

**UNITED STATES OF AMERICA
BEFORE FEDERAL TRADE COMMISSION**

In the Matter of)
)
)
KENTUCKY HOUSEHOLD)
GOODS CARRIERS)
ASSOCIATION, INC.,)
)
a corporation.)

Docket No. 9309

**RESPONDENT'S FINAL PROPOSED WITNESS
LIST AND SUR-REBUTTAL WITNESS LIST**

Respondent Kentucky Household Goods Carriers Association,
Inc. ("KHGCA") hereby submits its Final Proposed Witness List And Sur-Rebuttal
Witness List as follows:

A.F. Mirus
Kentucky Household Goods Carriers Association, Inc. ("KHGCA")

William Debord
Kentucky Transportation Cabinet ("KTC")

Dennis Tolson
KHGCA

Respondent's Answer to the Complaint contains a "State Action Defense," which alleges that the tariff filing activities of the Respondent challenged in the Complaint are immune from challenge under the federal antitrust laws insofar as they have been conducted pursuant to an affirmatively expressed policy of the Commonwealth of Kentucky and have been actively supervised by the Kentucky Transportation Cabinet ("KTC") for almost half a century.

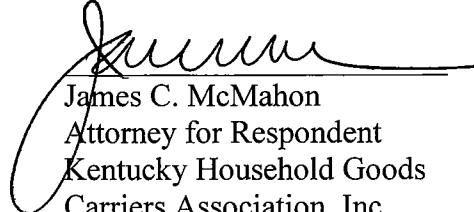
Mr. Mirus, Chairman of KHGCA's Tariff Committee, will testify as to the tariff filing activities of Respondent.

Mr. Debord, a representative of KTC charged with the responsibility for administering the State's regulatory program, will testify as to the regulation of household goods tariffs filed by Respondent. Mr. Debord's deposition testimony, taken on November 13th and November 14th, has already conclusively established that KTC has satisfied the requirements of *California Retail Liquor Dealers Ass'n. v. Midcal Aluminum, Inc.*, 445 U.S. 105 (1980).

Mr. Tolson, KHGCA's President, will testify as to information made available to KTC by KHGCA as part of the collective ratemaking process. He will also testify as to methods used to determine rate proposals made by the Respondent to KTC

Dated: New York, NY
December 30, 2003

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'James C. McMahon', written over a horizontal line.

James C. McMahon
Attorney for Respondent
Kentucky Household Goods
Carriers Association, Inc.
60 East 42nd Street; Ste. 1540
New York, NY 10165-1544
212.973.4862

CERTIFICATE OF SERVICE

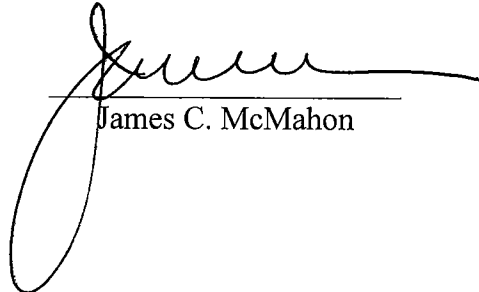
This is to certify that on December 30, 2003, I caused a copy of the attached **Respondent's Final Proposed Witness List** to be served upon the following persons by hand delivery:

Hon. D. Michael Chappell
Administrative Law Judge
Federal Trade Commission
600 Pennsylvania Avenue, N.W.
Washington, DC 20580

Hon. Richard Dagen
Associate Director
Federal Trade Commission
601 New Jersey Ave., N.W.
Room 6223
Washington, DC 20580

Dana Abrahamsen, Esq.
Bureau of Competition
Room 5229
Federal Trade Commission
601 New Jersey Avenue, N.W.
Washington, D.C. 20580

Dated: New York, NY
December 30, 2003



James C. McMahon