

**UNITED STATES OF AMERICA
BEFORE FEDERAL TRADE COMMISSION**

COMMISSIONERS:

**Deborah Platt Majoras, Chairman
Pamela Jones Harbour
Jon Leibowitz
William E. Kovacic
J. Thomas Rosch**

IT IS HEREBY AGREED by and between Proposed Respondents and their attorney, and counsel for the Commission that:

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service. Delivery of the Complaint and the Decision and Order to Proposed Respondents by any means specified in Commission Rule 4.4(a), 16 C.F.R. § 4.4(a), shall constitute service. Proposed Respondents waive any right they may have to any other manner of service. The Complaint may be used in construing the terms of the Decision and Order, and no agreement, understanding, representation, or interpretation not contained in the Decision and Order or the Consent Agreement may be used to vary or contradict the terms of the Decision and Order.

17. Proposed Respondents have read the draft of the Complaint and the Decision and Order contemplated hereby. By signing this Consent Agreement, Proposed Respondents represent that the full relief contemplated by this Consent Agreement can be accomplished. Proposed Respondents understand that once the Decision and Order has been issued, they will be required to file one or more compliance reports showing that they have fully complied with the Decision and Order. Proposed Respondents agree to comply with Paragraphs II., III., and IV. of the draft Decision and Order from the date they sign this Consent Agreement. Proposed Respondents represent that, if a payor exercises its right to terminate its preexisting contract pursuant to Paragraph V.B. of the Decision and Order, that Proposed Respondents have the authority to terminate that contract without obtaining the consent of any person, including, but not limited, to any member of Proposed Respondents. Proposed Respondents represent that the data contained on the six discs provided to Commission staff by letter dated June 30, 2006 represent the AHP Clinical Integration Program Database, the AHP Provider Relations Database, and the AHP Annual Clinical Integration Incentive Distribution Report referred to, respectively, at Paragraphs 1.a., 1.b., and 1.c. of Appendix 3 to the Order. Proposed Respondents further understand that they may be liable for civil penalties in the amount provided by law for each violation of the Decision and Order after the Decision and Order becomes final.

Advocate Health Partners,
a corporation.

By: _____
Lee B. Sacks, M.D.
President
Advocate Health Partners
Signed this ____ day of _____, 2006

Advocate Bethany Health Partners,
a corporation.

By: _____
Nadira Ali Kahn, M.D.
President
Advocate Bethany Health Partners
Signed this ____ day of _____, 2006

Advocate Christ Hospital Health Partners,
a corporation.

By: _____
Gary Stuck, D.O.
President
Advocate Christ Hospital Health Partners
Signed this ____ day of _____, 2006

Advocate Good Samaritan Health Partners, Ltd.,
a corporation.

By: _____
Joseph Siebert, M.D.
President
Advocate Good Samaritan Health Partners, Ltd.
Signed this ____ day of _____, 2006

Advocate Lutheran General Health Partners, Inc.,
a corporation.

By: _____
Robert Zimmanck, M.D.
President
Advocate Lutheran General Health Partners, Inc.
Signed this ____ day of _____, 2006

Advocate-South Suburban Health Partners,
a corporation.

By: _____
Jerry Daly, D.O.
President
Advocate-South Suburban Health Partners
Signed this ____ day of _____, 2006

Advocate Trinity Health Partners,
a corporation.

By: _____
Nuru-Deen Olowopopo, M.D.
President
Advocate Trinity Health Partners
Signed this ____ day of _____, 2006

Dreyer Clinic, Inc.,
a corporation.

By: _____
John Potter
President
Dreyer Clinic, Inc.
Signed this ____ day of _____, 2006

Counsel for Proposed Respondents

Robert F. Leibenluft
Hogan & Hartson L.L.P.
Signed this ____ day of _____, 2006

John P. Marren
Thomas J. Babbo
Hogan Marren, Ltd.
Signed this ____ day of _____, 2006

FEDERAL TRADE COMMISSION

By:

John P. DeGeeter
Attorney

APPROVED:

Markus Meier
Assistant Director
Federal Trade Commission

Jeffrey Schmidt
Director
Bureau of Competition
Federal Trade Commission