

EXHIBIT B

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA**

UNITED STATES OF AMERICA

Plaintiff,

v.

LUCASFILM LTD.

Defendant.

Case: 1:10:-cv-02220
Assigned To: Walton, Reggie B.
Assign. Date: 12/21/2010
Description: Antitrust

**CERTIFICATE OF COMPLIANCE WITH PROVISIONS OF THE ANTITRUST
PROCEDURES AND PENALTIES ACT**

Plaintiff United States of America, by the undersigned attorney, hereby certifies that, in compliance with the Antitrust Procedures and Penalties Act, 15 U.S.C. § 16(b)-(h) (“APPA” or “Tunney Act”), the following procedures have been followed in preparation for the entry of Final Judgment in the above-captioned matter:

1. The United States and Defendant stipulated to the entry of the proposed Final Judgment on December 21, 2010 and December 16, 2010, respectively, and this stipulation was filed with the Court on December 21, 2010.
2. The proposed Final Judgment was filed with the Court on December 21, 2010.
3. The Competitive Impact Statement was filed with the Court on December 21, 2010.
4. The proposed Final Judgment and Competitive Impact Statement were published in the *Federal Register* on December 28, 2010, *see* 75 Fed. Reg. 81,651 (2010).

5. A summary of the terms of the proposed Final Judgment was published in the *Washington Post*, a newspaper of general circulation in the District of Columbia, for seven consecutive days beginning on December 25, 2010, and ending on December 31, 2010.

6. Copies of the proposed Final Judgment and Competitive Impact Statement were furnished to all persons requesting them and made available on the Antitrust Division's Internet site.

7. As required by 15 U.S.C. § 16(g), Defendant filed with the Court a description of written or oral communications by or on behalf of the Defendant, or any other person, with any officer or employee of the United States concerning the proposed Final Judgment.

8. The sixty-day comment period prescribed by 15 U.S.C. § 16(b) and (d) for the receipt and consideration of written comments, during which the proposed Final Judgment could not be entered, ended on March 1, 2011.

9. The United States received three comments on the proposed Final Judgment. The United States filed its Response to Public Comments and the comments themselves with this Court on April 15, 2011. The United States published the Response and the comments in the Federal Register on April 28, 2011, *see* 76 Fed. Reg. 23,839 (2011).

10. The parties have now satisfied all the requirements of the Antitrust Procedures and Penalties Act, 15 U.S.C. § 16(b)-(h), as a condition for entering the proposed Final Judgment, and it is now appropriate for the Court to make the necessary public interest determinations required by 15 U.S.C. § 16(e) and to enter the proposed Final Judgment.

Dated: May 9, 2011

Respectfully submitted,

/s/

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