

ORIGINAL

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

_____)
IN THE MATTER OF)
)
MSC SOFTWARE CORPORATION,)
)
a corporation)
)
_____)

193691
494321

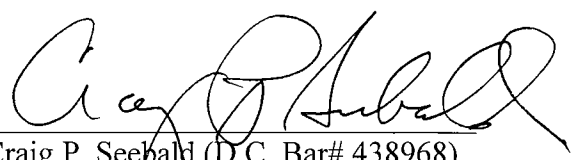
Docket No. 9299

NOTICE OF APPEARANCE

Pursuant to Section 4.1 of the Commission's Rules of Practice, please enter the appearance of Craig P. Seebald, Marcia Stuart Ceplecha and Stefan M. Meisner as counsel on behalf of third party Lockheed Martin Corporation in the above-captioned matter.

Dated: July 1, 2002

Respectfully Submitted,
McDERMOTT, WILL & EMERY
Attorneys for Lockheed Martin Corporation
600 13th Street, N.W.
Washington, D.C. 20005-3096
Telephone: (202) 756-8000
Facsimile: (202) 756-8087

By: 
Craig P. Seebald (D.C. Bar# 438968)
cseebald@mwe.com
Marcia Stuart Ceplecha (D.C. Bar# 452006)
mstuart@mwe.com
Stefan M. Meisner (D.C. Bar# 467886)
smeisner@mwe.com

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that this 1st day of July, 2002, I caused an original and one paper copy of NOTICE OF APPEARANCE to be filed with the Secretary of the Commission, and that two paper copies were served by hand upon:

Honorable D. Michael Chappell
Administrative Law Judge
Federal Trade Commission
Room 104
600 Pennsylvania Avenue, N.W.
Washington, DC 20580

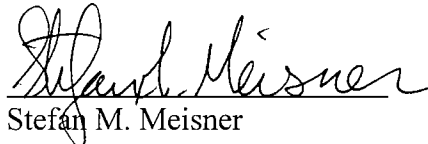
and one paper copy was served by hand upon:

Richard B. Dagen, Esq.
Federal Trade Commission
601 Pennsylvania Avenue, N.W.
Washington, D.C. 20580

P. Abbott McCartney
Federal Trade Commission
601 Pennsylvania Avenue, N.W.
Washington, D.C. 20580

Karen Mills, Esq.
Federal Trade Commission
601 Pennsylvania Avenue, N.W.
Washington, D.C. 20580

Tefft W. Smith
Marimichael O. Skubel
Michael S. Becker
Larissa Paule-Carres
KIRKLAND & ELLIS
655 15th Street, N.W.
Washington, D.C. 20005


Stefan M. Meisner