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**UNITED STATES DISTRICT COURT  
WESTERN DISTRICT OF WASHINGTON  
AT SEATTLE**

STATE OF WASHINGTON,  
  
  Plaintiff,  
  
                        v.  
  
CERBERUS INSTITUTIONAL  
PARTNERS V, L.P., a limited  
partnership; AB ACQUISITION LLC, a  
limited liability company; and  
SAFEWAY INC., a corporation,  
  
  Defendants.

NO.  
  
AGREED MOTION FOR  
ENDORSEMENT OF CONSENT  
DECREE  
  
NOTE ON MOTION CALENDAR:  
FRIDAY, JANUARY 30, 2015

Plaintiff, State of Washington, and Defendants, Cerberus Institutional Partners V, L.P. (“Cerberus”), AB Acquisition LLC (“Albertsons”), and Safeway Inc. (“Safeway”), jointly move that the Court endorse the Consent Decree agreed to by them and filed with the Court on January 30, 2015. The Consent Decree contains remedies that are designed to address the

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1 potential lessening of competition that may result from the transaction alleged in the  
2 Complaint, and both parties have agreed to the form and presentation of the Consent Decree.

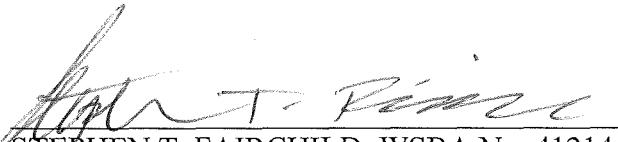
3 DATED this 30th day of January, 2015  
4

5 Respectfully submitted,

6 ROBERT W. FERGUSON  
7 Attorney General

8 DARWIN ROBERTS  
9 Deputy Attorney General

10 JONATHAN MARK  
11 Senior Assistant Attorney General,  
12 Antitrust Division Chief

13   
14 STEPHEN T. FAIRCHILD, WSBA No. 41214  
15 Assistant Attorney General  
16 800 5th Ave., Ste. 2000  
17 Seattle, WA 98104-3188  
18 Phone: (206) 389-2848  
19 Fax: (206) 464-6338  
20 stephenf2@atg.wa.gov  
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<p>ROHDE &amp; VAN KAMPEN PLLC</p> <p><i>/s/ Al Van Kampen</i></p> <p>Al Van Kampen, WSBA No. 13670 Attorneys for Defendants Albertsons, Cerberus, and Safeway 1001 Fourth Avenue, Suite 4050 Seattle, Washington 98154 Phone: (206) 386-7353 Fax: (206) 405-2825 avk@rvk-law.com</p>	<p><i>Of Counsel</i></p> <p>Paul T. Denis Dechert LLP Attorney for Albertsons and Cerberus 1900 K Street NW Washington, DC 20006 Phone: (202) 261-3430 Fax: (202) 261-3333 paul.denis@dechert.com</p> <p>James A. Fishkin Dechert LLP Attorney for Albertsons and Cerberus 1900 K Street NW Washington, DC 20006 Phone: (202) 261-3421 Fax: (202) 261-3333 james.fishkin@dechert.com</p> <p>Richard C. Weisberg Law Offices of Richard C. Weisberg Attorney for Safeway 33 Derwen Road Bala Cynwyd, PA 19004 Phone: (610) 664-9405 Fax: (215) 689-1504 weisberg@weisberg-law.com</p>
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