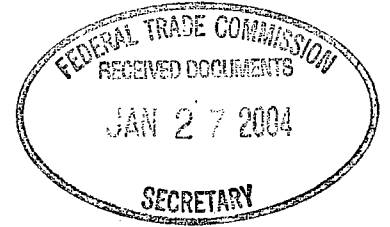


UNITED STATES OF AMERICA
BEFORE FEDERAL TRADE COMMISSION



In the Matter of)
)
)
PIEDMONT HEALTH ALLIANCE, INC.,) Docket No. 9314
a corporation,)
)
and)
)
PETER H. BRADSHAW, M.D.,)
S. ANDREWS DEEKENS, M.D.,)
DANIEL C. DILLON, M.D.,)
SANFORD D. GUTTLER, M.D.,)
DAVID L. HARVEY, M.D.,)
JOHN W. KESSEL, M.D.,)
A. GREGORY ROSENFELD, M.D.,)
JAMES R. THOMPSON, M.D.,)
ROBERT A. YAPUNDICH, M.D.,)
and WILLIAM LEE YOUNG III, M.D.,)
individually.)
_____)

COMPLAINT COUNSEL'S INITIAL DISCLOSURES

Pursuant to Rule 3.31(b)(1) and (2) of the Federal Trade Commission's Rules of Practice for Adjudicative Proceedings ("Rules"), Complaint Counsel hereby submit their Initial Disclosures to Respondents Piedmont Health Alliance, Inc. ("PHA"), Peter H. Bradshaw, M.D., S. Andrews Deekens, M.D., Daniel C. Dillon, M.D., Sanford D. Guttler, M.D., David L. Harvey, M.D., John W. Kessel, M.D., A. Gregory Rosenfeld, M.D., James R. Thompson, M.D., Robert A. Yapundich, M.D., and William Lee Young III, M.D., collectively referred to herein as "Respondents."

I. Individuals and Organizations Likely to Have Discoverable Information

The following persons are likely to have discoverable information relevant to the allegations asserted in the Commission's Complaint, the proposed relief, or to the defenses of the

Respondents. Where available, Complaint Counsel has set forth each individual's full name, address, and telephone number. In addition, where Complaint Counsel is aware that a party is represented by counsel, Complaint Counsel has set forth the name, address, and telephone number of each individual's legal counsel. Complaint Counsel exclude from this list the individual physician respondents and the officers and directors of Respondent PHA. The names, addresses, and telephone numbers of such persons are already in Respondents' possession. Complaint Counsel is not disclosing the identity of any non-testifying experts pursuant to the protection from disclosure provided in §§ 3.31(c)(3) and (4) of the Rules of Practice. Complaint Counsel will disclose the identity of its testifying experts on the date provided in the Scheduling Order entered by the Administrative Law Judge.

1. Richard W. Adkins, Esq.
Accordia
P.O. Box 1551
Charleston, West Virginia 25326-1551
(304) 345-6009

2. Aetna, Inc.
Karen Webb, Director of Provider Relations
Greg Shannon, Network Manager
Leslie Clapp, Professional Services Coordinator
Rick Kelly, General Manager, Carolinas
Susan Kirsch, Director of Provider Relations
Mary Martha McGivern, Director of Provider Relations
Mary Boyd, Director of Provider Relations
Sally Bradley, Network Manager
Bob Wolfkiel, Director of Provider Relations

William Kramer, Esq.
Aetna
980 Jolly Road
P.O. Box 1180
Blue Bell, PA 19422
(215) 775-3618

3. Alex Lee
Tom Fannin, Director of Compensation, Benefits, and Human Resource
Information Systems
Ann Fegley, Benefits Manager

John Orgain, Esq.
Alex Lee
120 4th Street, SW
Hickory, North Carolina 28602
(828) 323-4444
4. American Health Group, Inc.
Warren Eckles, M.D., CEO
American Health Group, Inc.
1789 Indian Wood Circle, Suite 110
Maumee, Ohio 43537

Derek Tefft, Director of Managed Care
American Health Group, Inc.
P.O. Box 1500
Maumee, Ohio 43537
(419) 891-1824 ext. 222
5. Blue Cross and Blue Shield of North Carolina
Joe Bowers, Director of Contracting in Asheville/Hickory
Milo Brunick, Vice President of Network Management
Lisa Cade, Senior Director of Network Management
Darryl Day, former Area Manager for Hickory/Asheville
Courtney Hardy, former Director of Physician Networks, Western Region
Pam Ikerd, Manager for Contracting in Asheville/Hickory Area
Ruth Johnson, former Area Manager for Hickory/Asheville

Elizabeth Lippincott, Associate Counsel
Blue Cross and Blue Shield of North Carolina
P.O. Box 2291
Durham, North Carolina 27702-2291
(919) 765-2641

Douglas W. Kenyon, Esq.
Hunton & Williams
One Hannover Square, Suite 1400
421 Fayetteville Street Mall
Raleigh, North Carolina 27601
(919) 899-3076

6. William Howard III, Vice President of Human Resources
Bernhardt Furniture
1839 Morgantown Boulevard
P.O. Box 740
Lenoir, North Carolina 28645-0740
(828) 759-6540

7. Broyhill Furniture Company
Paula Blankenship, Director of Employee Benefits
Glenda Suddreth, Assistant Director of Employee Benefits

Broyhill Furniture Company
One Broyhill Park
Lenoir, North Carolina 28633
(828) 758-3111

8. Caldwell Memorial Hospital
Frederick L. Soule, President/CEO

Caldwell Memorial Hospital
321 Mulberry Street, S.W.
Lenoir, North Carolina 28645-1890

James H. Sneed, Esq.
McDermott, Will & Emery
600 13th Street, N.W.
Washington, D.C. 20005-3096
(202) 756-8006

9. David C. Kibbe, M.D., Chairman and founder
Canopy Systems Incorporated (formerly Future Healthcare Incorporated)
1520 East Franklin Street
Chapel Hill, North Carolina 27514
(919) 929-5993

10. Reed Gardner, Broker
Capitol Concepts
P.O. Box 3509
Hickory, North Carolina 28603
(828) 322-8210 ext. 411

11. Catawba Valley Health Services
Bob Blake, CEO
Mark Faruque, M.D.

Dean McCord, Esq.
Wyreck, Robbins, Yates & Ponton LLP
4101 Lake Boone Trail, Suite 300
Raleigh, North Carolina 27607-7506
(919) 781-4000

12. Catawba Women's Center

Joel B. Miller, M.D.
Harold C. Dufour, M.D.
James W. Wotring, Jr., M.D.
Nancy J. Toy, M.D.
Scott T. Chatham, M.D.
Jason A. Walker, M.D.
Robert A. Highland, M.D.

Catawba Women's Center
1170 Fairgrove Church Road
Hickory, North Carolina 28603
(828) 322-4140

13. CIGNA HealthCare of North Carolina, Inc.

Ronald Howrigan, Assistant Vice President of Network Management
Mark Payne, Esq.

Toby Singer, Esq.
Jones Day
51 Louisiana Avenue, N.W.
Washington, DC 20001-2113
(202) 879-4654

14. Jim Wright, Vice President of Human Resources

Commscope
1100 Commscope Place, SE
Hickory, North Carolina 28603
(828) 323-4882

15. Suzanne L. Freitag, Account Manager

Corporate Benefits Service, Inc.
145 Scaleybark Road, Suite B
Charlotte, North Carolina 28209
(704) 373-0447

16. Robert Johnson, Senior Vice President of Administration
CV Industries
P.O. Box 608
Hickory, North Carolina 28603
(828) 328-1851
17. Mary Ann Cocke, Benefits & Compensation Manager
Dana Corporation
P.O. Box 433
Toledo, Ohio 43697
18. Rick Mark, Vice President of Human Resources
Drexel Heritage Furniture Industries Incorporated
1925 Eastchester Drive
High Point, North Carolina 27265
(828) 433-3128
19. Employee Benefit Services, Inc.

Wallace T. Gray, Esq.
Key Family of Companies
8330 Allison Pointe Trail
Indianapolis, Indiana 46520
(317) 284-7702
20. Mark A. Faruque, M.D.
Bethlehem Family Practice
1232 Shiloh Church Road
Hickory, North Carolina 28601

Dean M. McCord, Esq.
Wyreck, Robbins, Yates & Ponton LLP
4101 Lake Boone Trail, Suite 300
Raleigh, North Carolina 27607-7506
(919) 781-4000
21. Robert Floyd, owner
The Floyd Group
222-B Harper Avenue NW
Lenoir, North Carolina 28645
(828) 758-1959
22. Frye Regional Medical Center
Dennis Phillips, CEO
Edward Rush, COO

Frye Regional Medical Center
420 North Center Street
Hickory, North Carolina 28601

Clifford Aronson, Esq.
Skadden, Arps, Slate, Meagher & Flom LLP
Four Times Square
New York, NY 10036-6522
(212) 735-2644

23. Grace Hospital, Inc.
Robert Fritts, CFO Blue Ridge HealthCare System

Blue Ridge HealthCare System
2201 South Sterling Street
Morganton, North Carolina 28655

Mark Horoschak, Esq.
Womble Carlyle Sandridge & Rice
One Wachovia Center, Suite 3300
Charlotte, NC 28202-6025
(704) 331-4928

24. Gary E. Lewis, Chief Operating Officer
Health Care Savings, Inc.
4530 Park Road, Suite 110
Charlotte, North Carolina 28209
(704) 527-6261 ext. 1201

25. Hewitt Associates
William Sneden, Benefits Consultant

Peter Ross, Esq.
Hewitt Associates
100 Half Day Road
Lincolnshire, Illinois 60069
(847) 295-5000

26. Timothy Isenhower, Corporate Manager
Hickory Springs Manufacturing Company
P.O. Box 128
Hickory, North Carolina 28603
(828) 328-2201 ext.3269

27. Tricia Manns
Kanawha Health Care Solutions, Inc.
210 South White Street
Lancaster, S.C. 29720
(803)416-5929
28. Tammy Guess, Human Resources Manager
Klingspor Abrasives
P.O. Box 2367
Hickory, North Carolina 28603
(828) 326-0240
29. Drew Mayberry, President and CEO
Lenoir Mirror
401 Kincaid Street
P.O. Box 1650
Lenoir, North Carolina 28645
(828) 728-3271
30. MAMSI Life and Health Ins. Co., and Alliance PPO
John Aman, Director of Network Development
Shawn Brown, Manager of Regulatory Affairs
Kirsten Hopper, Director of Contracts Administration for North Carolina
Valerie Leach, Manager of Contract Administration
Bernard LaPine, Esq., former Director of Regulatory Affairs for North Carolina
- MAMSI
627 Davis Drive, Suite 100
Morrisville, North Carolina 27560
(919) 281-7100
- Sharon Pavlos, Associate Senior Executive Vice President and General Counsel
MAMSI
4 Taft Court
Rockville, Maryland 20850
(301) 251-4075
31. Maupin Taylor, P.A. (formerly Maupin Taylor & Ellis, P.A.)
Arlene J. Diosegy, Esq.
Theron M. vanDusen, Esq.
- Maupin Taylor, P.A.
P.O. Box 13646
Research Triangle Park, North Carolina 27709-3646
(919) 981-4096

32. Mitchell Gold
John Bounous, CFO
Daniel Gauthreaux, Director of Human Resources and Customer Care
- Mitchell Gold
135 One Comfortable Place
Taylorsville, North Carolina 28681
(828) 632-9200
33. Milliman USA Inc.
Clark Slipher
- Sandra Brown, Esq.
Reinhart Boerner Van Deuren
1000 North Water Street, Suite 2100
Milwaukee, Wisconsin 53202
(414) 298-8341
34. North Carolina Department of Health and Human Resources
Dianne Enright, Manager, Geographic Analysis Unit
State Center for Health Statistics
Division of Public Affairs
The Cotton Building
222 N. Dawson Street
Raleigh, North Carolina 27603
(919) 715-4473
35. North Carolina Department of Insurance
Jean W. Holliday, Supervisor, Life and Health Division
430 North Salisbury Street
Raleigh, North Carolina 27603
(919) 733-5060 x 346
36. One Health Plan
Lisa Leak, Manager of Network Development and Provider Relations
Kelly Van Sickle, former Vice President of Network Development
- Lisa Yacuzzo, Esq.
Great-West Life and Annuity Insurance Company
8525 East Orchard Road, 2T3
Greenwood Village, Colorado 80111
(303) 737-0196

37. James E. Orlikoff, President
Orlikoff & Associates, Inc.
4800 S. Chicago Beach Dr.
Chicago, Illinois 60615-2054
(773) 268-8009
38. Richard Orłowski, M.D.
Northwestern Carolina Oncology and Hematology, P.A.
P.O. Box 3710
225 18th Street SE
Hickory, North Carolina 28603
- Dean M. McCord, Esq.
Wyreck, Robbins, Yates & Ponton LLP
4101 Lake Boone Trail, Suite 300
Raleigh, North Carolina 27607-7506
(919) 781-4000
39. Piedmont Health Alliance, Inc.
Sharon Alvis, CEO
Cathie Pettit, COO
James Hughes, CPA, CFO
Ira Bloomfield, M.D., Chief Medical Information Officer
Kim Auten, RN, BSN, Chief Nursing Officer
Diane Fox, RN, Director of Business Development
Martin Light, Director of Project Management
Pam Lyon
Susan Gouge, Provider Relations Representative
- Piedmont Health Alliance, Inc.
1899 Tate Boulevard, SE, Suite 2106
Hickory, North Carolina 28602
(828) 345-0550
- James H. Sneed, Esq.
McDermott, Will & Emery
600 13th Street, N.W.
Washington, D.C. 20005-3096
(202) 756-8006
40. Amy M. Guyer, Managed Care Director
Piedmont HealthCare, P.A.
636 Signal Hill Drive Extension
Statesville, North Carolina 28677
(704) 873-4277

41. Primary Physician Care
Leonard Sills, Consultant
Paul Tate, President
- Primary Physician Care
P.O. Box 11088
Charlotte, North Carolina 28220
(704) 523-2758
42. James H. Sneed, Esq.
McDermott, Will & Emery
600 13th Street, N.W.
Washington, D.C. 20005-3096
(202) 756-8006
43. C. Hunt Shuford, J.R., Secretary
STM Industries, Inc.
1985 Tate Blvd., SE
Hickory, North Carolina 28602-1433
(828) 304-8500
44. Sue Palumba, Manager of Vendor Relations and Total Rewards
Timken Company
1835 Dueber Avenue, SW
Canton, Ohio 44706
(330) 471-2375
45. Unifour Anesthesia Associates, P.A.
R. Bruce Stevens, M.D.
Christopher L. Hunt, M.D.
James P. Wold, M.D.
- Unifour Anesthesia Associates, P.A.
415 North Center Street, Suite 201
Hickory, North Carolina 28601-5032
(828) 327-8105
46. Steven P. Berberich, Assistant Vice President
United Benefits, Inc.
P.O. Box 2480
Daytona Beach, Florida 32115-2480
(386) 239-5710 ext. 7234

47. United HealthCare of North Carolina, Inc.
Anita Bachman, Vice President of United Health Networks
Jim Kubic, Director of Network
Jack Shields, CFO
Alan Hanssen, COO
Jeff Kaiser, Director of Network
Vicky Wachowiac, Vice President of Networks, Georgia

Michael Ile, Esq.
United Healthcare Inc.
5901 Lincoln Drive
Edina, MN 55436
(952) 992-7384

48. Vanguard Furniture
John Bray, CEO
Keith Hart, V.P. Operations

Vanguard Furniture
109 Simpson Street
Hickory, North Carolina 28613
(828) 328-5631

49. Valdese General Hospital

Mark Horoschak, Esq.
Womble Carlyle Sandridge & Rice
One Wachovia Center, Suite 3300
Charlotte, NC 28202-6025
(704) 331-4928

50. Wellpath Community Health Plans
Matt Ungs, Vice President of Network Management
Tammy Mapes-Skinner, Director of Network Development
Peter Chauncey, COO

Wellpath Community Health Plans
6630 Quadrangle Drive, Suite 500
Chapel Hill, North Carolina 27514

Rob Fox, Esq.
Coventry Health Care, Inc.
6705 Rockledge Dr., Suite 900
Bethesda, MD 20817-1850
(301) 581-5588

51. Western North Carolina Health Alliance, Inc.

Forrest W. Campbell, Jr., Esq.
Brooks, Pierce, McLendon, Humphrey & Leonard LLP
2000 Renaissance Plaza
230 North Elm Street
Greensboro, NC 27401
(336) 271-3179

52. Dean Wilkie, President
Wilkie Construction Company Incorporated
2025 Harper Avenue SW
P.O. Box 1410
Lenoir, North Carolina 28645
(828) 754-1653

53. Willis Corroon Carolinas
Lynell Adams, Account Manager, Employee Benefits
Jeff Collins, Vice President

Willis Corroon Carolinas
Two First Union Center, Suite 2600
301 South Tryon Street
Charlotte, North Carolina 28282
(704) 344-4854 (Collins)
(704) 376-9161 (Adams)

II. Relevant Documents

Complaint Counsel has in its possession, custody, or control documents collected while conducting the investigation in this matter that are, or may be, relevant to the allegations in the Commission's Complaint, to the proposed relief, or to the defenses of the Respondents. All documents are located at the Federal Trade Commission, Bureau of Competition, 601 New Jersey Ave., N.W., Washington, DC 20001. Subject to the limitations set forth in Rule 3.31(b), a copy of nonprivileged documents will be provided to Respondents after Administrative Law Judge D. Michael Chappell enters a protective order in this matter and the third parties that submitted documents have been apprised of their rights under the protective order. Complaint

Counsel will not provide a copy of documents produced by Respondents or within Respondents' possession, custody, or control.

Respectfully submitted,



Christi J. Braun
Counsel Supporting the Complaint
Federal Trade Commission
600 Pennsylvania Ave., N.W., Mail Drop NJ-7264
Washington, DC 20580

Dated: *January 27, 2004*

CERTIFICATE OF SERVICE

I, Christi J. Braun, hereby certify that on January 27, 2004:

I caused two copies of Complaint Counsel's Initial Disclosures to be served by hand delivery upon the following person:

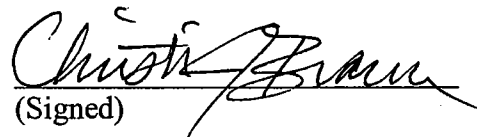
Hon. D. Michael Chappell
Administrative Law Judge
Federal Trade Commission
Room H-104
600 Pennsylvania Avenue, N.W.
Washington, D.C. 20580

I caused two copies of Complaint Counsel's Initial Disclosures to be served by hand delivery upon the following person:

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

I caused copies of Complaint Counsel's Initial Disclosures to be served via electronic mail and followed by US. mail delivery to the following persons:

James H. Sneed, Esq.
Nicholas R. Koberstein, Esq.
Linda M. Holleran, Esq.
McDermott, Will & Emery
600 13th Street, N.W.
Washington, D.C. 20005-3096


(Signed)