The Department of Justice will receive, for a period of thirty (30) days from the date of this publication, comments relating to the proposed consent decree. Comments should be addressed to the Assistant Attorney General for the Environment and Natural Resources Division, Department of Justice, Washington, D.C. 20530, and should refer to *United States* v. *Amtel, Inc., et al.,* DOJ Ref. #90–11–2–475.

The proposed consent decree may be examined at the office of the United States Attorney, 1000 Washington Street, 203 Federal Building, Bay City, Michigan 48707; the Region 5 Office of the Environmental Protection Agency, 77 West Jackson Boulevard, Chicago, Illinois 60604; and at the Consent Decree Library, 1120 G Street, N.W., 4th Floor, Washington, D.C. 20005, (202) 624–0892. A copy of the proposed consent decree may be obtained in person or by mail from the Consent Decree Library, 1120 G Street, N.W., 4th Floor, Washington, D.C. 20005. In requesting a copy please refer to the referenced case and enclose a check in the amount of $4.75 (25 cents per page reproduction costs), payable to the Consent Decree Library.

Joel M. Gross,

Chief, Environment and Natural Resources Division.

[FR Doc. 96–3395 Filed 2–14–96; 8:45 am]

BILLING CODE 4410–01–M

Notice of Lodging of Consent Decree Pursuant to the Comprehensive Environmental Response, Compensation, and Liability Act of 1980

Notice is hereby given that on February 1, 1996, a proposed Consent Decree in *United States* v. *Estate of Richard R. Christopherson,* Civil Action No. C96–0166C (W.D. Washington), was lodged with the United States District Court for the Western District of Washington. This Consent Decree resolves the United States' claims in this action against the Estate of Richard R. Christopherson (''Estate'') regarding its liability under Section 107(a) of CERCLA, 42 U.S.C. § 9607(a), for response costs incurred or to be incurred by the United States in connection with the Advance Electroplating Site in Seattle, Washington.

The Decree requires, *inter alia,* that the Estate reimburse the United States' response costs in the amount of $100,000 plus interest through the date of payment. In addition, the Decree requires the Estate to take certain steps in an effort to market and sell specified real property and to pay to the United States, for deposit in the Superfund, eighty percent of the proceeds of any such sale. The Decree grants to the Estate the contribution protection afforded by Section 113(f)(2) of CERCLA, 42 U.S.C. § 9613(f)(2). The Decree also contains a reopener that permits the United States, in certain situations, to institute additional proceedings to require that this defendant perform further response actions or to reimburse the United States for additional costs of response.

The Department of Justice will receive comments relating to the proposed Consent Decree for a period of thirty (30) days from the date of this publication. Comments should be addressed to the Assistant Attorney General of the Environment and Natural Resources Division, Department of Justice, Washington, D.C. 20530, and should refer to *United States* v. *Estate of Richard R. Christopherson,* D.O.J. No. 90–11–2–1116A.

The proposed Consent Decree may be examined at the Office of the United States Attorney for the Western District of Washington, 800 Fifth Avenue, Suite 3600, Seattle, Washington, 98104–3190; the Region 10 Office of the Environmental Protection Agency, 1200 Sixth Avenue, Seattle, Washington 98101; and at the Consent Decree Library, 1120 G Street, N.W., 4th Floor, Washington, D.C. 20005 (Tel: 202–624–0892). A copy of the proposed Consent Decree may be obtained in person or by mail from the Consent Decree Library, 1120 G Street, N.W., 4th Floor, Washington, D.C. 20005. In requesting a copy, please enclose a check in the amount of $7.75 (25 cents per page reproduction cost) payable to Consent Decree Library.

Joel Gross,

Chief, Environmental Enforcement Section, Environment & Natural Resources Division.

[FR Doc. 96–3397 Filed 2–14–96; 8:45 am]

BILLING CODE 4410–01–M

Antitrust Division

United States v. Computer Associates International, Inc. and Legent Corporation, Civ. No. 1:95CV01398 (TPJ) (D. D.C.); Response of the United States to Public Comments Concerning the Proposed Final Judgment

Pursuant to section 2(d) of the Antitrust Procedures and Penalties Act, 15 U.S.C. § 16(d), the United States publishes below the written comments received on the proposed Final Judgment in *United States* v. *Computer Associates International, Inc. and Legent Corporation,* Civil Action No. 1:95CV01398 (TPJ), United States District Court for the District of Columbia, together with its response thereto.

Copies of the written comments and the response are available for inspection and copying in Suite 200 of the Antitrust Division, United States Department of Justice, 325 Seventh Street, N.W., Washington, D.C. 20530 (telephone 202/514–2481) and for inspection at the Office of the Clerk of the United States District Court for the District of Columbia, Third Street & Constitution Avenue, NW., Washington, D.C. 20001.

Constance K. Robinson,

Director of Operations.

Response of the United States to Public Comments

Pursuant to the Antitrust Procedures and Penalties Act (''APPA'' or ''TUNNEY Act''), 15 U.S.C. § 16(b)–(h), the United States is filing this Response to public comments it has received relating to the proposed Final Judgment in this civil antitrust proceeding. The United States has carefully reviewed the public comments on the proposed Final Judgment and continues to believe that entry of the proposed Final Judgment will be in the public interest. After the comments and this Response have been published in the Federal Register, under 15 U.S.C. § 16(d), the United States will move the Court to enter the proposed Final Judgment.

This action began on July 28, 1995, when the United States filed a Complaint charging that the acquisition of Legent Corporation (''Legent'') by Computer Associates International, Inc. (''CA'') would violate Section 7 of the Clayton Act, 15 U.S.C. § 18. The Complaint alleges that the acquisition would eliminate significant competition between CA and Legent in five markets for systems management software used with mainframe computers that work with the VSE operating system: VSE tape management software; VSE disk management software; VSE security software; VSE job scheduling software; and VSE automated operations software. In addition, the Complaint alleges that the transaction would substantially lessen competition in the market for ''cross-platform'' systems management software, used in computer installations where a mainframe computer is linked together with other types of computer ''platforms'' (such as midrange computers or networks of workstations or personal computers).

Simultaneously with filing the Complaint, the United States filed a

proposed Final Judgment and a Stipulation signed by the defendants consenting to the entry of the proposed Final Judgment, after compliance with the requirements of the APPA.

Pursuant to the APPA, the United States filed a Competitive Impact Statement (''CIS'') on August 18, 1995. The defendants filed a Submission Pursuant to 15 U.S.C. § 16(g) of the APPA, on August 11, 1995. A summary of the terms of the proposed Final Judgment and CIS, and directions for the submission of written comments relating to the proposal, were published in *The Washington Post* for 7 days from September 3, 1995 through September 9, 1995. The proposed Final Judgment and CIS were published in the Federal Register on September 8, 1995. 60 Fed. Reg. 46861–46870 (1995). The 60 day period for public comments began on September 8, 1995 and expired on November 7, 1995. The United States has received three comments, which are attached as Exhibits 1–3.

I. Background

The proposed Final Judgment is the culmination of an intensive two-month investigation of the proposed acquisition of Legent by CA. The Government interviewed 55 customers and 14 competitors, who would have been affected by the proposed acquisition in various product lines. In addition, the Government issued 49 Civil Investigative Demands (''CIDs'') and reviewed over 950 boxes of documents in connection with this investigation.

At the conclusion of its investigation, the Government determined that the proposed acquisition violated the Clayton Act. The Government challenged the proposed acquisition and negotiated a proposed Final Judgment with the defendants that adequately resolves its competitive concerns.

II. The Legal Standard Governing the Court's Public Interest Determination

When the United States proposes an antitrust consent decree, the Tunney Act requires the Court to determine whether ''the entry of such judgment is in the public interest.'' 15 U.S.C. § 16(e) (1988). As the D.C. Circuit explained, however, the purpose of a Tunney Act proceeding ''is not to determine whether the resulting array of rights and liabilities 'is one that will *best* serve society,' but only to confirm that the resulting settlement is 'within the *reaches* of the public interest.' '' *U.S.* v. *Microsoft Corp.*, 56 F.3d 1448, 1460 (D.C. Cir. 1995) (emphasis in original); *accord*, *United States* v. *Western Elec. Co.*, 993 F.2d 1572, 1576 (D.C. Cir.), *cert. denied*, 114 S. Ct. 487 (1993); *see also United States* v. *Bechtel*, 648 F.2d 660, 666 (9th Cir.), *cert. denied*, 454 U.S. 1083 (1981); *United States* v. *Gillette Co.*, 406 F. Supp. 713, 716 (D. Mass 1975).[1] Hence, a court should not reject a decree ''unless 'it has exceptional confidence that adverse antitrust consequences will result—perhaps akin to the confidence that would justify a court in overturning the predictive judgments of an administrative agency.' '' *Microsoft*, 56 F.3d at 1460 (quoting *Western Elec.*, 993 F.3d at 1577).

Tunney Act review is confined to the terms of the proposed decree and their adequacy as remedies for the violations alleged in the Complaint. *Microsoft*, 56 F.3d at 1459. The Tunney Act does not contemplate evaluating the wisdom or adequacy of the Government Complaint or considering what relief might be appropriate for violations that the United States has not alleged. *Id.* Nor does it contemplate inquiring into the Government's exercise of prosecutorial discretion in deciding whether to make certain allegations. To the extent that comments raise issues not charged in the Complaint, those comments are irrelevant to the court's review. *Id.* at 1460. The Court's inquiry here is whether the relief sought in the markets of concern in the Complaint has been tailored to maintain the level of competition that existed in those markets prior to the acquisition.

It is not the function of the Tunney proceeding ''to make [a] de novo determination of facts and issues'' but rather ''to determine whether the Government's explanations were reasonable under the circumstances'' for ''[t]he balancing of competing social and political interests affected by a proposed antitrust decree must be left, in the first instance, to the discretion of the Attorney General.'' *Western Elec.*, 993 F.2d at 1577 (internal quotations omitted). Courts have consistently refused to consider ''contentions going to the merits of the underlying claims and defenses.'' *Bechtel*, 648 F.2d at 666.

In addition, no third party has a right to demand that the Government's proposed decree be rejected or modified simply because a different decree would better serve its private interests. For, as this Circuit has emphasized, unless the ''decree will result in positive injury to third parties,'' a district court ''should not reject an otherwise adequate remedy simply because a third party claims it could be better served.'' *Microsoft*, 56 F.3d at 1461 n.9.[2] The United States—not a third party—represents the public interest in Government antitrust cases. *See e.g.*, *Bechtel*, 648 F.2d at 660, 666; *United States* v. *Associated Milk Products*, 534 F.2d 113, 117 (8th Cir.), *cert. denied*, 429 U.S. 940 (1976).

III. Entry of the Proposed Final Judgment is in the Public Interest

Entry of the proposed Final Judgment in this case is clearly within the reaches of the public interest under the standards articulated in *Microsoft* and other decided cases. The proposed Final Judgment resolves the competitive concerns that led to the filing of this case as to each of the five VSE systems management product markets and the cross-platform systems management software market identified in the Complaint.

IV. Response to Public Comments

We received only three comments, one from a customer, one from a competitor, and one from a former Legent employee.

A. Comment of Pete Clark (Exhibit 1)

Pete Clark, a VSE customer, submitted a comment expressing concerns as to: (1) Whether certain Legent products apart from the five named in the proposed Final Judgment (the ''Subject Software Products,'' as defined in paragraph II.H. of the proposed Final Judgment, hereafter referred to as the ''subject products'') should also be included within the scope of relief; (2) the adequacy of CA licensing, rather than completely divesting, the subject products as an effective remedy to the competitive harm posed by CA's acquisition of Legent; and (3) the adequacy of provisions of the proposed Final Judgment aimed at helping a licensee recruit and hire former Legent personnel responsible for development of the subject products.

1. Product Coverage

Mr. Clark believes that six additional Legent products should also be covered by the proposed Final Judgment because of their close relationship in functionality to two of the subject products—FAQS/PCS, for VSE automated job scheduling, and FAQS/ASO, for VSE automated operations. Mr. Clark appears not to regard the six

[1] The *Western Elec.* decision involved a consensual modification of an antitrust decree. The Court of Appeals assumed that the Tunney Act standards were applicable in that context.

[2] *Cf. United States* v. *Associated Milk Producers, Inc.*, 534 F.2d 113, 116 n.3 (8th Cir.), *cert. denied*, 429 U.S. 940 (1976) (''The cases unanimously hold that a private litigant's desire for [the] *prima facie* effect [of a litigated government judgment] is not an interest entitling a private litigant to intervene in a government antitrust case.'').

additional products as constituting markets of competitive concern apart from the markets alleged in the Complaint and addressed in the proposed Final Judgment, in which case, his criticism would not be cognizable. *Microsoft,* 56 F.3d at 1459. Rather, he asserts that being able to market the six products is important to the competitive viability of the eventual licensee of FAQS/PCS and FAQS/ASO in the markets for job scheduling software and automated operations software respectively.

In defining relevant markets and evaluating competitive capabilities of firms in the markets, the Government considered the possible effects of CA's acquisition of Legent with reference to many products and combinations of products marketed by either of the parties, including Mr. Clark's six candidates for coverage by the proposed Final Judgment. Our investigation did not, however, support Mr. Clark's view that a vendor's success or effectiveness in marketing FAQS/PCS or FAQS/ASO depends on its ability also to market any of the six additional products.

To whatever extent that it might be useful for users of FAQS/PCS or FAQS/ASO to also have access to any of Mr. Clark's six products, those products are likely to continue to be available in the marketplace. Having acquired Legent, CA now supplies the six products as well as FAQS/PCS and FAQS/ASO. If Mr. Clark is correct about the existence of valuable functional inter-relationships among these products, CA should have the same incentives to continue marketing all of them as Legent had before CA's acquisition of it, and customers will have the same access to them.

In addition, a licensee of CA under the proposed Final Judgment may, to the extent it deems necessary, seek licenses from CA as to any of the six products. Where appropriate, such additional licenses may be facilitated by application of paragraph II.H.2. of the proposed Final Judgment, which defines ''subject software product'' to include ''all optional modules, add-ons, enhancements and software customization sold or distributed to customers for use with the Subject Software Product.''

The overriding objective of the proposed Final Judgment is to ensure that the contemplated licenses will result in the establishment of a viable and effective new competitor in the markets where competition would otherwise be reduced substantially by CA's acquisition of Legent. Pursuant to paragraphs IV.A.8. and IV.C.2. of the proposed Final Judgment, the Government has the responsibility to determine, in its sole discretion, whether this objective is satisfied. The Government will be monitoring the license negotiation process and the scope of the proposed licenses carefully in exercising this responsibility. Moreover, the proposed Final Judgment, at paragraph IV.C.6., gives the Government the right to seek additional relief should a Court-appointed trustee's efforts to license the subject products fail to produce, to the satisfaction of the Government, an effective new competitor in any of the relevant markets. The Court is then authorized to enter additional orders ''as it shall deem appropriate in order to carry out the purpose of the trust * * *.'' *Id.*

2. Adequacy of Licensing Remedy

Mr. Clark's general assertion that complete and total divestiture is the only means of effectively addressing the competitive concerns posed by CA's acquisition of Legent is unfounded. While Mr. Clark notes specific issues pertinent to the fashioning of appropriate relief in this case, all of his points had been fully anticipated and considered by the Government, and all have been addressed in the proposed Final Judgment with measures aimed at ensuring the establishment of an effective competitor for each of the subject products.

For example, Mr. Clark correctly points out the importance of ensuring that any new marketer of the subject products acquires not merely the right to sell the product but also capabilities to provide competitive levels of customer support and to engage in sufficient levels of product research and development necessary for long-term competitive viability. With respect to these points, various provisions of the proposed Final Judgment require CA to provide a licensee with all the software codes, specifications, development tools, and other information or know-how needed to compete effectively in terms of product support and development. Paragraph II.H. of the proposed Final Judgment. In addition, the proposed Final Judgment provides the licensee with the opportunity and assistance of CA to recruit and hire former Legent product development and technical support personnel retained by CA after acquiring Legent. Paragraph IV.B. 4–5. of the proposed Final Judgment.

In any event, as noted above, paragraph VI.C.6 of the proposed Final Judgment permits the Government to seek additional relief consistent with the purpose of the proposed Final Judgment, if that proves to be necessary. In such case, the Court is authorized to enter additional orders as appropriate, ''which shall, if necessary, include disposing of any or all assets of the Subject Software Product businesses, including Customer contracts and/or software assets * * *.'' *Id.*

3. Access to Developers

Mr. Clark raised concerns that provisions of the proposed Final Judgment requiring CA to assist licensee recruitment of former Legent personnel are overly restrictive in applying only to individuals whose job duties related to development or technical support of the subject products as of the date on which the proposed Final Judgment was filed. Mr. Clark suggested that prior to filing of the proposed Final Judgment many Legent employees with relevant product development expertise were transferred to other assignments to avoid subjecting them to the provisions of the proposed Final Judgment governing licensee recruitment.

The proposed Final Judgment, at paragraph VI, prohibits CA from taking any action that would thwart the disposition of the Subject Software Products or undermine the Judgment's objectives. Thus, the proposed Final Judgment already addresses Mr. Clark's concern.

In any event, the Government investigated Mr. Clark's concerns, particularly in light of his suggestion that the parties may have engaged in conduct to frustrate a significant term of the proposed Final Judgment. Our investigation did not, however, substantiate Mr. Clark's concerns, and we are presently satisfied that expanding the scope of CA's obligations to assist in licensee recruitment efforts is not necessary. Moreover, nothing prevents any former Legent employees interested in working for a licensee—including employees not covered by the Judgment's recruitment terms—from seeking out the licensee and pursuing employment discussions without CA's assistance.

B. Comment of Syncsort, Inc. (Exhibit 2)

Syncsort, Inc. (''Syncsort'') submitted a comment expressing concerns that the proposed Final Judgment does not address a VSE systems management software product known as sort software, which is commonly used in connection with two of the subject products, disk and tape management software. Syncsort markets a sort software product that it sells in competition with a CA product. Legent does not have a sort software product, so CA's acquisition of Legent does not reduce current competitive choices for VSE sort products. However, Legent has

in the past cooperated with Syncsort by providing it with software interface information to help Syncsort develop a sort product that works well with Legent's disk and tape management products.

Syncsort believes that Legent's new owner, CA, being a competitor in sort software, will not have the incentives that Legent once had to cooperate with Syncsort; instead, CA may have incentives to try to disadvantage Syncsort by withholding information on future Legent interface developments and by making new versions of Legent's disk and tape management products increasingly less compatible with Syncsort's sort product. To address these concerns, Syncsort suggests that the proposed Final Judgment be modified to require CA and its licensee to maintain the levels of cooperation and interface information sharing that previously existed between Syncsort and Legent.

The issues raised by Syncsort are adequately addressed by the proposed Final Judgment. As noted before, the central purpose of the proposed Final Judgment is to enable another firm to step in Legent's place as a viable and effective competitor in the markets for the subject products. The accomplishment of this objective should alleviate Syncsort's concerns by establishing and maintaining an independent developer and marketer of tape and disk management software with which Syncsort could work to develop compatible sort software. There is little reason to suppose that Legent's competitive replacement would have any less incentives to cooperate with Syncsort on software interfaces than Legent had. To the extent that this interface cooperation confers significant marketplace advantages to the new supplier of the subject products, competitive pressures may compel CA itself to engage in such cooperation.

C. Comment of Brian W. Gore (Exhibit 3)

Brian W. Gore, a former employee of Legent, stated concerns similar to those of Pete Clark relating to the scope of the products that are the subject of the proposed Final Judgment. Although Mr. Gore identified different additional products for coverage than those named by Mr. Clark, his reasons in support of adding the products are similar to the views expressed by Mr. Clark. For the reasons previously stated in response to Mr. Clark's comments, the Government does not believe it appropriate or necessary to provide relief focusing on any of the products identified by Mr. Gore.

Mr. Gore also raised concerns similar to Mr. Clark's comments with respect to the primary requirement of the proposed Final Judgment that CA license with subject products rather than completely divest them. Again, the Government's previously stated response to Mr. Clark's comments is equally responsive to Mr. Gore's.

Lastly, Mr. Gore indicated that the proposed Final Judgment does not contain sufficient provision for actions against CA for violations of the proposed Final Judgment. Here, Mr. Gore's concerns appear largely to be based upon CA's terminations, previously brought to the Government's attention, of several former Legent employees associated with the subject products. The Government has thoroughly investigated these terminations and has concluded that they did not pose violations of any provisions of the proposed Final Judgment.

V. Conclusion

The Court should enter the proposed Final Judgment upon the Government's compliance with the APPA. The issue in this proceeding is whether the settlement is ''within the reaches of the public interest.'' *Microsoft,* 56 F.2d at 1460. Because the proposed decree is within the scope of the public interest, the Court should enter it after the Government's responses to the public comments are published in the Federal Register and the Government certifies compliance with the APPA and moves for entry of judgment.

Dated: February 1, 1996.

Respectfully submitted,

John F. Greaney, Weeun Wang, Minaksi Bhatt,

Attorneys, U.S. Department of Justice, Antitrust Division, 555 4th Street, N.W., Room 9901, Washington, D.C. 20001, Tel: 202/307–6200, Fax: 202/616–8544.

From: Pete Clark, Technical Support Manager, Olan Mills, Inc., P.O. Box 23456, Chattanooga, TN 37422

To: Judge Thomas Penfield Jackson, United States District Court for the District of Columbia, Washington, DC 20549

Weeum Wang, United States Department of Justice, Washington, DC 20549

Paku Kahn, Tennessee State Attorney General's Office, Nashville, TN

Christine Rosso, Illinois State Attorney General's Office, Chicago, IL 60601

Subject: Case # 1:95CV01398—Computer Associates/Legent Acquisition

The information following is a result of having read the Department of Justice Complaint, of having been gainfully employed in the VSE systems software arena for the last 30+ years, of having been a customer of both Legent and Computer Associates, and of having been immediately involved with this industry, its vendors, and its customers since the industry began.

Introduction

While it is somewhat presumptuous of myself to lay claim to being an expert in the field of VSE system software. It is perhaps more accurate to indicate that many users, many vendors (including Computer Associates and Legent) and many trade press persons have certainly labeled myself as ''the expert in the VSE systems software arena''.

I certainly have spent the last 30+ years in efforts to become proficient in the VSE systems software. In my 30+ years of employment, I have been involved in almost every position in a VSE data center. Operations, programming, system programming, education, systems design, system analysis and management are just a few of the areas. In addition to the preceding areas, I have taught various VSE-related college level courses, written many articles that have been published in national and international periodicals, have conducted many seminars for VSE user groups and VSE software vendors around the world and have done numerous private software/hardware consultations for both VSE vendors and users I have throughout the years written several modifications to the VSE operating system and/or vendor products that received wide spread adoption among users and these modifications have historically been incorporated into the facilities they were written for by the respective vendors.

The purpose of the preceding paragraph is simply to convince the court that I have sufficient knowledge of the VSE systems area to make valid, accurate observations that have merit.

I have several concerns with the Department of Justice Final Judgment, Civil Action Number 95 1398. These concerns all relate to maintaining a healthy competitive VSE system software market.

Product Issues

The DOJ Final Judgment specifically addresses five products. My concern is that there are several other products, that inter-relate closely with the five products, that are not addressed. These products are FAQS/CALL, PREVAIL/PCS, PREVAIL/XPE, EXPLORE/VSE, EXPLORE/CICS and EXPLORE/VTAM. These six products are closely associated with one or more of the five products that are to be available for licensing.

Excluding these six products from the licensing agreement significantly devalues the original five products value to a vendor and to the ultimate customer. Not including these six products in the licensing program seriously impacts the probability of creating a successful competitive arena. There are defined interfaces and functional relationships between the five licensable products and the six excluded products that are critical to attracting and maintaining customers.

Separate licensing of the five products without some or all of the other six products results in a significant function loss for many of the customers. This loss of function

dramatically affects the competitiveness of the VSE systems software market, requiring customers to remain with Computer Associates to prevent function loss, even if they prefer another product licensee.

To explain: FAQS/ASO and FAQS/PCS are closely allied with PREVAIL/PCS, FAQS/CALL, and PREVAIL/XPE Manager. WHY? Because all revolve closely around operator console automation and job scheduling. Having access to only FAQS/ASO and FAQS/PCS via the licensed vendor means I cannot institute cross platform scheduling. I cannot automatically notify persons of problems via computer and telephone interfaces of issues or problems. I cannot manage my complete multiple platform systems from a single control station. I basically have a very one dimensional automation and scheduling capability. THIS IS NOT ACCEPTABLE IN TODAY'S BUSINESS ENVIRONMENT. The functions discussed with automation and scheduling are critical to my business capability and strategy and to many other VSE customers.

The FAQS/ASO and FAQS/PCS relationship with the EXPLORE group of products (VSE/VTAM/CICS) are somewhat less dramatic but are definitely important. With the integrated EXPLORE products I can gather performance information and monitor critical performance thresholds and take action automatically via FAQS/PCS and FAQS/ASO to limit degradation, improve performance and thruput, and enable automatic notification of problem areas. Again a significant set of functions that would not be available without a consistent set of product interfaces, typically via a single vendor.

If licensing is appropriate for the 5 products identified in the Judgment then it is also especially appropriate for PREVAIL/XPE, PREVAIL/PCS and FAQS/CALL and definitely warrants serious consideration for EXPLORE/VSE, EXPLORE/CICS and EXPLORE/VTAM. The eleven products complete a cohesive functional product suite that can be truly competitive with Computer Associates existing product suite.

Having five products from the licensee and the other six products from Computer Associates presents a daunting challenge. I have personally had experience in this environment before, trying to interface Computer Associates products closely with other vendor products. Because of co-operation issues product problems and interface errors, after 2 years we closed that project and committed to not ever utilize that approach again. It simply is not a workable alternative.

We currently hold permanent licenses for four of the five licensed products and all six of the additional products mentioned in this document and in addition six other Legent products that were purchased by Computer Associates that are not discussed in this document.

Product Licensing

Is licensing an acceptable way to ensure competitiveness in this market place?

NO. I do not think so. This is system software, a significant competitive part of system software is ingenuity, unique solutions, complementary product interactions, proprietary system interfaces, product support, product enhancements, developer capability, and a close vendor/customer working relationship.

Most of these issues are not adequately addressed with this Judgment and all are very critical to maintaining a competitive environment. This Judgment does not address these issues in a manner that ensures and maintains a competitive market place.

This Judgment segregates and separates products preventing complementary product integration and negatively affecting competition and customer ability to effectively build a product suite that utilizes cross product synergy to maximize capabilities.

By instituting licensing rather than divestiture Computer Associates is the benefactor of having complete and total access to both their existing product line and complete and total access to all of Legents product line. A significant advantage Legent had over Computer Associates in the market place was incorporated into the software it had developed.

The licensee only has access to the licensed products and is definitely placed into the market at a distinct disadvantage. As if startup was not already enough of a challenge the licensee must deal with a competitor with ''inside product knowledge''. This scenario ensures that the licensee is NOT competing on equal footing within the market place.

Complete and total divestiture is the only way to ensure a truly competitive market

Access to Developers

While the Judgment makes provisions for the licensee to be able to potentially obtain developers with knowledge of the product set, it severely restricts who the licensee may considered. Perhaps it was not known that many of the developers, who had expertise in the area, were ''transferred'' to other assignments prior to this Judgment. This had the effect of making them ineligible for consideration by the licensee and severely limits the talent pool. Almost without exception the original developer was not associated with the licensed product on the day of Judgment signing.

This part of the Judgment must be modified to include persons involved with the product in any substantial way within one year prior to the initial Legent/Computer Associates acquisition agreement.

Conclusion

Three modifications must be made to the original Judgment to make it a viable competitive environment:

1. Add the following products PREVAIL/XPE, PREVAIL/PCS, FAQS/CALL, EXPLORE/VSE, EXPLORE/CICS and EXPLORE/VTAM into the Judgment.

2. Alter the Judgment to require divestiture instead of licensing of all 11 products.

3. Alter access to personnel to include anyone who has performed substantive work on any of the products in the past year, dating from 5/25/95.

Many VSE customers including myself believe that without these three modifications the Judgment has very little if any chance of being successful. Who will be impacted if these three issues are not addressed? Every Legent customer.

State's Attorney Generals

I respectively request that the State's Attorney General's of states with customers affected by this Judgment intervene to ensure that a fair, competitive market in VSE system software products is maintained and that active harm is not done to customers information systems installations by allowing this acquisition to proceed.

Thanks

Pete Clark,

Technical Support Manager, Olan Mills, Inc.

November 6, 1995.

VIA FEDERAL EXPRESS

John F. Greaney, Esq., Chief, Computers & Finance Section, Antitrust Division, United States Department of Justice, Suite 9901, 555 4th Street, N.W., Washington, D.C. 20001

Re: *United States* v. *Computer Associates International, Inc. and Legent Corporation* (95 CV 1398) (United States District Court for the District of Columbia)

Dear Mr. Greaney: On behalf of our client, Syncsort, Inc. (''Syncsort'') we submit these comments to bring to your attention certain facts about competition in the market for VSE sort software and the impact of the proposed consent decree on that market which we believe require a minor, but nonetheless important, modification to the Final Judgment.

Syncsort is a company which, among other things, specializes in developing sophisticated, high performance sort software for main-frame computer environments, including the VSE system environment which is the subject of the proposed decree. A summary of the technical specifications of Syncsort's current VSE sort product, SyncSort VSE Release 2.3, is enclosed as Attachment A. Sorting software permits efficient operation of main-frame computers, effectively speeding their operation and increasing their practical capacity through use of sort algorithms in virtual memory. Competition in price and improvement of sorts benefits VSE computer users by reducing computer time and enabling them to use their computer resources with maximum efficiency, reducing overall computer costs.

Syncsort's sort product must interface with the systems management software which is the subject of the proposed decree, and particularly the disk/tape manager programs. In the VSE environment, this has meant attempting to interface either with the Dynam/D and Dynamt/T program of defendant Computer Associates International, Inc. (''CA'') or the EPIC/VSE program of defendant Legent Corporation (''Legent'').

CA markets its own sort product which competes with Syncsort's and therefore has an incentive not to cooperate with Syncsort. In fact, CA's systems management software is structured so that Syncsort's product does not have ''PreOpen'' access to file

information although CA's own sort product does have such access. Legent, on the other hand, does not offer its own sort product, and Legent has historically cooperated with Syncsort, permitting the sort to access crucial information through EPIC®/VSE before a file is open.

Without the modification Syncsort proposes, there is a danger that the acquisition will disadvantage Syncsort—and ultimately VSE users—despite the best intentions of the proposed Final Judgment. Under the proposed Judgment, those VSE users who continue using the Legent products will now be divided among two companies (CA and the licensee). One of these companies has a history of not affording competitive third party sort products PreOpen access to file information through its disk and tape management software; the other company has no history either way but faces uncertain prospects for a long-term role in the market. As a step toward maintaining the status quo, the decree should provide that the EPIC®/VSE PreOpen interface or its equivalent will be maintained—by both CA and the licensee—for all Legent/VSE products or VSE products subsequently derived from the Legent products.

Even with this relief, the competitive equation will change after the acquisition takes place. Another small step is therefore in order. Since current Legent users can choose to become CA users (and since some at least will conclude that this is the least risky choice), CA is likely to have even more users of its software management programs than in the past. CA will therefore have more market power and more opportunity than in the past to engage in strategic behavior to extend that market power into the sort product market. To deal with this change in market conditions, the decree should provide explicitly that neither CA nor the licensee will discriminate among other sort programs (including their own sort programs) in the interface and interface information made available for the sort function.

These are relatively minor modifications to the Final Judgment, entailing no real costs or burdens on the parties. They are nevertheless of considerable importance for the future. They serve much the same purpose as, and are even lesser mandatory in nature than, the provision in the decree requiring CA to assure competitors potential access to PIPES for cross-platform customers. (Final Judgment ¶ VII.) Suggested language to accomplish these purposes is set forth on the enclosed attachment B.

The need for provisions such as these is well illustrated by past history. Legent has cooperated with Syncsort in the development of EPIC®/VSE so that file information is exchanged before a file to be sorted is opened. The information provided includes the following nine items:

1. file size
2. tape/disk
3. device type
4. blocksize/CIsize
5. concatenated
6. record length
7. record format
8. file type
9. spanned

The PreOpen availability afforded by EPIC®/VSE permits *dynamic device switching* by the customer—switching between devices without the computer user having to change programs or its job control language (''JCL''). PreOpen availability also permits *dynamic reblocking*—changing from one blocksize to another without the computer user having to change programs or JCL. Finally, the PreOpen interface improves performance of the sort by allowing the *optimal sorting algorithms* to be chosen *before* the file is open. In short, the current, PreOpen EPIC®/VSE interface permits Syncsort to design, and VSE customers to use, efficient, state of the art sorts without sacrificing flexibility; reduces the amount of computer time needed for a particular operation; and provides a high performance sort option for main frame users in the VSE environment.

Syncsort's history with CA, which markets its own program in competition with Syncsort's, has been quite different. CA has arbitrarily refused to provide PreOpen access to Syncsort of the type afforded by EPIC®/VSE—but nevertheless has provided such access to its own sort product. File information can now be obtained by Syncsort's program only much later, after the file is actually opened. This denial of access means that, for many users, Syncsort is unable to provide dynamic device switching or dynamic reblocking, providing less flexibility and degrading the sort's potential utility for the customer. Moreover, without PreOpen information about file size, record length and the like, the Syncsort sort may be precluded from choosing the optimal sort algorithms.

There is no technological, cost or other acceptable reason for this difference in access. It has been explained to Syncsort as dictated entirely by CA's perceived competitive advantage. After the divestiture CA's ability to exploit this unfair competitive advantage is likely to be greater, not less, than it is today. According to the complaint, CA already has 96% of the market for one of the software management products (disk management, ¶ 19) with which the sort must interface; if even as few as one quarter of the Legent customers switch, CA will control nearly 60% of the other (tape management ¶ 18). There is no guarantee, absent the suggested decree modification, that CA will maintain PreOpen Access—or any access at all—for third party sorts for any of these users. If, ultimately, the licensee should fail or be unable to compete effectively with CA, CA could abandon or change the former Legent products and Syncsort and VSE sort users would have no protection at all.*

These circumstances mandate that the Judgment be modified so that whoever inherits a former Legent customer—the licensee or CA—will continue to maintain PreOpen access in EPIC®/VSE. In addition, protection is required against the type of discrimination CA has employed in the past to favor its own sort product so that CA cannot anticompetitively translate any market power gained through the acquisition into a forclosure of the competition and VSE choices that now exist in the sort market.

Support for such terms can be found in the proposed Final Judgment in *United States* v. *AT&T and McCaw Cellular Communications, Inc.*, 59 F.R. 44158, August 26, 1994. There, the Department of Justice recognized that, after its merger with McCaw, AT&T would possess both the incentive and the ability to discriminate against additional third parties. 59 F.R. at 44168. As a means of requiring AT&T ''to continue to deal with its customers on terms in place prior to the merger [with McCaw], and on terms not less favorable than those offered to McCaw,'' (59 FR at 44158), that decree proposes requiring AT&T to provide on-going support for ''locked-in'' customers and to arrange an alternative source of supply for certain products if they are discontinued by AT&T. 59 FR at 44164. Similarly, the Final Judgment here should be modified to require (i) that CA and the licensee maintain the EPIC®/VSE PreOpen interface, or its equivalent, and (ii) that neither CA, nor the licensee, will discriminate among other sort programs in the interface and interface information made available for the sort function.

Respectfully submitted,

James B. Kobak, Jr.

cc: Richard Rosen, Esq., Arnold & Porter, 555 12th Street N.W., Washington, D.C. 20004

Michael Byowitz, Esq., Wachtell, Lipton, Rosen & Katz, 51 W. 52nd Street, New York, NY 10019

Attachment A

SyncSort VSE

Technical specifications

Release 2.3

Introduction

SyncSort VSE is a high performance sort/merge/copy utility designed for IBM VS, VSE, VSE/SP, and VSE/ESA operating systems. SyncSort provides significant savings in program and supervisor CPU time, elapsed time, and I/O activity.

Performance

In benchmark tests of SyncSort VSE Release 2.3 against SM2 Release 5, SyncSort reduced total CPU time by 25–30%, elapsed time by 25–30%, and SIOs by 30–40%.

SyncSort achieves superior performance through optimization for specific computer make and model, proprietary sorting algorithms, advanced access methods, and Data Space utilization. SyncSort dynamically responds to system activity such as real and virtual storage availability, and paging rates to ensure optimum performance.

In a VSE/ESA environment, SyncSort VSE exploits Data Space technology with two unique features,''virtual library'' and ''virtual sortwork''. These capabilities maximize the use of high speed virtual memory, minimizing resource consumption and reducing elapsed time.

SyncSort VSE's Dynamic Storage Manager ensures that all sorts attain optimum

*Syncsort believes the 25% figure for switching customers is low; if one half the Legent customers switch, CA would have market shares of approximately 95% and well over 70% and virtually no market constraints on its behavior.

performance by intelligently managing a Data Space so that numberous concurrent sorts can exploit virtual sortwork.

Sort/Merge/Copy Processing

- EBCDIC or user-defined collating sequences.
- Up to 64 control fields, with length up to 4092 bytes. Fields in fixed length records may be located anywhere in the record.
- All standard field formats, including character, binary, packed decimal, zoned decimal, fixed point, floating point, and various signed formats.
- High performance MERGE combines up to 9 pre-presequenced data sets into one output dataset sequenced identically to the input datasets.
- High performance copy function (SORT FIELDS=COPY) can be used alone or with data editing.

Input/Output

SyncSort supports:

- SAM, VSAM, and VSAM-managed SAM formats and devices, including devices connected via the ESCON architecture.
- Fixed-length and variable-length records.
- Processing of variable-length records shorter than control field.

Intermediate Files

- Disk.
- Automatic secondary sortwork allocation with up to 31 extents.
- Automatic space release for DASD output files via disk space manager.

Resource Management Features

- Dynamic Storage Manager. Automatically monitors and controls memory utilization, and reduces or eliminates physical sortwork I/O for concurrent sorts. Optimizes the use of a Data Space by allowing up to 15 concurrent sorts running in different partitions to use the virtual sortwork area. Maximizes sort performance while optimizing overall system throughput.
- Disk Space Manager Interface. Minimizes DASD resources used for sorting while preventing ''sortwork capacity exceeded'' abends. Compatible with all disk space managers.

Attachment B

Computer Associates and any licensee or successor in interest to Legent's interest in the Subject Software Programs (''Legent's Successor'') shall each maintain and provide, from and after the effective date of this Final Judgment, at least the same degree of PreOpen Access to file information through EPIC/VSE (including without limitation any successor to or substitute for EPIC/VSE, any upgraded or modified version of EPIC/VSE or any program derived from the EPIC/VSE program) as that made available to sort programs through Legent's EPIC/VSE program prior to the acquisition of Legent by Computer Associates. In addition, and without limiting Computer Associate's or Legent's Successor's obligations with respect to the foregoing sentence, neither Computer Associates nor Legent's Successor shall, from and after the effective date of this Decree, discriminate among sort programs, including any sort program of its own, concerning (i) the timing and manner of access to any disk or tape manager or similar program made available to VSE customers and (ii) provision of relevent information.

November 7, 1995

U.S. Department of Justice, Antitrust Division, 555 4th Street, N.W., Room 9903 JCB, Washington, D.C. 20001

Re: Civil Action No. 95 1398; *U.S.A.* v. *Computer Associates, Int'l. and Legent Corp.*

Gentlemen: This a comment concerning the Proposed Final Judgement for the aforementioned case. As a 20-year veteran of (IBM mainframe computer) VSE operating system software operations and support, I find the Proposed Final Judgement to be deficient in the following four areas:

1. No provisions for other Legent VSE products also using G.S.S. common code.

Explanation: G.S.S. is a proprietary integrated on-line transaction processor subsystem used by all (or at least most) Legent VSE products that contain an on-line component. While some of those products such as FAQS/ASO, FAQS/PCS and EPIC/VSE are covered by the Proposed Final Judgement, others such as Mastercat, SAR-Express/Delivery, FLEE, etc.) are not. This poses a serious dilemma for any Legent customers running VSE products in both of the aforementioned categories.

Because while it has already been ascertained from discussions with D.O.J. lawyers assigned to this case that the G.S.S. code would be included with any license agreement, there is no requirement that Computer Associates and the licensee keep their respective copies of G.S.S. compatible once a licensee has been assigned. Indeed, such a requirement would not be practical, and at some point (most likely soon) in the future, the Computer Associates and the licensee's versions of G.S.S. would become incompatible, requiring any customer running G.S.S.-based VSE products from both companies to run separate copies of G.S.S.

This type of arrangement would not be acceptable to most customers since it needlessly complicates installation, maintenance and usage of the VSE products, reduces integration and is fraught with operational problems since G.S.S. was never designed to be used in such a fashion. Thus all customers with G.S.S.-based VSE products that are not covered by the Proposed Final Judgement and remain only available from Computer Associates would be forced to get their G.S.S.-based VSE products that are covered by the Proposed Final Judgement from Computer Associates as well to avoid the complications of incompatible versions of G.S.S. This situation ends up creating a ''restraint of competition'' condition that would promulgate the Computer Associates monopoly in VSE products that the Proposed Final Judgement was originally designed to prevent (or at least reduce).

(I estimate this situation involves a substantial portion of the VSE product customer base, possibly even a majority.)

2. No provisions for other Legent VSE products also using the EPIC DSN catalog.

Explanation: The EPIC DSN catalog is a proprietary database file used by EPIC-based products on various mainframe platforms to accomplish disk and tape file management across those platforms. In this case, while the EPIC/VSE product is covered by the Proposed Final Judgement, other EPIC-base products, namely EPIC/CMS for the VM operating system, is not. This poses a serious dilemma for any Legent customers running EPIC-based products in both aforementioned categories, (or in this case, platforms).

The arguments for this point are essentially the same as those outlined in #1 above; however, this case concerns a database file shared across operating system platforms (VSE and VM) instead of a subsystem shared within the same operating system (VSE). The end result however, is the same: restraint of competition. Since there is no provision in the Proposed Final Judgement to keep the database file shared by these 2 products compatible nor any mention of the EPIC/CMS product (meaning that it would not be available from the licensee), those customers running both the EPIC/VSE and EPIC/CMS would effectively be forced to obtain them both from Computer Associates.

(I estimate that this situation affects about 10–20% of the EPIC/VSE customer base.)

3. No specific provisions for action(s) against Computer Associates when conditions of the Proposed Final Judgement are violated.

Explanation: It appears to most of us in the VSE community that Computer Associate's intent IS to create a monopoly in the VSE systems software market, and they are quite ruthless and devious about it. They have already directly violated certain provisions of the Proposed Final Judgement, and also seem to be deliberately delaying its execution. Specific retribution for willful disregard of the provisions of the Proposed Final Judgement need to be clearly defined and carried out.

For example, under section ''VI. PRESERVATION OF ASSETS'', Computer Associates is ordered to ''* * * continue to commit resources, development and support to each Subject Software Product at a level not materially less than that committed prior to the announcement of the subject acquisition * * *''. However within 2 weeks after the Proposed Final Judgement was issued, in just the EPIC/VSE group alone, 8 out of 20 employees were let go, including developers and technical support personnel. The D.O.J. was notified immediately, yet to date, nothing known has been done.

More recently, technical support was moved to a different office to be handled by inexperienced personnel, and EPIC/VSE developers have been assigned to other products. Computer Associates is definitely not pursuing a ''hands-off'' approach to the subject products while the terms of the Proposed Final Judgement are being carried out, but rather one that appears to be deliberately sabotaging them.

4. Non-exclusivity of the license proposal.

Explanation: In the VSE tape and disk management arena alone, Computer Associates started with a product it developed, called Dynam/T/D/FI. Then it brought up all the other major players: Epat, System/Manager, and IPIC/VSE, creating a complete monopoly. It appears that the D.O.J.

compromised with Computer Associate's lawyers in coming up with the non-exclusive license idea.

Who ever heard of 2 companies marketing the same product(s) to foster competition? Do Ford and GM market any of the same products? No, they market different products. If Computer Associates could be equated to General Motors, it would already own Ford and all the Japanese and European automobile manufacturers; and Legent would be Chrysler. Then the D.O.J. Proposed Final Judgement would be equivalent to an order requiring GM to jointly market Jeeps with Hyundai, while maintaining ownership of the engine and vehicle assembly plants. It's ludicrous, and simply won't work in the real world.

In conclusion, the only workable solution I see is to require Computer Associates to divest, i.e. completely sell-off and cease marketing, all Legent products that are in any way integrated with the five already covered by the Proposed Final Judgement. And this must be done quickly, before Legent's entire VSE product line and customer base are destroyed. And finally, Computer Associates should be severely fined for all present violations of the Proposed Final Judgement and forced in complete compliance ASAP.

One final note: although I am a former Legent employee, I am not ''disgruntled''. I worked in the VSE community long before I worked for Legent, and still desire to see it prosper. A Computer Associate's monopoly on VSE systems software is in no one's best interest except theirs. I urge the court to modify the Proposed Final Judgement to prevent such an occurrence at ALL levels.

Sincerely,

Brian W. Gore,

101 Mira Mesa, Rancho Santa Margarita, CA 92688.

Certificate of Service

The undersigned certifies that he is a paralegal employed by the Antitrust Division of the United States Department of Justice, and is a person of such age and discretion to be competent to serve papers. The undersigned further certifies that on February 1, 1996, he caused true copies of the Response of the United States to Public Comments, and this Certificate of Service, to be served upon the person at the place and address stated below:

Counsel for Computer Associates

Richard L. Rosen, Esq., Arnold & Porter, 555 12th Street, NW., Washington, D.C. 20004 (by hand delivery)

Dated: February 1, 1996.

Joshua Holian,

Paralegal, U.S. Department of Justice, Antitrust Division, Computers & Finance Section, 555 4th Street, NW., Room 9901, Washington, D.C. 20001, (202) 307–6200.

[FR Doc. 96–3393 FIled 2–14–96; 8:45 am]

BILLING CODE 4410–01–M

Notice of Lodging of Consent Decree Pursuant to the Clean Water Act

In accordance with Departmental policy, 28 C.F.R. § 50.7, notice is hereby given that a proposed Consent Decree in *United States of America* v. *Southern Ohio Coal Company,* Civil Action No. C2–96–0097, was lodged on January 30, 1996, with the United States District Court for the Southern District of Ohio, Eastern Division. The proposed consent decree would require the Settling Defendant to: (1) Perform actions necessary to restore two stream systems affected by certain of its discharges; (2) perform a detailed assessment and improvement plan for the entire watershed of the more severely affected stream system; (3) pay to the United States $1.9 million for damages to natural resources; (4) pay to the State of West Virginia $100,000 for benefaction of aquatic communities or habitat in the Ohio River; (5) pay to the United States a civil penalty of $300,000; and (6) reimburse the United States for $240,200 in costs incurred in connection with monitoring and assessing the impact of the discharges at issue.

The Department of Justice will receive, for a period of thirty (30) days from the date of this publication, comments relating to the proposed consent decree. Comments should be addressed to the Assistant Attorney General of the Environment and Natural Resources Division, Department of Justice, P.O. Box 7611, Ben Franklin Station, Washington, DC 20044. Comments should refer to *United States of America* v. *Southern Ohio Coal Company,* DOJ Ref. #90–5–1–1–5033.

The proposed consent decree may be examined at the office of the United States Attorney, 2 Nationwide Plaza, 280 N. High Street, 4th Floor, Columbus, OH 43215; the Region V the Environmental Protection Agency, Office of Regional Counsel, 77 West Jackson Boulevard, Chicago, IL 60604–3590; and at the Consent Decree Library, 1120 G Street, NW., 4th Floor, Washington DC 20005, (202) 624–0892. A copy of the proposed Consent Decree may be obtained in person or by mail from the Consent Decree Library.

In requesting a copy, please enclose a check in the amount of $37.50 (25 cents per page reproduction cost) payable to the ''Consent Decree Library.''

Joel M. Gross,

Chief, Environmental Enforcement Section, Environment and Natural Resources Division.

[FR Doc. 96–3396 Filed 2–14–96; 8:45 am]

BILLING CODE 4410–01–M

Antitrust Division

United States of America v. Texas Television, Inc., Gulf Coast Broadcasting Company, and K-Six Television Inc., Proposed Final Judgment and Competitive Impact Statement

Notice is hereby given pursuant to the Antitrust Procedures and Penalties Act, 15 U.S.C. section 16(b) through (h), that a proposed Final Judgment, Stipulations, and a Competitive Impact Statement have been filed with the United States District Court for the Southern District of Texas, Corpus Christi Division in *United States of America* v. *Texas Television, Inc., Gulf Coast Broadcasting Company, and K-Six Television Inc.,* Civil Action No. C–96–64.

The complaint in the case alleges that the three defendants, which respectively operate the ABC, NBC and CBS affiliates in Corpus Christi, engaged in a combination and conspiracy to increase the price of retransmission consent rights being sold to local cable operators, in violation of Section 1 of the Sherman Act, 15 U.S.C. § 1. Retransmission consent rights, granted by a television broadcast station, permit a cable operator to carry that station on its cable system.

The proposed Final Judgment agreed to by the defendants prohibits them for a period of ten years from engaging in the type of combination of conspiracy alleged in the Complaint. Specifically, each defendant is enjoined from entering into any agreement with any broadcaster not affiliated with it that relates to retransmission consent or retransmission consent negotiations. The defendants are also prohibited from communicating to any non-affiliated broadcaster any information relating to retransmission consent or retransmission consent negotiations, or from communicating certain types of information that relate to any actual or proposed transaction with any cable operator or other multichannel video programming distributor.

Public comment on the proposed Final Judgment is invited within the statutory 60-day comment period. Such comments and responses thereto will be published in the Federal Register and filed with the Court. Comments should be directed to Donald J. Russell, Chief; Telecommunications Task Force; United States Department of Justice; Antitrust Division, 555 4th Street N.W., Room