

UNITED STATES OF AMERICA
BEFORE FEDERAL TRADE COMMISSION

In the Matter of

)
)

Docket No. 0212

AFFIDAVIT OF WILLIAM BARNES

STATE OF KENTUCKY

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§
§

COUNTY OF JEFFERSON

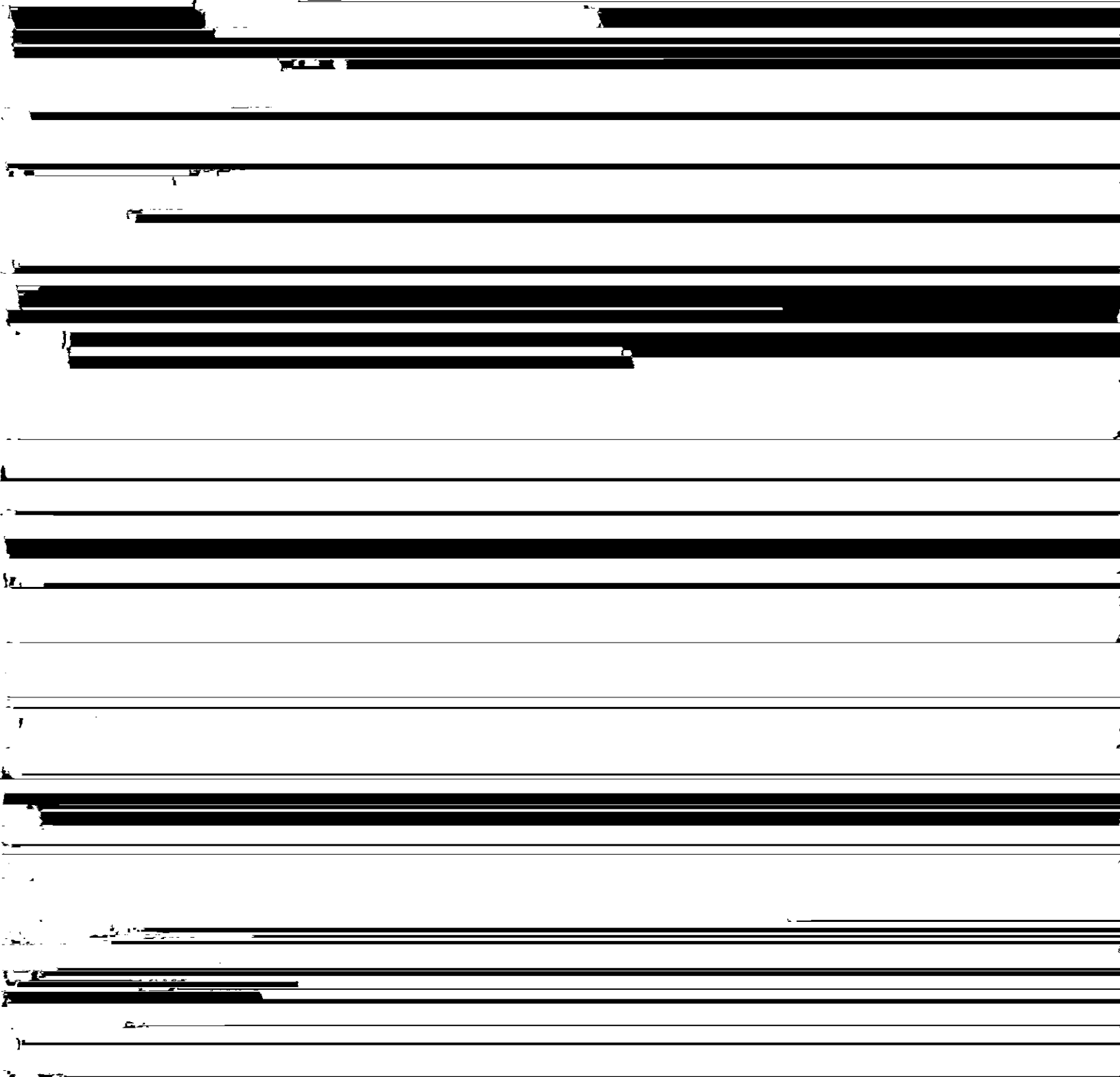
Before me, the undersigned authority, on this day personally appeared William Barnes, who being by me duly sworn, deposed and said:

1. "My name is William Barnes and I am over 18 years of age, of sound mind and capable of making this Affidavit. The facts stated herein are within my personal knowledge and

(requesting documents regarding the rates paid by Humana to physician providers) and 7 (requesting documents comparing the cost of physician services, hospital care, pharmacy costs or cost of health insurance in the State of Texas).

4. "Disclosure of documents prepared by Humana which contain or evidence

_____ of medical services provided by physicians (request



loss of Humana's competitive advantage in the marketplace were it required to produce documents regarding its rates, Humana is nevertheless precluded from producing a substantial number of potentially responsive documents to request No. 6 because of confidentiality provisions contained in its agreements with various physician provider groups. Typically, these physician provider group agreements contain mutual confidentiality provisions, precluding either Humana or the physician provider groups from disclosing the terms of the agreement (including rates paid by Humana to the physician provider groups). Accordingly, Humana would be in breach of its agreements with these various physician provider groups if it were to produce the agreements without first contacting each of these various physician provider groups and

FURTHER AFFIANT SAYETH NOT.

William O. Barnes

William Barnes

SUBSCRIBED AND SWORN TO before me by the said *William O. Barnes* on the

9th day of January, 2004.

Angelita R. Condean

Notary Public in and for the State of
Kentucky

Angelita R. Condean

Printed Name

My Commission Expires:

Aug. 5, 2004