

UNITED STATES OF AMERICA
BEFORE FEDERAL TRADE COMMISSION



In the Matter of

SCHERING-PLOUGH CORPORATION,
a corporation,

UPSHER-SMITH LABORATORIES, INC.
a corporation,

and

AMERICAN HOME PRODUCTS
CORPORATION,

a corporation.

Docket No. 9297

**COMPLAINT COUNSEL'S OPPOSITION TO UPSHER-SMITH'S MOTION FOR
LEAVE TO FILE REPLY MEMORANDUM IN SUPPORT OF MOTION TO DISMISS**

On the eve of oral argument on its motion to dismiss – and a full two weeks after complaint counsel's opposition was filed – Upsher-Smith moves for leave to file a 21-page reply memorandum in support of its motion to dismiss. The reply memorandum contains various misstatements, the motion offers no adequate justification for filing a reply, and it does not even attempt to explain or justify the timing of this reply. Complaint counsel oppose the motion.

Respectfully submitted,

A handwritten signature in black ink that reads "Karen Bokat".

Karen Bokat
Counsel Supporting the Complaint

March 12, 2002

CERTIFICATE OF SERVICE

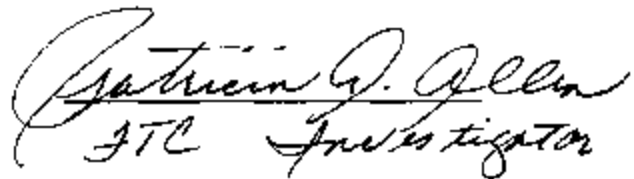
I hereby certify that on March 12, 2002, I caused a copy of Complaint Counsel's Opposition to Upsher-smith's Motion for Leave to File Reply Memorandum in Support of Motion to Dismiss to be filed with the Secretary of the Commission, and two paper copies to be served by hand delivery upon:

The Honorable D. Michael Chappell
Administrative Law Judge
Federal Trade Commission
600 Pennsylvania Avenue, N.W.
Washington, D.C. 20580

The following persons were served with one paper copy by hand delivery:

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Patricia G. Allen
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