

UNITED STATES OF AMERICA

v.

EAGLE BUS MANUFACTURING, INC.

CIVIL ACTION No. B-91-171

CONSENT AND UNDERTAKING

(1) The defendant, Eagle Bus Manufacturing, Inc., without admitting or denying the allegations of the Complaint, solely for the purpose of this proceeding and for no other purpose whatsoever:

- (i) admits the jurisdiction of this Court over the subject matter of this action;
- (ii) admits the service upon it of the Summons and Complaint in this action;
- (iii) waives the filing of an Answer;
- (iv) waives the making of any Findings of Fact and Conclusions of Law under Rule 52 of the Federal Rules of Civil procedure;
- (v) enters an appearance in this action; and
- (vi) hereby consents to the entry of the attached Final Judgment of Permanent Injunction without further notice.

(2) The defendant, Eagle Bus Manufacturing, Inc., hereby waives any right it may have to appeal from the entry of the Final Judgment of Permanent Injunction in the form [that follows].

(3) The defendant, Eagle Bus Manufacturing, Inc., has cooperated completely with the Department of Justice in a criminal investigation arising from the circumstances described in the Complaint filed herein, and will continue to so cooperate. The Department of Justice has agreed that, in the event neither Eagle Bus Manufacturing, Inc., nor its parent corporation Greyhound Lines, Inc. shall violate the Foreign Corrupt Practices Act of 1977 [15 U.S.C. § 78dd *et seq.*] during the period of the following three years, the Department of Justice will not object to the defendant's

subsequent motion to dissolve the permanent injunction.

(4) The defendant, Eagle Bus Manufacturing, Inc., enters into this Consent and Undertaking voluntarily, and no promise or threat of any kind whatsoever has been made by the United States of America or any officer, agent, or representative thereof to induce Eagle Bus Manufacturing, Inc. to enter into this Consent and Undertaking.

(5) The defendant, Eagle Bus Manufacturing, Inc., further consents and agrees that this Consent and Undertaking shall be incorporated by reference in the Final Judgment of Permanent Injunction, in the form attached hereto as Exhibit I to be entered by the Court in this action, and further agrees that the Court shall retain jurisdiction in this matter for all purposes.

EAGLE BUS MANUFACTURING, INC.

By: Frank J. Schmieder
President

Peter J. Romatowski, Esq.
Crowell & Moring
1001 Pennsylvania Ave., N.W.
Washington, D.C. 20004
(202) 624-2745
Attorney for Defendant
Eagle Bus Manufacturing, Inc.

On this 27th day of September, 1991, before me personally came Frank J. Schmieder, who executed the foregoing Consent and Undertaking on behalf of Eagle Bus Manufacturing, Inc., and he being by me duly sworn did depose and say he is the president of Eagle Bus Manufacturing, Inc., and has been duly and properly authorized and empowered to make, execute, and deliver the foregoing Consent and Undertaking on behalf of Eagle Bus Manufacturing, Inc.

Notary Public

**IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
BROWNSVILLE DIVISION**

UNITED STATES OF AMERICA)

v.)

EAGLE BUS MANUFACTURING, INC.)

IN WITNESS WHEREOF, I have hereunto signed my name as Secretary and affixed the Seal of said Corporation this 10th day of September, 1991.

Secretary)

IN THE UNITED STATES DISTRICT COURT FOR THE SOUTHERN DISTRICT OF TEXAS BROWNSVILLE DIVISION

CIVIL ACTION No. B-91-171

CERTIFIED COPY OF RESOLUTIONS

Upon motion duly made by Director Schmieder, seconded by Director Doyle, and unanimously carried by the affirmative vote of all of the directors present, the following resolutions were adopted:

RESOLVED, that this Corporation, expecting to be named as a defendant in a civil action brought by the United States of America in the United States District Court for the Southern District of Texas in the United States of America, consents to a settlement of that action encompassing the entry of a Final Judgment of Permanent Injunction Against Eagle Bus Manufacturing, Inc. and the execution of a Consent and Undertaking in substantially the form reviewed by this Board of Directors at this meeting; and

RESOLVED FURTHER, that the president of this Corporation, be, and he hereby is, authorized to execute such Consent and Undertaking of Eagle Bus Manufacturing, Inc. on behalf of this Corporation substantially in such form as reviewed by this Board of Directors at this meeting.

CERTIFICATION

I hereby certify that I am the duly elected Secretary of Eagle Bus Manufacturing, Inc.; that the foregoing is a full, true, and correct copy of resolutions duly adopted by the Board of Directors of said Corporation at a meeting thereof duly held at the office of the Corporation in Santa Fe, New Mexico, in the United States of America, and have not been rescinded or revoked; and that the foregoing resolutions are not contrary to any provision in the Articles of Incorporation or By-Laws of Eagle Bus Manufacturing, Inc.

UNITED STATES OF AMERICA)

v.)

EAGLE BUS MANUFACTURING, INC.)

CIVIL ACTION No. B-91-171

FINAL JUDGMENT OF PERMANENT INJUNCTION

Plaintiff United States of America having duly commenced this action by filing its Complaint for Permanent Injunction and ancillary relief [Complaint], and defendant Eagle Bus Manufacturing, Inc., having appeared and admitted to the jurisdiction of this Court over it and over the subject matter of this action; having waived the making of any findings of fact or conclusions of law; before the taking of any testimony and without trial, argument, or adjudication of any issue of fact or law herein; without admitting or denying the allegations of the Complaint; having consented to the entry of this Final Judgment of Permanent Injunction; and having entered into certain undertakings contained in the Consent and Undertaking annexed hereto and incorporated herein, it is hereby

ORDERED, ADJUDGED, AND DECREED that Eagle Bus Manufacturing, Inc., its officers, agents, servants, employees, successors, assigns, attorneys in fact, affiliates and subsidiaries, and those persons in active concert or participation with them, and each of them, are hereby permanently restrained and enjoined from violating Sections 104(a)(1), (2) and (3) of the

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