

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

In the Matter of

**CALIFORNIA PACIFIC MEDICAL GROUP, INC., dba
BROWN AND TOLAND MEDICAL GROUP,**

a corporation.

Docket No. 9306

**AGREEMENT CONTAINING CONSENT ORDER
TO CEASE AND DESIST**

The agreement herein (“Consent Agreement”), by and between California Pacific Medical Group, Inc., dba Brown and Toland Medical Group (“Brown & Toland”), a corporation, sometimes referred to as “Respondent,” by its duly authorized officer and its attorney and counsel for the Federal Trade Commission (“Commission”), is entered into in accordance with the Commission’s Rule governing consent order procedures. In accordance therewith the parties hereby agree that:

1. Brown & Toland is a for profit professional medical corporation organized, existing, and doing business under and by virtue of the laws of the State of California, with its principal address located at 153 Townsend, San Francisco, California 94107.
2. Respondent has been served with a copy of the Complaint issued by the Commission charging it with violations of Section 5 of the Federal Trade Commission Act, as amended, 15 U.S.C. § 45, and has filed answers to said complaint denying said charges.
3. Respondent admits all the jurisdictional facts set forth in the Complaint in this proceeding.
4. Respondent waives:
 - a. any further procedural steps;
 - b. the requirement that the Commission’s Decision and Order, attached hereto and made a part hereof, contain a statement of findings of fact and conclusions of law;
 - c. all rights to seek judicial review or otherwise to challenge or contest the validity of the Decision and Order entered pursuant to this Consent Agreement; and
 - d. any claim under the Equal Access to Justice Act.

5. This Consent Agreement shall not become part of the public record of the proceeding unless and until it is accepted by the Commission. If this Consent Agreement is accepted by the Commission, it will be placed on the public record for a period of thirty (30) days and information with respect thereto publicly released. The Commission thereafter may either withdraw its acceptance of this Consent Agreement and so notify the Respondent, in which event it will take such action as it may consider appropriate, or issue and serve its decision, in disposition of the proceeding.
6. This Consent Agreement is for settlement purposes only and does not constitute an admission by Respondent that the law has been violated as alleged in the Complaint, or that the facts as alleged in the Complaint, other than jurisdictional facts, are true.
7. This Consent Agreement contemplates that, if it is accepted by the Commission, and if such acceptance is not subsequently withdrawn by the Commission pursuant to the provisions of Commission Rule 3.25(f), 16 C.F.R. § 3.25(f), the Commission may, without further notice to Respondent, (1) issue its Decision and Order in disposition of the proceeding and (2) make information public with respect thereto. When so entered, the Decision and Order shall have the same force and effect, and may be altered, modified, or set aside in the same manner and within the same time provided by statute for other orders. The Decision and Order shall become final upon service. Delivery of the Decision and Order to Respondent by any means specified in Commission Rule 4.4(a), 16 C.F.R. § 4.4(a), shall constitute service. Respondent waives any right it may have to any other manner of service. The Complaint may be used in construing the terms of the Decision and Order, and no agreement, understanding, representation, or interpretation not contained in the Decision and Order or the Consent Agreement may be used to vary or contradict the terms of the Decision and Order.
8. Respondent has read the Decision and Order contemplated hereby. By signing this Consent Agreement, Respondent represents that the full relief contemplated by the Decision and Order can be accomplished. Respondent understands that once the Decision and Order has been issued, it will be required to file one or more compliance reports showing that it has fully complied with the Decision and Order. Respondent agrees to comply with Paragraph II of the draft Decision and Order from the date it signs this Consent Agreement. Respondent further understands that it may be liable for civil penalties in the amount provided by law for each violation of the Decision and Order after the Decision and Order becomes final.

CALIFORNIA PACIFIC MEDICAL GROUP, INC., dba
BROWN AND TOLAND MEDICAL GROUP,
a corporation.

By: _____

Gloria Austin, CEO
CALIFORNIA PACIFIC MEDICAL GROUP, INC.,
dba BROWN AND TOLAND MEDICAL GROUP

Signed this ___ day of _____, 2003.

Lin Ho, M.D. President
CALIFORNIA PACIFIC MEDICAL GROUP, INC.,
dba BROWN AND TOLAND MEDICAL GROUP

Signed this ___ day of _____, 2003.

Janet E. Shestakov, General Counsel
CALIFORNIA PACIFIC MEDICAL GROUP, INC.,
dba BROWN AND TOLAND MEDICAL GROUP

Signed this ___ day of _____, 2003.

Richard A. Feinstein, Esq.
Boies, Schiller & Flexner, LLP

Signed this ___ day of _____, 2003.

FEDERAL TRADE COMMISSION

By: _____
Sylvia Kundig
John Wiegand
Gwen Fanger
Norris Washington
Attorneys

APPROVED:

Jeffrey A. Klurfeld
Director
Western Region
Federal Trade Commission

D. Bruce Hoffman
Deputy Director
Bureau of Competition
Federal Trade Commission

Susan A. Creighton
Director
Bureau of Competition
Federal Trade Commission