

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

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UNITED STATES OF AMERICA,	)	
	)	
Plaintiff,	)	Civil Action No.
	)	
v.	)	
	)	
AERO LIMITED PARTNERSHIP,	)	
	)	
Defendant.	)	
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STIPULATION

It is stipulated by and between the undersigned parties, 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the Court's own motion, and without further notice to any party or other proceedings, provided that plaintiff has not withdrawn its consent, which it may do at any time before the entry of the proposed Final Judgment by serving notice thereof on defendant and by filing that notice with the Court.

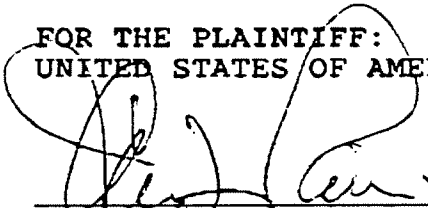
2. Defendant waives any objection to venue or jurisdiction for purposes of the proposed Final Judgment.

3. This Stipulation and the Final Judgment to which it relates are for settlement purposes only and do not constitute an admission by defendant in this or any other proceeding that Section 7A of the Clayton Act, 15 U.S.C. § 18a, or any other provision of law has been violated.

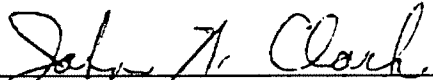
4. In the event plaintiff withdraws its consent or if the proposed Final Judgment is not entered pursuant to this Stipulation, this Stipulation shall be of no effect whatever and the making of this Stipulation shall be without prejudice to any party in this or any other proceeding.

Dated:

FOR THE PLAINTIFF:  
UNITED STATES OF AMERICA

  
\_\_\_\_\_  
James F. Rill  
Assistant Attorney General

\_\_\_\_\_  
Burney P. Clark

  
\_\_\_\_\_  
John W. Clark

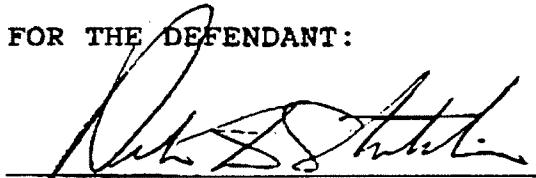
\_\_\_\_\_  
Evangelina M. Almirantearena

\_\_\_\_\_  
Mark C. Schechter

\_\_\_\_\_  
Roger W. Fones

Attorneys  
U.S. Department of Justice  
Antitrust Division  
Room 9802  
555 4th St., N.W.  
Washington, D.C. 20530  
202-307-0892

FOR THE DEFENDANT:

  
\_\_\_\_\_  
Peter D. Standish  
Weil, Gotshal & Manges  
767 5th Avenue  
New York, NY 10153

Attorney for Defendant  
Aero Limited Partnership

IN THE UNITED STATES DISTRICT COURT  
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UNITED STATES OF AMERICA,		)	
	Plaintiff,	)	Civil Action No.
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		)	
AERO LIMITED PARTNERSHIP,		)	
	Defendant.	)	
		)	
_____		)	

FINAL JUDGMENT

The United States of America, plaintiff, having commenced this action by filing its Complaint herein for violation of Section 7A of the Clayton Act, commonly known as the Hart-Scott-Rodino Antitrust Improvements Act of 1976, and plaintiff and defendant, by their respective attorneys, having consented to the entry of this Final Judgment without trial or adjudication of any issue of fact or law herein and without this Final Judgment constituting any evidence against or an admission by the defendant with respect to any allegation of the Complaint;

NOW, THEREFORE, before the taking of any testimony 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:

1. This Court has jurisdiction of the subject matter of this action and of each of the parties consenting hereto. The

Complaint states a claim upon which relief may be granted against the defendant under Section 7A of the Clayton Act, 15 U.S.C. § 18a;

2. This Final Judgment applies to the defendant and its successors and assigns;

3. Judgment hereby is entered in favor of the plaintiff, United States of America, and against the defendant, Aero Limited Partnership, and the defendant shall pay to the United States, pursuant to Section 7A(g)(1) of the Clayton Act, 15 U.S.C. § 18a(g)(1), a civil penalty in the amount of \$1,125,000, due and payable within 15 days from the date of the entry of this Final Judgment. Payment shall be made by cashier's check payable to the United States Treasury;

4. In the event of a default in payment, interest at the rate of \_\_\_ percent per annum shall accrue thereon from the date of default to the date of payment; and

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

Dated:

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United States District Judge