

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

FEDERAL TRADE COMMISSION,)	
)	
Plaintiff,)	
)	
v.)	Civil Action No. 1:07-CV-01021-PLF
)	
WHOLE FOODS MARKET, INC.,)	
)	
and)	
)	
WILD OATS MARKETS, INC.,)	
)	
Defendants.)	
)	

**DEFENDANTS' RESPONSE TO PLAINTIFF'S
MOTION TO UNSEAL THE COMPLAINT**

Defendants Whole Foods Market, Inc. ("Whole Foods") and Wild Oats Markets, Inc. ("Wild Oats"), through counsel, hereby inform the Court that they do not oppose Plaintiff's Motion to Unseal the Complaint, filed June 13, 2007.

Respectfully submitted,

/s/ Alden L. Atkins
Alden L. Atkins (DC Bar No. 393922)
Neil W. Imus (DC Bar No. 394544)
John D. Taurman (DC Bar No. 133942)
VINSON & ELKINS L.L.P.
The Willard Office Building
1455 Pennsylvania Avenue, N.W., Suite 600
Washington, DC 20004-1008
Telephone (202) 639-6500
Facsimile (202) 639-6604

Attorneys for Whole Foods Market, Inc.

/s/ Clifford H. Aronson

Clifford H. Aronson (DC Bar No. 335182)
Thomas Pak (Pro Hac Vice)
Matthew P. Hendrickson (Pro Hac Vice)
Skadden, Arps, Slate, Meagher & Flom LLP
Four Times Square
New York, NY 10036
(212) 735-3000
caronson@skadden.com

Gary A. MacDonald (DC Bar No. 418378)
Skadden, Arps, Slate, Meagher & Flom LLP
1440 New York Avenue, N.W.
Washington, DC 20005
(202) 371-7000
gmacdona@skadden.com

Terrence J. Wallock (Pro Hac Vice)
2224 Pacific Dr.
Corona Del Mar, CA 92625
(949) 375-0683

Attorneys for Defendant Wild Oats Markets, Inc.

June 18, 2007

CERTIFICATE OF SERVICE

I hereby certify that, on this 18th day of June, 2007, I caused the foregoing DEFENDANTS' RESPONSE TO PLAINTIFF'S MOTION TO UNSEAL COMPLAINT to be filed and served using the Court's ECF system and also caused these same papers to be served on the persons listed below by electronic mail:

Attorneys for Plaintiff

Michael J. Bloom
Thomas H. Brock
FEDERAL TRADE COMMISSION
601 New Jersey Ave., NW
Washington, D.C. 20001
mjbloom@ftc.gov
tbrock@ftc.gov

Attorneys for Defendant Wild Oats Markets, Inc.

Gary A. MacDonald
SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
1440 New York Avenue, N.W.
Washington, DC 20005
gmacdona@skadden.com

Clifford H. Aronson
SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
Four Times Square
New York, NY 10036
caronson@skadden.com

The following persons have been served by electronic mail:

Thomas A. Pak
Matthew P. Hendrickson
SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
Four Times Square
New York, NY 10036
tpak@skadden.com
mhendric@skadden.com

Terrence J. Wallock
2224 Pacific Dr.
Corona Del Mar, CA 92625
terry@wallock.com

/s/ Alden L. Atkins
Attorney for Whole Foods Market, Inc.