UNITED STATES OF AMERICA FEDERAL TRADE COMMISSION

In the Matter of

Schering-Plough Corporation,
a corporation,

Upsher-Smith Laboratories, Inc.,
a corporation,

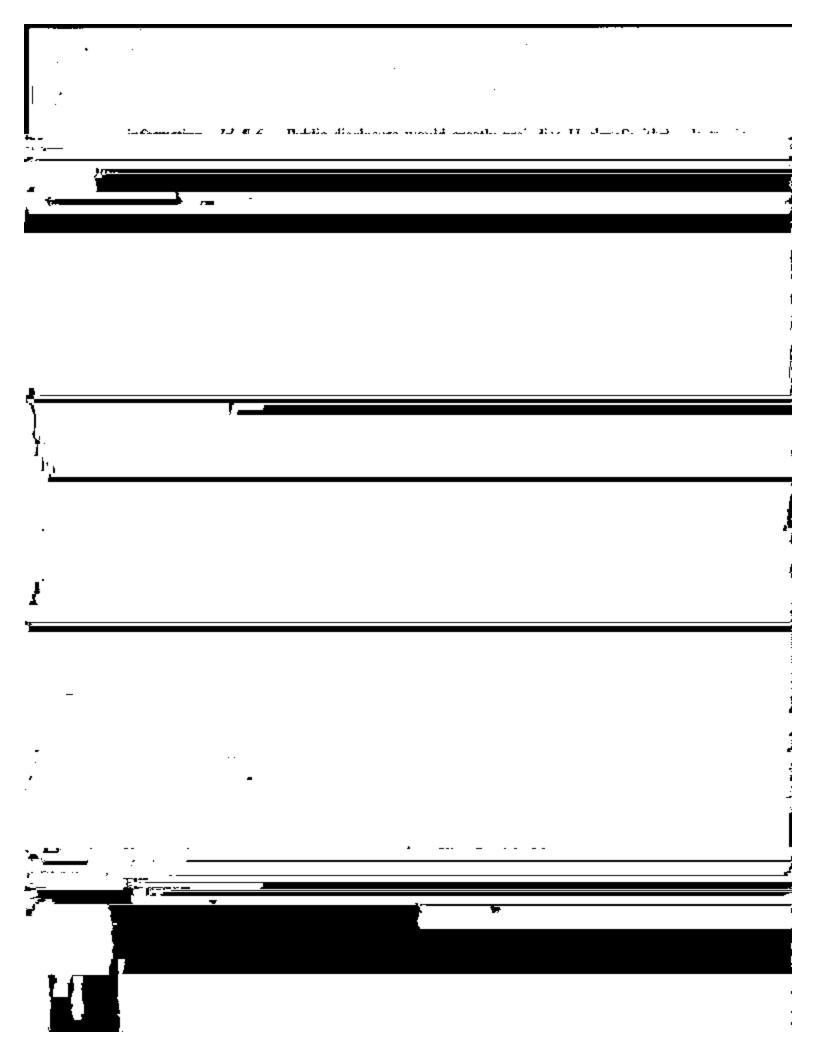
and

American Home Products Corporation,
a corporation.

UPSHER-SMITH'S CONSENT MOTION FOR IN CAMERA TREATMENT OF CONFIDENTIAL LEGAL MEMORANDUM

Upsher-Smith hereby moves for in camera treatment of a confidential legal memorandum

faces serious injury "when the documents in question are secret and muterial to the applicant's business . . ." In the Matter of Bristol-Meyers, 90 F.T.C. 455, 456 (1977) (articulating 6-factor test for determining secrecy and materiality). Further, "[t]he likely loss of business advantages is



CERTIFICATE OF SERVICE I hereby certify that on lanuary 24, 2002 I caused a paper original and one copy as well as an electronic version of the foregoing motion for in camera treatment and supporting papers to be stad with the Corretary of the Commission and two namer comies to be served by hand

UNITED STATES OF AMERICA FEDERAL TRADE COMMISSION

| In the Matter of |) · |
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| in the statter of | 3 |
| Schering-Plough Corporation, |) |
| a corporation, |) |
| Upsher-Smith Laboratories, Inc., a corporation, |) Docket No. 9297) PUBLIC VERSION |
| and | { |
| American Home Products Corporation, a corporation. | ,) } _ |

DECLARATION OF MARK ROBBINS IN SUPPORT OF UPSHER-SMITTI'S APPLICATION FOR IN CAMERA TREATMENT OF A LEGAL OPINION LETTER

MARK S. ROBBINS, declares as follows:

 I am the Vice President of Scientific and Legal Affairs and inside counsel to Respondent Upsher-Smith Laboratories, Inc.

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| | 4. | This [|] contains highly detailed trade secret information |
|---|--|-----------------------|---|
| | regarding the | formulation, composi- | ition, and manufacturing process of Klor-Con M. Upsher- |
| Smith invested millions of dollars in the research, development, and launce | | | n the research, development, and launch of Klur-Cun M and |
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