

IN THE UNITED STATES DISTRICT COURT
FOR THE WESTERN DISTRICT OF PENNSYLVANIA

NATIONAL ASSOCIATION OF CHAIN DRUG STORES;
NATIONAL COMMUNITY PHARMACISTS
ASSOCIATION; KLINGENSMITH DRUG INC., KOPP
DRUG, INC.; LECH'S PHARMACY, PJI PHARMACY, INC.;
MJR, LTD.; MJRRX, INC.; DAVID M. SMITH RPH, INC.;
PROFESSIONAL SPECIALIZED PHARMACIES, LLC;
ANBAR, INC.; SELLERSVILLE PHARMACY, INC.; TEP,
INC.; THOMPSON ENTERPRISES INC.; BROAD AVE
PHARMACY LLC; HOLLIDAYSBURG PHARMACY LLC;
VALUE DRUG COMPANY; and VALUE SPECIALTY
PHARMACY LLC,

Plaintiffs,

-against-

EXPRESS SCRIPTS, INC. and MEDCO HEALTH
SOLUTIONS, INC.,

Defendants.

Civil Action No. 12-395

**DEFENDANTS EXPRESS SCRIPTS, INC.'S AND MEDCO HEALTH SOLUTIONS,
INC.'S REQUEST FOR JUDICIAL NOTICE IN SUPPORT OF THEIR MOTION TO
DISMISS PLAINTIFFS' COMPLAINT**

Pursuant to Fed. R. Evid. 201, Defendants Express Scripts, Inc. and Medco Health Solutions, Inc. (collectively "ESI") hereby respectfully request that the Court take judicial notice of the following exhibits attached to this Request:

Exhibit 1: A true and correct copy of the Statement of the Federal Trade Commission ("FTC") Concerning the Proposed Acquisition of Medco Health Solutions, Inc. by Express Scripts, Inc., issued on April 2, 2012.

Exhibit 2: A true and correct copy of the letter from the Federal Trade Commission to Clifford Aronson re: Proposed Acquisition of Medco Health Solutions, Inc. by Express Scripts, Inc., File No. 111 0210, dated March 30, 2012.

Exhibit 3: A true and correct copy of the press release issued on September 20, 2011 by Plaintiff National Community Pharmacists Association, titled "Pharmacists: Express Scripts-Medco Merger Would Raise Prescription Drug Costs, Reduce Patient Choice of Pharmacy."

Exhibit 4: A true and correct copy of the press release issued on September 9, 2011 by Plaintiff National Association of Chain Drug Stores, titled "To U.S. House Panel, NACDS Emphasizes Anti-Consumer Effects of Proposed Mega-Merger of Express Scripts and Medco."

Exhibit 5: A true and correct copy of the Form 8-K dated March 12, 2012 (without exhibits), filed with the Securities and Exchange Commission ("SEC") by Medco Health Solutions, Inc.

Exhibit 6: A true and correct copy of the Form 8-K dated March 28, 2012 (without exhibits), filed with the SEC by Medco Health Solutions, Inc.

DEL SOLE CAVANAUGH STROYD LLC

SKADDEN, ARPS, SLATE, MEAGHER &
FLOM LLP

By: /s/ Arthur H. Stroyd, Jr.
Arthur H. Stroyd, Jr.
Pa. ID No. 15910
astroyd@dscslaw.com

Stephen J. Del Sole
Pa. ID No. 73460
sdelsole@dscslaw.com

Matthew T. Logue
Pa. ID No. 87416
mlogue@dscslaw.com

200 1st Avenue, Suite 300
Pittsburgh, PA 15222
(412) 261-2393

Clifford H. Aronson
(Admitted *Pro Hac Vice*)
clifford.aronson@skadden.com

James Keyte
(Admitted *Pro Hac Vice*)
james.keyte@skadden.com

Scott Musoff
(Admitted *Pro Hac Vice*)
scott.musoff@skadden.com

Paul M. Eckles
(Admitted *Pro Hac Vice*)
paul.eckles@skadden.com

Four Times Square
New York, New York 10036-6522
Telephone: (212) 735-3000
Facsimile: (212) 735-2000

Attorneys for Defendants Express Scripts, Inc. and Medco Health Systems, Inc.

Dated: April 6, 2012