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MIKE KELLEY DOESN'T APOLOGIZE FOR FIGHTING
FOR HIS CLIENTS — OR GETTING RICH OFF THEM

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Billion-dollar asbestos litigator Mike Kelley doesn't apologize for fighting like hell for his clients – or getting rich off them.

BY MICHAEL ZAWACKI PHOTOS BY JAMIE JANOS

Mike Kelley remembers John Levak. Levak was 40. A Vietnam vet. An accountant. A husband. A dying man.

It was the mid-1980s and Kelley arrived at Levak's Mayfield Heights bungalow to find three dozen lawyers camped out in the front yard waiting to depose his client. Levak was afflicted with mesothelioma, a death sentence in which cancer fills the space around the lungs, heart and abdomen, crushing the victim from inside. Asbestos exposure during a stint as a boilermaker that put Levak through accounting school after the war was most certainly to blame.

"I remember sitting there with him," Kelley says. "He's got a diaper on because he can't control anything. He's all shot up with whatever drugs they were giving him at the time. His wife, Judy, worked at Saks and sold shoes. She had to go to work every day and couldn't stay home to nurse him because he didn't have any health

insurance. To cover this disease it could cost anywhere from \$150,000 to \$250,000 for the last 12 to 18 months.

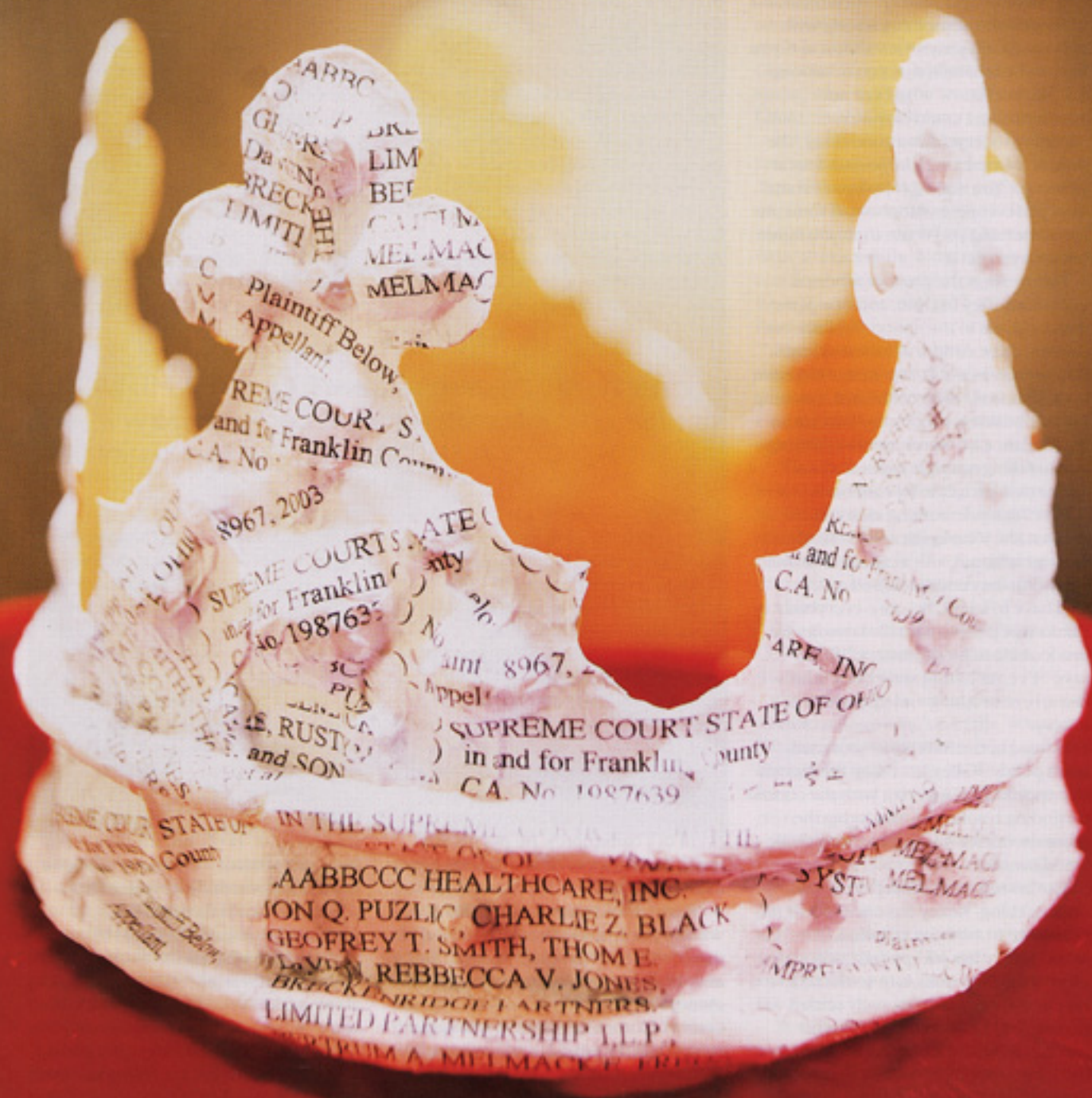
"And I'll never forget this, she made a meatloaf," he says. "It was [Levak's] favorite food. And he said, 'Mike, could you cut my meatloaf for me? I can't cut it.'"

Kelley did his client one better. He fed him his meatloaf.

"He was a very proud 40-year-old man and here his lawyer is feeding him as he sits at the table," he says. "He couldn't eat. He couldn't swallow. It was a terrible thing.

"I recall walking out and telling everybody, 'You're not going to be taking his deposition today.' I couldn't ease his pain, but I made him a commitment that his wife would never lose the house and that the bills would get paid."

Kelley kept his promise, but Levak didn't live long enough to see his attorney stay true to his word.



Kelley has volumes of these stories; the names change but the disease always stays the same. He has spent two decades quantifying his clients' suffering into dollar amounts. It seems cold and callous, but it's justice according to our legal system.

Asbestos litigation has brought Kelley a national reputation and the success that affords a fleet of luxury cars, private jets, million-dollar homes and a stake in an arena football team. He has no regrets. Kelley makes no apologies for his line of work or the lavish trappings of success.

"It's unfortunate today — and it crosses the political spectrum — that we beat the hell out of people who are successful and we say there's something wrong with success," Kelley says. "It's almost as if you have to be ashamed that you're successful. And you know what? I'm not ashamed of it. I could care less.

"Being successful is a good thing," he says. "I learned a very important lesson years ago: You don't get jealous of someone; you compete with them. If someone has something you want, then you figure out a way to get it."

Kelley, 50, is the premier asbestos clients attorney in Ohio, and one of the major players in the nation. While some predicted the demise of asbestos litigation as early as the 1990s, Kelley has been at the forefront of its comeback, bringing himself business success from a careful legal balance he struck early on, mining and handling multiple cases at a time rather than on a case-by-case basis.

His clients are working men and women like John Levak and his family, who are afflicted with a cancer, a disability or a death they never counted on.

"I have to laugh, because everybody thinks that people who file lawsuits are just looking to hit the lottery," Kelley says. "I've yet to find somebody who's lost an eye or a lung and thinks of it as a lottery."

Instead of the traditional scorched-earth policy, Kelley has taken the innovative approach of working with the courts on finding resolutions and laying the groundwork for how asbestos cases are being handled.

The bottom line: Where there was once nothing, Kelley has created a significant force in asbestos litigation. This year alone, Kelley has successfully negotiated more than \$500 million in settlements for his clients, and has personally settled more than \$1 billion throughout his career. His firm — Kelley & Ferraro LLP — has more than 35,000 asbestos cases filed in Cuyahoga County, a hotbed for this

type of litigation.

As he's fond of saying: "I'm not just a lawyer. I'm a businessman."

In the multibillion-dollar world of asbestos litigation, Kelley is deemed either a savior or sinner.

Society casts two very different spotlights on asbestos litigators: legal warriors battling for the common man, or litigious fat cats looking to line their own pockets with the spoils of other people's misery while exacting a costly vendetta against corporate America.

Kelley's skills in the courtroom and at the negotiating table are augmented by a tenacious, bulldog manner and a blunt, tell-ya-like-it-is demeanor.

"I'm a prick in the courtroom. I'm a prick at the negotiating table," he says. "But that's all part of the show."

Kelley is a fair attorney and fair individual who always puts his best foot forward when it comes to his clients, says Dick Knoth, an attorney with Bricker & Eckler LLP who has faced off against Kelley. Knoth adds Kelley has a distaste for inefficient back and forth and doesn't waste time with procedural jockeying.

"THE TRUTH IS [CORPORATIONS] EXPOSED MILLIONS OF PEOPLE [TO ASBESTOS] FOR A LOT OF YEARS, KNEW IT, AND DIDN'T GIVE A SHIT ABOUT IT," MIKE KELLEY SAYS.

He doles out a beating in the legal ring, but not for the sake of just doing it, Knoth says. Kelley knows how close he needs to push the line.

"About six or seven years ago, Mike was in negotiations with some other well-known attorneys who I won't mention, but these were named national attorneys," Knoth says. "We were trying to put together a settlement fund and there were certain stipulations for the fund Mike wasn't willing to go along with because he believed they could have prejudiced his clients' interests in the event of a bankruptcy. He put his foot down on a major issue and literally got up and walked out.

"Some of the other attorneys did not want to get up and leave the table and sat there with their hats out," he says. "In the end, Mike was the only one who got money and ultimately received a large settlement. The company went into bankruptcy, and it turned out Mike was right."

However, outside the courtroom, Kelley tries to keep cordial relationships

with those he squares off against during litigation. Swords adorn Kelley's office on the 19th floor of the Penton Building in downtown Cleveland. He's acquired the blades over the years because the samurai engaged in battle with a clash of swords before sitting down to amiably negotiate with words.

Most attorneys agree there's no sane reason to burn bridges in this line of work. As Kelley says, the antics and theatrics that go on in the courtroom or around the negotiating table are all part of the game of asbestos litigation.

One hotly contested practice is the providing of medical screenings to large groups of workers — typically at union halls — to find individuals with lung scars called pleural plaque. Opponents to screenings dismiss on-site findings — typically shadows on a lung X-ray — as being caused by any number of diseases, and not necessarily from asbestos fibers. The practice accounts for why there are so many cases filed.

Twenty-five years ago, plaintiffs attorneys were suing companies that mined, marketed and made asbestos products, says Mike O'Connell, a corporate defense

attorney with Sutter, O'Connell, Mannion & Farchione in Cleveland. Today, the plaintiffs bar has evolved into pursuing products that may or may not have had a small component of asbestos in it and representing individuals who may have had casual contact with those products, he says.

"While I believe Mike genuinely cares about his clients, it can't be denied they're going after people who had some minuscule asbestos content in a product years ago," O'Connell says. "Whether that content contributed to disease is a scientific question. However, the number of [asbestos-related] filings say we have an epidemic. Something is amiss here."

Kelley defends the practice.

"The truth is [corporations] exposed millions of people [to asbestos] for a lot of years, knew it, and didn't give a shit about it," he says. "They figured it'd be someone else's headache someday."

That asbestos headache could end up costing \$200 billion, according to a study released by the RAND Institute of Civil

Justice in September 2002, with plaintiffs' attorneys taking an average contingency fee of 40 percent.

However, killing companies isn't his job, Kelley says. He's not in the revenge business, either. Instead, he sees his role as part of the checks and balances on corporate America.

"I tell clients up front: This is not about a pound of flesh. It's about fair and

struck deals with giants like Halliburton Co., Honeywell Inc. and Pfizer Inc., as well as Owens Corning and Lincoln Electric locally.

"We try to resolve things so that they're in the best interests of our clients, the people we sue and the economy in general," Kelley says. "It's a hard balance sometimes, but that's what we try to do."

A willingness to compromise leaves an

"Mike has taken the initiative to seek out solutions to the fact that a large number of cases have been filed, not only by him, but by other attorneys across the country," O'Connell says. "He's taken the approach that the worst cases should be given the attention of attorneys and the courts. At the end of the day, Mike is trying to do the right thing for his clients, as opposed to trying to inflict a fatal blow to industry."



reasonable compensation," he says. "The truth is there's limited resources with the companies and the insurance companies. Sure, you might win a multi-million-dollar award at trial, but in the big picture, does collecting 10 cents on the dollar benefit your client if you put the company out of business?"

Kelley estimates that as many as 98 percent of his cases are settled through negotiations. Recently, Kelley & Ferraro

enduring impression on corporate defense attorneys. They appreciate and respect Kelley's global understanding of the asbestos issue: that you don't kill the goose that lays the golden eggs. In addition, a big-picture understanding affords him an appreciation for insurance issues, the nuances of legal representation and the problems that the glut of asbestos litigation has caused the industry and companies.

Kelley grew up in Cleveland Heights, the oldest in a middle-class Irish-Catholic family that included a younger brother, Ed, an administrator for domestic relations court and the part-time mayor of Cleveland Heights, and younger sisters — Susan, who works for The Cleveland Clinic, and Mary, a school teacher.

His father, Edward J., was a Cleveland firefighter, spending two decades at the 29th House, Squad 3 — the city's original rescue squad at East 105th Street and Superior Avenue. He followed that with 10 years at the No. 1, the headquarters for the Bureau of Emergency and Rescue Services. Edward J. Kelley died five years ago.

Margaret was the family matriarch, a stay-at-home mom who kept the books at St. Ann's. She still lives in Cleveland Heights. Kelley credits his mother for his ease with communication.

"I learned a long time ago that the best communicators are good listeners," he says. Case in point, Kelley seldom takes notes. In a legal proceeding or in conversation, Kelley, to the detriment of everything else, focuses on a single item at a time.

The three-bedroom, one-bath home at Cedar and Lee roads was a cradle of liberal thought for the Kelley children.

"Our family has a strong sense of social justice, and growing up in the '60s and '70s we were very pro-Kennedy and very liberal," Ed Kelley says. "Mike had a thirst for politics and a thirst for social justice in his teenage years."

Kelley sensed the new American awakening taking place in the 1960s, and its idealism heavily influenced his teenage psyche.

"It was a great generation to become politically active in," he says. "We started the '60s asleep and we ended the '60s in the streets."

Strong ideals encouraged the Kelley children to better their minds. And with the young Mike, it would lead to an interest in law.

"I always wanted to be a lawyer," he says. "From my parents I got a real sense of justice and fairness in this country. Also, those God-given talents I have — which are few in number — lead very well into the practice of law. You have to be a good communicator [and] care about people. [Practicing law] was always a dream."

Kelley attended St. Ignatius High School, often hitchhiking to school with his buddies to save bus fare on the west-bound trip to the school's Ohio City campus. Like Kelley, many of his chums were sons of cops and firemen, and most worked to pay for their private education. For Kelley, that was earning \$2 an hour at a Cleveland Heights dairy (Dean Dairy, which was then Hillside Dairy, both of which are defunct). He spent nights, days and any spare time in between doing everything from shoveling ice to driving a delivery truck to serving as the dairy's night watchman, all jobs he did through law school.

Those who knew Kelley at St. Ignatius describe a good-humored young man who exhibited a strong intelligence but wasn't arrogant. They remember Kelley as a quiet leader and a person of firm opinions. Besides a year of baseball, Kelley's sport of choice in high school was campus politics.

"Mike led by example," says Peter Carfagna, an Ignatius classmate and general counsel at IMG. "I wouldn't say he was intense, but when he sat down to get a job done he didn't stop until it was over. He always thought [issues] through and could back [his opinions] up and not back down easily. You respected people like that, and he's still that way today."

Kelley earned degrees in history and political science, as well as a minor in Latin, from Case Western Reserve University. In addition, Kelley mounted an unsuccessful bid for state representative seats in 1972 and 1974 while an undergraduate, and continued to work on a number of political campaigns for local Democrats.

"It was a great time to be [politically] involved in this country," Kelley says. "Politics wasn't such a bad thing back then. There were a lot of social issues, and at least for my generation, [political involvement] became a social activity."

Following graduation from CWRU, Kelley went to work for George Voinovich, then Cuyahoga County's auditor, doing office work. Eight months later Kelley moved on to take a position in the state auditor's office, devoting evenings

to study at Cleveland-Marshall College of Law. He graduated on time in three years, and describes the experience as a "pain in the ass."

"I was absolutely motivated to get the hell out of there," he says. "You have to be very disciplined and you have no life for three years. That's the bottom line. I think I was well conditioned for that because I had no life in college or high school. I had a good life but I didn't spend the weekends ... let me put it this way: When they

earlier, Kelley couldn't have had a better mentor to learn the ropes about asbestos litigation and establish a promising career, but Sweeney would later prove to be a nemesis who would nearly derail that career.

Sweeney, a former Cuyahoga County commissioner and U.S. representative, holds the privilege of filing the first asbestos claim in Ohio. In 1978, Sweeney assisted in the uncovering of smoking gun documents, held by the son of an



closed down the campuses in [May 1970] because of Kent State I was really happy because I could work more, not smoke dope and sit on the street corner moaning about the country."

Kelley graduated from Cleveland-Marshall and in 1982 went to work for personal injury attorney Robert E. Sweeney, whom he'd met through local political circles some years

asbestos company owner, that indicated asbestos manufacturers conspired for half a century to keep the health hazards of asbestos exposure from workers and clients. In the late-1970s and on into the 1980s Sweeney secured multimillion-dollar settlements for his clients — primarily asbestos workers and their families.

The 1980s were a very good time to be doing asbestos litigation in Cleveland. With its rust belt roots, this region was a

hotbed for asbestos cases. And at this time, Kelley and Sweeney were doing more litigation and less case resolution because companies were willing to fight it out in court.

"It was a good time to learn my trade and my craft," Kelley says of those early years with Sweeney. "Not only in the courtroom, but those skills beneficial now, [such as] being able to negotiate and make contacts not only in Ohio but across the country."

Kelley left Sweeney in November 1989 after a failed merger between Sweeney's firm and Climaco, Lefkowitz, Peca, Wilcox & Garofoli Co. LPA in Cleveland. Kelley then joined Climaco in January 1990 to practice asbestos and personal injury litigation. In February 1990, Sweeney forwarded an affidavit to the Cuyahoga County Prosecutor's Office alleging Kelley stole from him.

"We had a lot of co-counsel arrangements with people," Kelley says. "[Another firm] may get the cases, but they couldn't operate the cases and they referred them to [Sweeney's firm] with referral arrangements. And to compen-

said his father was unavailable for comment and his firm would have no comment on the matter.

In late March 1990, Kelley sued Sweeney, claiming libel and accusing his former boss of defamation. The appellate court would eventually rule that Sweeney had an absolute privilege to make whatever claims he wished about Kelley to the county prosecutor.

By late April 1990, the prosecutor's office halted its investigation of Kelley, absolving him of any alleged wrongdoing.

"After a full prosecutor's investigation and a full [civil] trial I came out shot up full of holes like Swiss cheese," he says. "But I'm still standing. I'm here now."

The last time Kelley had any communication with Sweeney was across the trial table while waiting for the jury to deliberate. "I passed him a note [that said]: 'I'm your worst nightmare.'"

Over the years, outside parties have attempted to get Kelley and Sweeney together, giving them an opportunity to mend fences. Kelley has declined.

"I have no reason to speak to him," he says.

"He said to me, 'I'm thinking about leaving the law firm and going out on my own,'" Ed Kelley says. "I told Mike he absolutely had to do it. If he waits another five or 10 years it'd be too late."

For Kelley, this was still a tough decision. He was 45 years old and entering the peak years of his professional career.

"I always wanted to do it on my own," he says. "But it gets real scary when you have a wife and kids, but it was time."

But to proceed he'd need a partner, and he decided to tap Miami asbestos attorney James Ferraro, whom he'd known since the late 1980s.

Ferraro is a Greenwich, Conn., native who attended college and law school in Miami and never left. Ferraro, five years Kelley's junior, started his firm in May 1985 with a pair of partners who proved to be big disappointments.

"They were two lazy guys," Ferraro says. "I bounced them out [in 1987]. I didn't want to deal [with partners] anymore. The firm was successful enough and I never intended to have a partner again in my life."

Ferraro is no slouch when it comes to the asbestos game.

In 1995, Ferraro received \$6.25 million for a mesothelioma case (Galotti vs. Owens-Corning Fiberglas Corp.) — the largest compensatory award in Florida to date. In 1997, he was awarded \$5 million (McKenna vs. Owens-Corning Fiberglas Corp.), the highest jury verdict in the United States for a single, non-malignant asbestos case.

Kelley and Ferraro from time to time had spoken about the prospects of creating a firm. Actually, Ferraro spent much of those discussions trying to convince Kelley to relocate to Miami, but family obligations kept him in Cleveland.

"It took a number of years to figure out the right mix and the right opportunities and to know the right opportunities were out there," Kelley says.

"Honestly, I don't know who brought it up first, but when we did, we both agreed it sounded like a good idea."

In mid-June 1997, Kelley left Climaco and with two lawyers and two secretaries set to work as Kelley & Ferraro LLP. Today, the firm has grown to 25 lawyers and 75 support employees.

In addition to their Cleveland-based partnership, Ferraro continues to maintain his own practice in Miami.

So how does a guy from the Sunshine State and a guy from the North Coast manage a long-distance business partnership?

"In six years we've never had a dis-

"IT'S ALMOST AS IF YOU HAVE TO BE ASHAMED THAT YOU'RE SUCCESSFUL," KELLEY SAYS. "AND YOU KNOW WHAT? I'M NOT ASHAMED OF IT. I COULD CARE LESS."

sate me, I was being paid out of those different referral arrangements, and Sweeney claimed it was all a forgery, that he didn't know anything about it, which was all bullshit."

Front-page coverage ensued due to Kelley's status as board chairman of the Cleveland Public Library.

"It was one time where someone is accused of something and can say: 'I welcome the investigation,'" Kelley says.

His higher earnings, coupled with his unofficial "heir apparent" status with Robert Sweeney, caused friction with other Sweeney family members at the firm and left him in the middle, Kelley says.

"From my perspective, they were trying to shut me down from doing what I am doing now," Kelley says. "From my perspective back then, I was running everything, doing everything. I'm sure in his heart of hearts [Sweeney] would have preferred his children would have continued to run [the firm for him]."

Attempts to contact Robert E. Sweeney, now retired, resulted in a call from his son, Robert P. Sweeney, who

Kelley thrived at Climaco and continued to hone his skills for asbestos litigation.

"Focus is a key word when describing Mike Kelley as an attorney," says John Peca, an attorney with the firm. "He channels his energy into that case and doesn't stop until it's done."

Asbestos litigation is a maze filled with nuance-laden dead ends, such as tracing a victim's exposure to the substance, who manufactured the asbestos and so on. Kelley's reputation continued to grow, not only for his prowess at the negotiating table, but also for his willingness to take a case to trial against some of the top corporate attorneys in the country.

By 1997 it was time for Kelley to strike out on his own.

The itch to be his own boss surfaced in June 1997, and Kelley needed to scratch it.

"He called me and asked what I was doing after a council meeting," says his brother, Ed. "Why don't you come and have a beer with me?"

pute, we've never had an argument over money, professionalism, women ... nothing," Kelley says. "The chemistry works. To inquire further into that chemistry, I don't care. It just works well."

Ferraro says he admires his partner's honesty and frankness.

"We had a meeting in Arizona [in 1999] and it was a big meeting for a national settlement with Owens Corning," Ferraro says. "They had [asbestos] firms from all over the country at this thing."

"It was a sort of country-Western barbecue setting," he says. "Mike and I were sitting down with Sam Donaldson at a picnic table when the chairman of Owens Corning came over with this big plate of ribs. He said, 'Mind if I sit here?' and Mike didn't even hesitate: 'I don't give a shit. You're paying for it, aren't you?'"

"That's Mike," he says. "What you see is what you get."

Kelley expects to die in his office. He'd prefer it that way. "I'm not somebody who's going to retire," he says. "I'm just not built that way."

He's a Type A personality. No apologies. Law is his life.

On most days he's up at 7 a.m., watches the *Today Show*, sees his boys—Brenden, 12, and Christopher, 16—off to school and then gets in his Mercedes (he owns seven), cues up some Rolling Stones on the car's multidisc CD changer and leaves his Hunting Valley mansion for the office. Two to three days a week Kelley flies out of Burke Lakefront Airport on one of his two jets, seeking case resolution, attending one of the 15 U.S. Bankruptcy Court asbestos claimants committees he sits on across the country (he chairs four), or meeting with lobbyists on pending tort reform.

If it's a summer evening and the Tribe is in town, Kelley may head over to Jacobs Field to take in a game. Win or lose, Kelley loves watching baseball. If not, he's probably occupied managing his firm's softball team, which last year had the prestige of being the first to take trophies in both the coed and men's division of the long-standing Lawyers Softball League of the Cleveland Bar Association. Kelley says he runs his team like New York Yankee's head honcho George Steinbrenner.

Then there's Kelley's recent investment in Ferraro's arena football team, the Las Vegas Gladiators. According to Kelley, the jury is still out on whether or not that was a sound investment.

Regardless, his mind, he admits, is always concentrating on some facet of

work and the firm.

Kelley pushes those around him with the same vigor that he pushes himself. His attorneys have come to expect calls at 9 p.m., 10 p.m. or even midnight to answer a question or address an issue.

"We're very hands-on and I just try to make sure that everyone keeps rockin' and rollin'," he says. "This is my company. This is my name on the door. I want to make sure it continues beyond me. The best way is that philosophy and that culture that I establish continues to grow every day."

He's the oldest attorney in the firm; most of his attorneys are in their 40s.

Kelley admits he lets his temper get away from him at times. Rudeness, particularly toward a client, particularly from young, arrogant attorneys, is the

arships to both St. Ignatius and Cleveland-Marshall College of Law. In kind, Kelley insists that his attorneys participate in their respective law schools, both physically and financially.

"It's very important to me that we give a sense that as successful as we are we don't lose sight of where we came from and those institutions and people who were there that gave us that opportunity," he says.

For Kelley, he'll achieve his professional peak when he has the right combination of cases and attorneys and the ability to seamlessly go in and out of things, to concentrate on the firm rather than the caseload.

"I'm not there yet, but I'm close," he says. "I'm reaching a point that's comfortable enough where I can walk away and

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No. 1 spark to ignite a Kelley rant.

"When I blow, I blow," he says. "But that's today. Tomorrow is different and you move on."

"Mike comes off as rough if he's upset with people," Ferraro says. "Let's say someone forgets to do something in a case, say missing a deadline. He'll [fume], 'How can you do that to this widow? How can you miss that deadline?' Sometimes [young attorneys] don't have that drive to go that extra yard, and that bothers Mike."

Despite Kelley's occasional ranting, he's admired and respected by his staff, many of them former Ignatius Wildcats, a rampant theme within the firm.

"There's a core group [in the firm] that looks up to Mike professionally," Ferraro says. "In some ways he is a legal father figure there."

Kelley is a big believer in giving back to the community. He and his wife, Lynn Arko Kelley (they met in law school and have been married since 1982), have given more than \$1 million to Gilmore Academy, where their two children attend. They plan to name the middle school there with another multimillion-dollar gift.

In addition, Kelley sponsors the St. Ignatius High School Speakers Bureau, which in the past couple years has brought in the likes of Ralph Nader and George Will, and this year Al Sharpton. He has also established full-funded schol-

not be there everyday, hands on, and know it'll be run right."

In the meantime, he's preparing another asbestos case, this one scheduled for trial this summer.

But this one's a bit different.

"When I was a young kid out of law school I represented her dad," Kelley says. "He died of mesothelioma back in the 1980s. Unfortunately, I represented her uncle, too, [who also died of mesothelioma]. When [she] was growing up, her job was to wash the clothes. Once you get the fibers on your clothing, you take them home. If she had washed the dishes as opposed to washing the clothes she probably wouldn't have the disease she has right now."

"She's 50," he says. "She has mesothelioma. I suspect that within the next 12 to 18 months she'll be dead."

His client is undergoing a brutal regimen of experimental treatments at University Hospitals and worries that the mounting medical bills are burdening her family, which is used to two incomes.

As with John Levak nearly 20 years earlier, Kelley has reassured her time and time again her family will be taken care of in the end.

"I can't cure her," Kelley says. "But at least I can deal with her financial fears for the future."

"That's my promise." ☞
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