	<b>Yeah</b> 7:16 15:5	48:6,7 57:12	<b>60s</b> 44:14 45:19
41:8 57:12	20:21,22 23:8	21:2 34:2,12		<b>66,000</b> 58:12

<b>6a</b> 51:12				
<hr/>				
7				
<hr/>				
<b>7(i)</b> 6:10 19:9 59:9				
<b>7:00</b> 21:5				
<b>701(i)</b> 42:23				
<b>759</b> 30:4				
<hr/>				
8				
<hr/>				
9				
<hr/>				
<b>9:00</b> 8:8				
<b>90</b> 8:11				