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IN THE UNITED STATES DISTRICT COURT FOR THE DISTRICT OF UTAH
CENTRAL DIVISION

| | | |
|---------------------------|---|------------------------|
| UNITED STATES OF AMERICA, |) | |
| |) | |
| Plaintiff, |) | |
| |) | CIVIL NO. C-75-301 |
| v. |) | |
| |) | |
| COUNTRYSIDE FARMS, INC.; |) | STIPULATION |
| EGG PRODUCTS COMPANY; |) | |
| OLSON FARMS, INC.; and |) | Filed: March 7, 1980 |
| SNOW WHITE EGG COMPANY, |) | |
| |) | Entered: July 28, 1980 |
| Defendants. |) | |


It is stipulated by and between the undersigned parties, plaintiff United States of America, and defendants Countryside Farms, Inc., Egg Products Company, and Snow White Egg Company, by their respective attorneys, that:

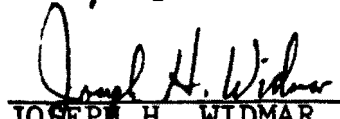
1. The parties consent that a final judgment in the form hereto attached may be filed and entered by the Court, upon the motion of any party or upon the Court's own motion, at any time after compliance with the requirements of the Antitrust Procedures and Penalties Act [15 U.S.C. §16] and without further notice to any party or other proceedings, provided that plaintiff has not withdrawn its consent, which it may do at any time before the entry of the proposed final judgment by serving notice thereof on defendants and by filing that notice with the Court.

2. 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

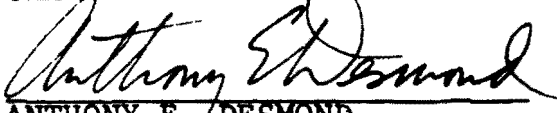
making of this Stipulation shall be without prejudice to plaintiff or defendants in this or any other proceeding.

FOR THE PLAINTIFF:


SANFORD M. LITVACK
Special Assistant to the
Attorney General


JOSEPH H. WIDMAR


CHARLES F. B. McALEER


ANTHONY E. DESMOND


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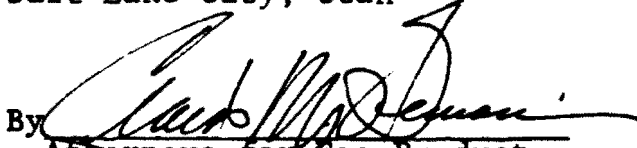
Attorneys,
Department of Justice

FOR THE DEFENDANTS:

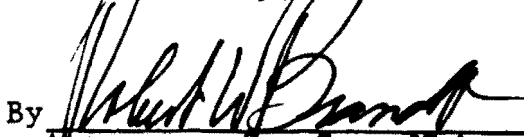
RICARDO B. FERRARI, ESQ.
Salt Lake City, Utah

By 
Attorney for Countryside
Farms, Inc.

WATKISS & CAMPBELL
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By 
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Company

RICHARDS, BRANDT, MILLER, NELSON & ZARR
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By 
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Company

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UNITED STATES DISTRICT COURT FOR THE DISTRICT OF UTAH
CENTRAL DIVISION

| | | |
|---------------------------|---|------------------------|
| UNITED STATES OF AMERICA, |) | |
| |) | |
| Plaintiff, |) | CIVIL NO. 75-301 |
| |) | |
| v. |) | |
| |) | |
| COUNTRYSIDE FARMS, INC.; |) | FINAL JUDGMENT |
| EGG PRODUCTS COMPANY; |) | |
| OLSON FARMS, INC.; and |) | |
| SNOW WHITE EGG COMPANY, |) | Filed: March 7, 1980 |
| |) | Entered: July 28, 1980 |
| Defendants. |) | |

Plaintiff, United States of America, having filed its complaint herein on July 28, 1975, and plaintiff and defendants Countryside Farms, Inc., Egg Products Company, and Snow White Egg Company, by their respective attorneys, having each consented to the entry of this Final Judgment without trial or adjudication of any issues of fact or law herein, and without this Final Judgment constituting evidence against or an admission by any party hereto with respect to any such issues;

NOW, THEREFORE, before any testimony has been taken and without trial or adjudication of any issue of fact or law herein, and upon consent of the parties hereto, it is hereby

ORDERED, ADJUDGED and DECREED as follows:

/ /

I

This Court has jurisdiction of the subject matter hereof and each of the parties consenting hereto. The Complaint states a claim upon which relief may be granted against the defendants under Section 1 of The Sherman Act (15 U.S.C. §1).

II

As used in this Final Judgment:

- (A) "Person" means any individual, corporation, partnership, firm, association or other business or legal entity;
- (B) "Salt Lake City Market" means the area encompassing the State of Utah, eastern Nevada, southeastern Idaho and southwestern Wyoming.

III

The provisions of this Final Judgment apply to each of the consenting defendants and to their officers, directors, agents, employees, subsidiaries, successors and assigns, and to all other persons in active concert or participation with any of them, who shall have received actual notice of this Final Judgment by personal service or otherwise.

IV

Each consenting defendant is enjoined and restrained from entering into, adhering to, maintaining, furthering, enforcing or claiming any right under any contract, agreement, understanding, plan or program with any person, directly or indirectly to:

- (A) Fix, determine, establish, maintain, raise, stabilize, or adhere to prices, quotations, discounts, or other terms or conditions for the purchase of eggs from or sale to any third person;

1 (B) Communicate to or exchange with any other person
2 purchasing or selling eggs any information
3 concerning any actual or proposed price, quotation,
4 price change, discount, delivery or processing
5 charge, or other term or condition of sale at
6 which eggs are to be, or have been, purchased
7 from or sold to any third person;

8 (C) Allocate with any other person or persons
9 purchasing or selling eggs in the Salt Lake City
10 Market the areas from or in which, or accounts
11 from or to which, each such person should or will
12 purchase or sell eggs.

13 V

14 Nothing in Section IV hereof shall prohibit the
15 communication of necessary information, including prices
16 and quotations, by a consenting defendant (1) to a purchaser
17 or seller of eggs (whether a defendant or not) in the course
18 of, and related to, negotiating for, entering into, or
19 carrying out a bona fide purchase or sale transaction between
20 such defendant and such other person; (2) to the United
21 States Department of Agriculture, or its agents or employees;
22 (3) to any State agency; or (4) to any private organization
23 which collects said information and disseminates it to the
24 public in a composite form without identifying information
25 gathered from any particular source.

26 VI

27 Each consenting defendant is ordered and directed to:

28 (A) Serve within sixty (60) days after the entry of
29 this Final Judgment a copy of this Final Judgment
30 upon each of its officers and directors and upon
31 each of its employees and agents who have any
32 responsibility for the purchase, sale or pricing

1 of eggs;

- 2 (B) Serve a copy of this Final Judgment upon each
3 successor to an officer, director, employee, or
4 agent described in Paragraph (A) of this Section,
5 within sixty (60) days after the succession occurs;
- 6 (C) Within ninety (90) days after the entry of this
7 Final Judgment, file with the Court and serve
8 upon the plaintiff affidavits concerning the
9 fact and manner of compliance with Paragraph (A)
10 of this Section; and
- 11 (D) Obtain, and retain in its files, from each
12 officer, director, employee and agent served with
13 a copy of this Final Judgment pursuant to
14 Paragraph (A) or Paragraph (B) of this Section,
15 a signed statement evidencing each such person's
16 receipt of a copy of this Final Judgment.

17 VII

18 Each consenting defendant shall require, as a condition
19 of the sale or other disposition of all, or substantially all,
20 of its total assets of its egg business, that the acquiring
21 party agree to be bound by the provisions of this Final
22 Judgment. The acquiring party shall file with the Court,
23 and serve upon the plaintiff, its consent to be bound by this
24 Final Judgment.

25 VIII

26 (A) For the purpose of determining or securing compliance
27 with this Final Judgment:

28 (1) Duly authorized representatives of the
29 Department of Justice shall, upon written request of the
30 Attorney General or the Assistant Attorney General in charge
31 of the Antitrust Division, and on reasonable notice to a
32 consenting defendant made to its principal office, be per-

mitted, subject to any legally recognized privilege:

(a) Access during the office hours of such defendant to inspect and copy all books, ledgers, accounts, correspondence, memoranda, and other records and documents in the possession or under the control of the defendant relating to any matters contained in this Final Judgment; and

(b) Subject to the reasonable convenience of such defendant and without restraint or interference from it, to interview officers, directors, agents, servants or employees of the defendant, who may have counsel present, regarding any such matters.

(2) Any consenting defendant, upon written request of the Attorney General or the Assistant Attorney General in charge of the Antitrust Division made to its principal office, shall submit such reports in writing, under oath if requested, with respect to any of the matters contained in this Final Judgment as may from time to time be requested.

(B) No information or documents obtained by the means provided in this Paragraph VIII shall be divulged by any representative of the Department of Justice to any person other than a duly authorized representative of the Executive Branch of the United States, except in the course of legal proceedings to which the United States is a party, or for the purpose of securing compliance with this Final Judgment, or as otherwise required by law.

(C) If at the time information or documents are furnished by a defendant to plaintiff, the defendant represents and identifies in writing the material in any such information or documents which is of a type described in Rule 26(c)(7) of the Federal Rules of Civil Procedure, and the defendant marks each pertinent page of such material, "Subject to Claim

1 of Protection under the Federal Rules of Civil Procedure,"
2 then ten (10) days notice shall be given by plaintiff to the
3 defendant prior to divulging such material in any legal
4 proceeding (other than a Grand Jury proceeding) to which the
5 defendant is not a party.

6 IX

7 Jurisdiction is retained by this Court for the purpose
8 of enabling any of the parties to this Final Judgment to
9 apply to this Court at any time for such further orders or
10 directions as may be necessary or appropriate for the
11 construction or carrying out of this Final Judgment, for
12 the modification of any of the provisions hereof, for the
13 enforcement of compliance herewith, and for the punishment
14 of violations hereof.

15 X

16 This Final Judgment shall be in full force and effect
17 for a period of ten (10) years from the date of entry.

18 XI

19 Entry of this Final Judgment is in the public interest.

20 DATED: July 28, 1980

21
22
23 /s/ Aldon J. Anderson

24 UNITED STATES DISTRICT JUDGE
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