

UNITED STATES OF AMERICAN,)	
c/o Department of Justice)	
Washington, D.C. 20530,)	
)	
Plaintiff,)	
)	Civil Action No. 1:97CV00302
v.)	Entered: February 14, 1997
)	Filed: February 18, 1997
Figgie International Inc.)	
4420 Sherwin Road)	NANCY MAYER-WHITTINGTON
)	CLERK
Willoughby, Ohio 44094)	U.S. DISTRICT COURT
)	
and)	
)	
Harry E. Figgie, Jr.)	
37001 Shaker Blvd.)	
Hunting Valley, Ohio 44022,)	
)	
Defendants.)	
)	

It is stipulated by and between the undersigned parties, by
their attorney, that:

(1) the parties consent that the Court may file and enter a Final Judgment in the form attached to this Stipulation, on the Court's own motion or on the motion of any party at any time, and without further notice to any party or other proceedings, if Plaintiff has not withdrawn its consent, which it may do at any time before the entry of judgment by serving notice of its withdrawal on Defendants Figgie International Inc. and Harry E. Figgie, Jr., and filing that notice with the Court;

(2) Defendants Figgie International Inc. and Harry E. Figgie, Jr., waive any objection to venue or jurisdiction for purposes of this Final Judgment and authorize Robert S. Schlossberg, Esq., of Morgan, Lewis & Bockius LLP, to accept service of all process in this matter on their behalf; and

(3) in the event Plaintiff withdraws its consent or if the proposed Final Judgment is not entered pursuant to this Stipulation, this Stipulation shall be of no effect whatever and the making of this Stipulation shall be without prejudice to any party in this or any other proceeding.

Dated: December 13, 1996

FOR THE DEFENDANTS:

_____/s/_____
Robert S. Schlossberg
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1800 M Street, N.W.
Washington, D.C. 20036
Counsel for Defendants

FOR THE PLAINTIFF:
1/23/97

_____/s/_____
Joel I. Klein
Acting Assistant Attorney
General

_____/s/_____
William J. Baer
Director
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_____/s/_____
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