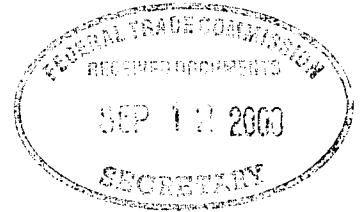


UNITED STATES OF AMERICA
BEFORE THE FEDERAL TRADE COMMISSION



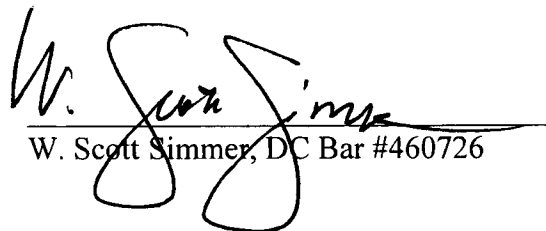
In the Matter of)
)
HOECHST MARION ROUSSEL, INC.,) Docket No. 9293
a corporation,)
)
CARDERM CAPITAL L.P.,)
a limited partnership,)
)
and)
)
ANDRX CORPORATION,)
a corporation.)
_____)

NOTICE OF APPEARANCE

To the Secretary of the Federal Trade Commission and all parties of record:

1. Please enter my appearance as counsel for nonparties Kaiser Foundation Health Plan, Inc., BlueCross BlueShield Of Michigan, and United HealthCare.
2. I am a member in good standing of the legal profession and of the bar of the District of Columbia (No. 460726).
3. I am an attorney with the law firm of Porter, Wright, Morris & Arthur, 1919 Pennsylvania Avenue, N.W., Suite 500, Washington, D.C. 20006-3434; (202) 778-3000.
4. I am eligible to appear as counsel for nonparties Kaiser Foundation Health Plan, Inc., BlueCross BlueShield Of Michigan, and United HealthCare, pursuant to the Federal Trade Commission's Rules 4.1(a)(1)(i) and (d).

Dated: 9/11/00


W. Scott Simmer, DC Bar #460726

CERTIFICATE OF SERVICE

I, Shawn Lisle, hereby certify that on September 12, 2000, I caused a copy of the attached Notice of Appearance, to be served upon the following persons by First-Class U.S. Mail:

Hon. D. Michael Chappell
Administrative Law Judge
Federal Trade Commission
6th & Pennsylvania Avenue, N.W.
Washington, D.C. 20580

Donald S. Clark, Secretary
Federal Trade Commission
6th & Pennsylvania Avenue, N.W.
Washington, D.C. 20580

Richard Feinstein, Esq.
Federal Trade Commission
6th & Pennsylvania Avenue, N.W.
Washington, D.C. 20580

James M. Spears, Esq.
Shook, Hardy & Bacon, L.L.P.
Hamilton Square
600 14th Street, N.W., Suite 800
Washington, D.C. 20005-2004

Louis M. Solomon, Esq.
Solomon, Zauderer, Ellenhorn,
Frischer & Sharp
45 Rockefeller Plaza
New York, NY 10111

Peter O. Safir, Esq.
Kleinfeld, Kaplan, and Becker
1140 19th Street, N.W.
Washington, D.C. 20036



Shawn Lisle