UNITED STATES DISTRICT COURT

SOUTHERN DISTRICT OF TEXAS

HOUSTON DIVISION

UNITED STATES OF AMERICA	)	
	)	
v.	)	Criminal No. H-97-93
	)	
MARK ALBERT MALOOF,	)	Filed 7/9/97
	)	
Defendant.	)	

UNITED STATES' PROPOSED PROTECTIVE ORDER

The United States' Motion For Protective Order is hereby GRANTED. Accordingly, it is hereby ORDERED that:

1. Upon receiving grand jury transcripts, tape recordings and other witness statements, exhibits, and all other grand jury documents pursuant to its discovery request, the defendant and his respective counsel are to treat such material, including copies of such material, as confidential and are to make no further disclosure of such material, except as provided herein;

2. Said confidential material, including copies, may be utilized by the defendant and his attorneys only to prepare for this case, impeach witnesses, refresh a witness's recollection as to matters about which he or she formerly testified, or to test a witness's credibility;

3. In preparation of his defense, defendant and his attorneys are permitted to disclose said confidential grand jury materials to counsel for Bay Industries, Inc. Neither defendant nor his attorneys, however, may disclose said confidential materials to any other

party or counsel in the related civil action styled Caddell Construction Co., Inc. vs. Hiplax International Corp., et al., Master File No. H-96-3490 (S.D. Tex. Houston Div.)(" Caddell");

4. Counsel for Bay Industries, Inc., is prohibited from any further disclosure or dissemination, including disclosure or dissemination to any party or counsel in Caddell, of the confidential grand jury materials they receive from defendant and his attorneys as described in ¶ 3. Additionally, counsel for Bay Industries, Inc., is prohibited from using these materials for any purpose other than to assist defendant and his attorneys prepare for this case;

5. Defendant and his attorneys may disclose to any corporation or person documents originally produced to the grand jury by that corporation or person. Nothing in this Order is intended to prohibit the attorneys for the defendant from disclosing the materials to the defendant, the attorneys' legal assistants, economic experts or other employees assisting in case preparation, or from characterizing the substance of the testimony or evidence contained in such materials in discussions with prospective witnesses. Furthermore, nothing in this Order is intended to prohibit defendant and his attorneys from consulting and discussing case preparation with, and receiving materials from, the parties and their respective counsel in Caddell; and

6. All such materials turned over to the defendant and his attorneys, and any copies made therefrom, shall be returned to the attorneys for the United States when the trial of this case is concluded.

IT IS SO ORDERED this ____ day of _____, 1997.

_____
United States District Judge

CERTIFICATE OF SERVICE

This is to certify that a true and correct copy of the foregoing United States' Proposed Protective Order was sent via Federal Express this ___ day of July, 1997, to:

J. Mark White, Esq.
White, Dunn & Booker
1200 First Alabama Bank Building
Birmingham, AL 32503

Albert C. Bowen, Esq.
Beddow, Erben & Bowen, P.A.
Second Floor - 2019 Building
2019 3rd Avenue, North
Birmingham, AL 35203

George McCall Secrest, Jr., Esq.
Bennett, Secrest & Meyers, L.L.P.
333 Clay Street, Suite 3830
Houston, TX 77002

Kevin J. Darken, Esq.
Trenam, Kemker, Scharf, Barkin,
Frye, O'Neill & Mullis
2700 Barnett Plaza
101 East Kennedy Blvd.
Tampa, FL 33602

/s/
MARK R. ROSMAN
Attorney-in-Charge
Florida State Bar No. 0964387
U.S. Department of Justice
Antitrust Division
1601 Elm Street, Suite 4950
Dallas, Texas 75201-4717
(214) 880-9401