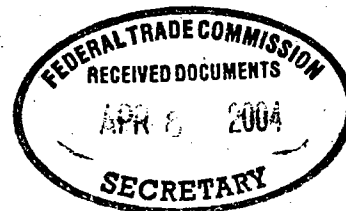


PUBLIC

UNITED STATES OF AMERICA
BEFORE FEDERAL TRADE COMMISSION



In the Matter of
NORTH TEXAS SPECIALITY PHYSICIANS,
a corporation.

Docket No. 9312

**COMPLAINT COUNSEL'S MOTION FOR LEAVE TO AMEND COMPLAINT
COUNSEL'S FINAL PROPOSED EXHIBIT LIST**

Complaint Counsel respectfully requests leave to amend its final proposed exhibit list to include a small number of additional documents. Complaint Counsel also notes that over a third of the documents Complaint Counsel proposes to add also appear on Respondent's final proposed exhibit list.

All of these documents had been previously disclosed to the Respondent. 13 of the 30 documents (*see* Appendix A) we are requesting to add already currently appear on the Respondent's exhibit list. Therefore, Complaint Counsel is asking to introduce 17 new exhibits to the Court. Furthermore, Complaint Counsel is continuing its good faith efforts to narrow its own final proposed exhibit list and has excluded to date some 16 exhibits that appear on its initial list.

We request that the Court accept this motion for leave because these particular documents support evidentiary issues of concern discussed in further detail in Complaint Counsel's Pre-Trial Brief and Proposed Findings of Fact. Moreover, the addition of these exhibits to Complaint

Counsel's final exhibit list would in no way prejudice the Respondent as it has had knowledge of these documents for some time, and as noted above had included many of them as their own exhibits.

Respectfully submitted,

Michael J. Bloom / Carolyn R. Cleveland

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Jonathan Platt

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Dated: April 8, 2004

Appendix A
Complaint Counsel's List of Exhibits to be Added to Complaint Counsel's Final Proposed Exhibit List

Document Date	Document Description	Beginning Bates Number	Ending Bates Number	Proposed CX number	Corresponding RX number
1/13/2004	Email from Chris Jagmin to Dennis J. Anthony Re: NTSP Comparison	FTC-NTSP-AETNA000145A	FTC-NTSP-AETNA000180A	CX0497	NONE
7/19/2000	Email Correspondence Between Chris Jagmin, Carl King, Nancy Tao, Kelly Frederick	FTC-NTSP-AETNA-000326	FTC-NTSP-AETNA-000327	CX0327	NONE
3/12/2001	Email from Koval to Several People at Medical Pathways. Enclosed: List of NTSP Physicians	FTC-NTSP-AETNA-000328	FTC-NTSP-AETNA-000333	CX0523	NONE
1/18/2001	Emails between Nancy Tao, Chris Jagmin, StephanieSchmidt, Julie Skaggs, Connie Koval	FTC-NTSP-AETNA-000497	FTC-NTSP-AETNA-000508	CX0524	NONE
10/15/2000	Letter from Nancy Tao to Karen Van Wagner	FTC-NTSP-AETNA 001362	FTC-NTSP-AETNA 001362	CX0660	RX- 2521
11/7/2000	Ramiro Cavazos (MSM) Table Aetna Power of Attorney Accept/Reject	FTC-NTSP-AETNA-001411	FTC-NTSP-AETNA-001411	CX0659	RX- 2523
11/7/2000		FTC-NTSP-AETNA001417	FTC-NTSP-AETNA001423	CX0496	RX- 2526
8/7/2000	Email from Carl King to Chris Jagmin, Joseph Cheek, Nancy Tao, Kenneth Janda, Sheila Ware, Frederick Kelly, Celina Burns, Tim Brown	FTC-NTSP-AETNA-001877	FTC-NTSP-AETNA-001893	CX0525	NONE
4/5/2001	Email from Rick Haddock to Darren Rogers Re: NTSP Memorandum to City of Fort Worth file From: Jim Mosley Re: Meeting with NTSP at 9:30AM, this date	FTC-NTSP-BCBS 00006	FTC-NTSP-BCBS 00007	CX0716	RX- 2889
11/14/2001	Some Concerns and Comments Expressed by NTSP 9:30AM Thursday, 9/13/01	EPM000014	EPM000015	CX1069	RX- 3193
9/13/2001	Letter from William Vance to "Membership" Re: Open Letter	EPM000016	EPM000016	CX1085	RX- 3194
10/9/2000		JJ1309	JJ1309	CX0550	NONE

Appendix A
Complaint Counsel's List of Exhibits to be Added to Complaint Counsel's Final Proposed Exhibit List

Document Date	Document Description	Beginning Bates Number	Ending Bates Number	Proposed CX number	Corresponding RX number
10/5/2001	Table of United POAs Accept/Accept Only	NTSP004727	NTSP004730	CX0499	NONE
4/8/1998	Draft of Fax Alert #63 of April 8, 1998	NTSP042607	NTSP042608	CX0249	NONE
4/18/2001	Email from Palmisano to Haddock	NTSP070801	NTSP070803	CX0715	RX- 1533
10/23/2000	NTSP Board of Directors Meeting Minutes of October 23, 2000	NTSP007847	NTSP007851	CX0717	RX- 509 (RX missing first page)
11/16/1998	Letter from NTSP (Thompson & Knight) to ASIA Re: NTSP	NTSP020004	NTSP020004	CX0225	NONE
11/13/1998	Letter from Vincent Elkins to Karen Van Wagner	NTSP020037	NTSP020038	CX0226	NONE
11/6/1998	Letter from Fred Bockstahler (ASIA) to Karen Van Wagner	NTSP020124	NTSP020124	CX0227	NONE
3/30/1999	Letter from NTSP to Craig Domeracki	NTSP020738	NTSP020738	CX0092	NONE
11/23/1998	Fax Alert #109 Re: Harris Fee For Service Contract	NTSP022335	NTSP022337	CX0205	NONE
8/4/1998	Fax Alert 85 of August 4, 1998	NTSP022399	NTSP022402	CX0332	RX- 775
7/7/2001	Specialty Net Fax Alert from Don F. Johnston	NTSP023613	NTSP023613	CX0510	NONE
10/24/2001	Email from Karen Van Wagner to John McGuinness Re: Fee Schedules	NTSP080603	NTSP080604	CX0498	NONE
9/24/2001	Letter from Karen Van Wagner to Members Re: United HealthCare of Texas, PPA	OA006459	OA006460	CX1064	NONE
8/31/2001	UCNT to NTSP regarding a United offer to Dr. Moore (signed by David Beatty of United)	UCNT001028	UCNT001028	CX0658	NONE
undated	UHC Customer Table	FTC-NTSP-UNITED-000072	FTC-NTSP-UNITED-000075	CX1063	RX- 2141

Appendix A
Complaint Counsel's List of Exhibits to be Added to Complaint Counsel's Final Proposed Exhibit List

Document Date	Document Description	Beginning Bates Number	Ending Bates Number	Proposed CX number	Corresponding RX number
10/26/2001	Email from Douglas Arrington to Susan Bulla Dated October 26, 2001 Re: Change in Providers	UHCNT06695	UHCNT06698	CX1125	RX- 279
9/30/2003	Email from David Ellis to Mary deHaas Dated September 30, 2003 Re: Updated IPA List	UHCNT06737	UHCNT06739	CX1126	RX- 298
11/18/2003	Email from David Ellis to Deborah Levy Dated November 18, 2003 Re: NTSP Meeting Summary	UHCNT06785	UHCNT6787	CX1127	RX- 300

CERTIFICATE OF SERVICE

I, Carolyn Cleveland, hereby certify that on 8 April, 2004, I caused a copy of Complaint Counsel's Motion for Leave to Amend Complaint Counsel's Final Proposed Exhibit List to the following to:

Office of the Secretary
Federal Trade Commission
Room H-159
600 Pennsylvania Avenue, NW
Washington, D.C. 20580

Hon. D. Michael Chappell
Administrative Law Judge
Federal Trade Commission
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Washington, D.C. 20580

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and via fax to: Michael S. Hull at (512) 494-0022.


Carolyn Cleveland