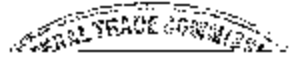


UNITED STATES OF AMERICA



[The body of the document is almost entirely obscured by heavy black redaction bars. Only faint outlines of horizontal lines, likely representing the rows of a table, are visible.]

discovery Orders, and which stated that Respondent would await Complaint Counsel's response to

Respondent's discovery demands. [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

business days until January 25, the contemplated date for resolving the disputes concerning the Document Request.

EXHIBIT A



UNITED STATES OF AMERICA
FEDERAL TRADE COMMISSION
WASHINGTON, D.C. 20580

Tefft W. Smith, Esq.
Kirkland & Ellis
655 15th Street, N.W.
Washington, DC 20005

January 18, 2002
Via Fax

Re: FTC Docket No. 9299

Dear Mr. Smith,

We are concerned about your apparent unwillingness to proceed with the scheduling of

In order to schedule the depositions and complete them pursuant to Judge Chappell's Order

Tefft W. Smith
January 18, 2002

Page 2 of 2

In the telephone meeting we left with Maximichael today, we also said that we would like to

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

meet with you as soon as possible, preferably today, to discuss your compliance with Complaint Counsel's First Request for Production of Documents and Things. Judge Chappell's separate Order dated January 18, 2002, authorizes complaint Counsel to file a renewed motion to compel if we have not resolved disputed issues by January 25, 2002, and we intend to do so if we are not able to resolve the disputed issues by then. Again, your dissatisfaction with discovery you have received from Complaint Counsel does not justify your refusal to comply with Complaint Counsel's discovery.

As we explained to you we are working on supplemental responses to your interrogatories. We told you that we would provide our supplementation on or around January 18, 2002, and we do expect to send you supplementary responses early next week.

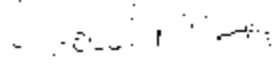
Very truly yours,

Karen A. Mills

EXHIBIT B

[Redacted]

[Redacted]

[Redacted]

[Redacted]

CERTIFICATE OF SERVICE

[REDACTED]

[REDACTED]

[REDACTED]

Emergency Motion to Compel Compliance with Discovery Orders to be served by hand upon the following persons:

The Honorable D. Michael Chappell
Federal Trade Commission

[REDACTED]