

UNITED STATES DISTRICT COURT  
FOR THE MIDDLE DISTRICT OF TENNESSEE  
NASHVILLE DIVISION

UNITED STATES OF AMERICA,	}	
	}	
Plaintiff,	}	
	}	
vs.	}	Civil Action No. 7004
	}	
	}	
BLUE BELL, INC. and	}	
GENESCO, INC.,	}	
	}	
Defendants.	}	

JUDGMENT APPROVING AMENDED PLAN FOR RELIEF

Plaintiff, the United States of America, having filed its complaint herein on April 25, 1973, the issues having been tried beginning on May 20, 1974, the Court having filed its Memorandum Opinion and its Findings of Fact and Conclusions of Law herein on February 19, 1975, a post-trial hearing on relief having been held on March 28, 1975, Blue Bell, Inc. on April 1, 1976, having moved for leave to file an Amended Plan For Relief and a proposed final judgment, Plaintiff on April 13, 1976, having moved for entry of its proposed final judgment, the motions of both parties and the testimony of three witnesses in support of the Amended Plan For Relief of Blue Bell, Inc. having been heard on April 23, 1976, and the Court on June 1, 1976, having filed its Findings of Fact and Conclusions of Law Concerning Relief approving the Amended Plan For Relief submitted by Blue Bell, Inc.,

IT IS HEREBY ORDERED, ADJUDGED AND DECREED that:

1. This Court has jurisdiction of the subject matter hereto and the parties hereto.

2. The acquisition by Blue Bell, Inc. of two manufacturing plants located at Elkton and Tompkinsville, Kentucky, certain inventories and accounts receivable and certain other assets of Genesco, Inc. pursuant to an agreement dated July 12, 1972, is found by the Court to have violated Section 7 of the Clayton Act, 15 U.S.C. Sec. 18.

3. The Amended Plan for Relief submitted by Blue Bell, Inc. and filed on April 1, 1976 is hereby approved.

4. Blue Bell, Inc. shall take all steps necessary and useful to the carrying out of said Amended Plan For Relief as therein set forth and shall report to the Court at the end of twelve months as to its compliance with this judgment.

Dated: Nashville, Tennessee  
June 16, 1976.

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United States District Judge

UNITED STATES DISTRICT COURT  
FOR THE MIDDLE DISTRICT OF TENNESSEE  
NASHVILLE DIVISION

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UNITED STATES OF AMERICA, :  
 :  
Plaintiff, :  
 : Civil Action No. 7004  
v. :  
 :  
BLUE BELL, INC. and :  
GENESCO, INC., :  
 :  
Defendants. :  
----- x

AMENDED PLAN FOR RELIEF

In accordance with the Order of this Court  
filed April 1, 1975, defendant Blue Bell, Inc. ("Blue Bell")  
submits the following amended plan for relief:

1. Blue Bell shall sell to First National  
Company, a wholly-owned subsidiary of Washington Industries,  
Inc., the manufacturing plant located at Elkton, Kentucky  
and its related machinery and equipment in accordance with  
the attached contract of sale.
2. Within a period of twelve months from the  
entry of a final order approving this Plan, Blue Bell shall  
either (i) divest itself of the manufacturing plant located  
at Tompkinsville, Kentucky and its related machinery and  
equipment or (ii) convert such plant to the manufacture of  
products other than industrial rental garments. In the  
event of (ii) above, such plant shall not be used for the  
manufacture of industrial rental garments for a period of  
not less than five (5) years after such conversion.

3. Blue Bell is enjoined and restrained for a period of ten (10) years from the date of entry of this Final Judgment from acquiring, directly or indirectly, any interest in or any of the assets (except products sold in the ordinary course of business), business, goodwill, or capital stock of any person engaged in the United States in the manufacture and sale of industrial rental garments to rental laundries, except with the prior approval of the plaintiff, or failing such approval, with the prior approval of the Court upon a showing by Blue Bell that the effect of such acquisition will not be substantially to lessen competition or to tend to create a monopoly in the manufacture and sale of industrial rental garments to rental laundries. The terms of this paragraph shall not apply to any such acquisition if the total dollar sales of industrial rental garments to rental laundries from the acquired company, assets, business or interest were less than \$250,000 in the year preceding the acquisition and if the total of such sales accounted for by all such acquisitions during the immediately preceding five years total less than \$750,000.

Dated: Nashville, Tennessee  
April 1, 1976

Respectfully submitted,

CARMACK COCHRAN  
MARTIN & COCHRAN  
226 Third Avenue, North  
Nashville, Tennessee 37201

ROY H. STEYER  
RICHARD E. CARLTON  
CARROLL E. NEESEMAN  
SULLIVAN & CROMWELL  
48 Wall Street  
New York, New York 10005

Attorneys for Defendant  
Blue Bell, Inc.