UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
Alexandria Division

UNITED STATES OF AMERICA, Plaintiff, v. THE MATHWORKS, INC. and WIND RIVER SYSTEMS, INC., Defendants.	Civil Action No. 02-888-A Chief Judge Hilton

UNITED STATES' CERTIFICATE OF COMPLIANCE
WITH TUNNEY ACT AND MOTION FOR ENTRY OF FINAL JUDGMENTS

Plaintiff United States hereby certifies that it has complied with the provisions of Section 5 of the Clayton Act, as amended by Section 2 of the Antitrust Procedures and Penalties Act (codified at 15 U.S.C. §§ 16(b)-(h) ("Tunney Act")), and states:

1. The proposed Final Judgment against Wind River Systems, Inc. was filed with the Court on June 21, 2002. 15 U.S.C. § 16(b).

2. The proposed Final Judgment against The MathWorks, Inc. was filed with the Court on August 15, 2002. 15 U.S.C. § 16(b).

3. The Competitive Impact Statement was filed with the Court on September 15, 2002. 15 U.S.C. § 16(b).

4. On June 28, 2002 and September 23, 2002, Wind River Systems, Inc. and The MathWorks Inc., respectively, each filed a statement and certification with the Court regarding communications by them or on their behalf relating to the

proposed Final Judgments with officers or employees of the United States. 15 U.S.C. § 16(g).

5. Pursuant to 15 U.S.C. § 16(b) the proposed Final Judgments and the Competitive Impact Statement were published in the *Federal Register* on October 21, 2002, at 67 Fed. Reg. 64657 (2002).

6. A summary of the terms of the proposed Final Judgments and the Competitive Impact Statement were published in *The Washington Post* for seven consecutive days, from September 28, 2002, through October 4, 2002. 15 U.S.C. § 16(c).

7. The 60-day period for public comments on the proposed Final Judgments, specified in 15 U.S.C. § 16(d), commenced on October 21, 2002 and expired on December 20, 2002.

8. The United States received and responded to two comments on the proposed Final Judgments. The United States' response to the public comments, as well as the comments received, were filed with the Court on January 15, 2003, and published in the *Federal Register* on January 23, 2003, at 68 Fed. Reg. 3267 (2003). 15 U.S.C. § 16(d).

9. On January 14, 2003, SoundView Technology Corporation, as the Court-appointed Trustee in this matter, reported to the United States that a definitive sales and licensing agreement had been agreed to by the Defendants and National Instruments Corporation.

Pursuant to the Stipulations filed on June 21, 2002, and August 15, 2002, the Court may enter the proposed Final Judgments after it determines that the Judgments satisfy the public

interest standard of 15 U.S.C. § 16(e). Plaintiff's Competitive Impact Statement and Response to Public Comments demonstrate that the proposed Final Judgments are in the public interest. Accordingly, Plaintiff requests that the Court enter the proposed Final Judgments without further hearings. Copies of the Wind River and The MathWorks Final Judgments are attached at Tabs 1 and 2, respectively.

Dated: February 11, 2003

Respectfully submitted,

FOR PLAINTIFF
UNITED STATES OF AMERICA

/s/

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CERTIFICATE OF SERVICE

I certify that on February 11, 2003, a true and correct copy of the United States' Certificate of Compliance with Tunney Act and Motion for Entry of Final Judgments was served on the following counsel:

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