

Trans No.	Acquiring	Acquired	Entities
20010809	Stephen E. Myers	The Walt Disney Company	Vista-United Telecommunications Partnership.
20010812	American National Insurance Company	Farm Family Holdings, Inc	Farm Family Holdings, Inc.
20010814	FreeBorders.com, Inc	Internet Capital Group, Inc	Animated Images, Inc.
20010815	Internet Capital Group, Inc	FreeBorders.com, Inc	FreeBorders.com, Inc.
20010816	PNC Financial Services Group, Inc	Dana Corporation	Dana Corporation.
20010819	Amkor Technology, Inc	Toshiba Corporation	Iwate Toshiba Electronics Co., Ltd.
20010825	Unitrin, Inc	Curtiss-Wright Corporation	Curtiss-Wright Corporation.
20010828	Zurich Financial Services	The First Australia Fund, Inc	The First Australia Fund, Inc.
20010844	PJM Interconnection, L.L.C	GPU, Inc	GPU, Inc.
20010859	General Motors Corporation	Bank of America Corporation	Banc of America Commercial Corporation.
20010861	Cook Inlet Region, Inc	John S. Boyd	BCN Communications, L.L.C.
20010886	Brown & Brown, Inc	John R. Riedman	Riedman Corporation.

FOR FURTHER INFORMATION CONTACT:

Sandra M. Peay or Parcellena P. Fielding, Contact Representatives, Federal Trade Commission, Premerger Notification Office, Bureau of Competition, Room 303, Washington, DC 20580, (202) 326-3100.

By Direction of the Commission.

Donald S. Clark,

Secretary.

[FR Doc. 01-1168 Filed 1-12-01; 8:45 am]

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FEDERAL TRADE COMMISSION

Granting of Request for Early Termination of the Waiting Period Under the Premerger Notification Rules

Section 7A of the Clayton Act, 15 U.S.C. 18a, as added by Title II of the Hart-Scott-Rodino Antitrust Improvements Act of 1976, requires persons contemplating certain mergers or acquisitions to give the Federal Trade Commission and the Assistant Attorney General advance notice and to wait designated periods before consummation of such plans. Section

7A(b)(2) of the Act permits the agencies, in individual cases, to terminate this waiting period prior to its expiration and requires that notice of this action be published in the **Federal Register**.

The following transactions were granted early termination of the waiting period provided by law and the premerger notification rules. The grants were made by the Federal Trade Commission and the Assistant Attorney General for the Antitrust Division of the Department of Justice. Neither agency intends to take any action with respect to these proposed acquisitions during the applicable waiting period.

Trans No.	Acquiring	Acquired	Entities
Transactions Granted Early Termination—12/11/2000			
20010684	Heerema Holding Company, Inc	INTEC Engineering Partnership, Ltd. ..	INTEC Engineering Partnership, Ltd.
20010892	Cardinal Health, Inc	Martina Nowak	International Processing Corporation.
20010893	Cardinal Health, Inc	Kenneth W. Olsen	International Processing Corporation.
20010898	The Virginia Insurance Reciprocal	Healthcare Workers' Compensation Self-Insurance Fund.	Healthcare Workers' Compensation Self-Insurance Fund.
20010912	ABN AMRO Holding N.V	Trade.com Global Markets, Inc	Trade.com Global Markets, Inc
20010915	Kerry J. Dukes	Trade.com Global Markets, Inc	Trade.com Global Markets, Inc
20010922	Kamal Mustafa	Trade.com Global Markets, Inc	Trade.com Global Markets, Inc
Transactions Granted Early Termination—12/12/2000			
20010909	Matthew D. Castagna	Trade.com Global Markets, Inc	Trade.com Global Markets, Inc
20010925	Bernard Arnault	Datek Online Holdings, Corp	The Island ECN, Inc
Transactions Granted Early Termination—12/13/2000			
20010818	General Electric Company	James A. Glaser	ACT Communications, Inc
Transactions Granted Early Termination—12/14/2000			
20010563	Eastman Kodak Company	Lumisys Incorporated	Lumisys Incorporated.
20010613	Telecom Partners III, L.P	VeloCom Inc	VeloCom Inc
20010616	Centennial Fund VI, L.P	VeleCom Inc	VeleCom Inc
20010703	Wrenchhead.com, Inc	Raymond J. and Lewena Noorda	Profit Pro, Inc
20010704	Raymond J. Noorda and Lewena Noorda.	Wrenchhead.com, Inc	Wrenchhead.com, Inc
20010722	Trintech Group PLC	GlobeSet, Inc	GlobeSet, Inc
20010731	Lone Star Opportunity Fund, L.P	Greenbriar Corporation	J. Driscoll & Associates, Inc
20010750	Iowa Farm Bureau Federation	The Kansas Farm Bureau	Greenbriar Corporation.
20010773	NSB Retail Systems PLC	3068358 Canada Inc	The Kansas Farm Bureau.
20010775	TeleCorp PCS, Inc	ALLTEL Corporation	STS Systems, Inc
			ALLTEL Communications, Inc

Trans No.	Acquiring	Acquired	Entities
20010776	The Kansas Farm Bureau	Iowa Farm Bureau Federation	FBL Financial Group, Inc
20010778	The McGraw-Hill Companies, Inc	Mayfield Publishing Company	Mayfield Publishing Company.
20010782	First Data Corporation	Wells Fargo & Company	Wells Fargo Merchant Services, LLC.
20010808	Scott Kurmit	PRIMEDIA Inc	PRIMEDIA Inc
20010824	Weyerhaeuser Company	Willamette Industries, Inc	Willamette Industries, Inc
20010897	MDMI Holdings, Inc	American Technical Molding, Inc	American Technical Molding, Inc

Transactions Granted Early Termination—12/15/2000

20003935	The Valspar Corporation	Lilly Industries, Inc	Lilly Industries, Inc
20004870	Transocean Sedco Forex Inc	R&B Falcon Corporation	R&B Flcon Corporation.
20010334	Kinder Morgan Energy Partners, L.P ...	NOVA Chemicals Corporation	NOVA Chemicals Corporation.
20010483	French Fragrances, Inc	Unilever N.V	Conopco, Inc
20010611	Summer M. Redstone	Robert L. Johnson	BET Holdings II, Inc
20010659	Pierre Fabre	Alain Merieux	bioMerieux Alliance, SA.
20010817	Wind Point Partners IV, L.P	SMR ECR Holding, Inc	Alexandria Sports, Inc, Burke Sports, Inc Eden Sports, Inc, Leesburg Sports, Inc, Trumbull PT Corp SMR Banyan Tree, Inc, Professional rehab Associates, Inc
20010826	Global TeleSystem Inc	MCT of Russia, L.P	MCT Corp
20010827	Varco International, Inc	The Beacon Group Energy Investment Fund, L.P.	Quality Tubing, Inc
20010831	Cisco Systems, Inc	Active Voice Corporation	Active Voice Corporation.
20010837	Dycom Industries, Inc	Point to Point Communications, Inc	Point to Point Communications, Inc
20010854	Dr. Roy J. Shanker	Waste Management, Inc	Signal Capital Sherman Station One Inc Signal Capital Sherman Station, Inc Waste Management, Inc Wheelabrator Cum Services, Inc Wheelabrator Frackville Energy Company Inc Wheelabrator Frackville Properties Inc Wheelabrator Fuel Services, Inc Wheelabrator Hudson Energy Company, Inc Wheelabrator Lassen Inc Wheelabrator Martell Inc Wheelabrator NHC Inc Wheelabrator Polk Inc Wheelabrator Ridge Energy Inc Wheelabrator Shasta Energy Company, Inc Wheelabrator Sherman Station Two Inc
20010855	Duke Energy Corporation	Waste Management, Inc	Signal Capital Sherman Station One Inc Signal Capital Sherman Station, Inc Waste Management, Inc Wheelabrator Cum Services, Inc Wheelabrator Frackville Energy Company Inc Wheelabrator Frackville Properties Inc Wheelabrator Fuel Services, Inc Wheelabrator Hudson Energy Company Inc Wheelabrator Lassen Inc Wheelabrator Martell Inc Wheelabrator NHC Inc Wheelabrator Polk Inc Wheelabrator Ridge Energy Inc Wheelabrator Shasta Energy Company, Inc Wheelabrator Sherman Station Two Inc
20010856	Duke Energy Corporation	BTA Holdings, Inc	BTA Holdings, Inc
20010871	Carson/LIN SBS, L.P	Western New York Public Broadcasting Association.	Western New York Public Broadcasting Association.
20010872	Joe Fojtasek	Western New York Public Broadcasting Association.	Western New York Public Broadcasting Association.

Trans No.	Acquiring	Acquired	Entities
20010981	Metsaliito Osuuskunta	International Paper Company	International Paper Deutschland, Inc
Transactions Granted Early Termination—12/18/2000			
20010764	Equilease Holding Corp	Delta, plc	Delta America Inc, United Power Corporation.
20010843	PJM Interconnection, L.L.C.	Conectiv	Conectiv.
20010903	Spectrum Holding, Inc	BP Amoco p.l.c.	BP Amoco p.l.c.
20010919	Pharmaceutical Product Development Inc.	Axys Pharmaceuticals, Inc	PPGx, Inc
20010931	Maurice B. Tose	XYPOINT Corporation	XYPOINT Corporation.
Transactions Granted Early Termination—12/19/2000			
20010691	Froedtert Health Systems, Inc	Community Health Care Services of Menomonee Falls, Inc.	Community Health Care Services of Menomonee Falls, Inc
20010729	Bruce Wasserstein	Dresdner Bank AG	Dresdner Bank AG.
20010780	Stephen Adams	PNE Media Holdings, LLC	PNE Media, LLC.
20010802	eVolution Global Partners L.P	American Express Company	MarketMile, Inc
20010836	Manafort Brothers, Inc	Allied Waste Industries, Inc	American Disposal Services of Missouri, Inc
20010838	Hunting PLC	Estate of Charles A. Sammons	Composite Thread Protectors, Inc
20010841	C-MAC Industries Inc	Honeywell International, Inc	Vinson Supply Company.
20010842	Alec E. Gores	Honeywell International Inc	Honeywell International, Inc
20010850	Tyco International Ltd	Eaton Corporation	Honeywell International Inc
20010851	Hick, Muse, Tate & Furst Equity Fund III, L.P.	ABFM Corporation	Eaton Corporation.
20010852	Willis Stein & Partners II, L.P	Anthony G. Telese	ABFM Corporation.
20010862	SPX Corporation	Ray Ryan and Nancy Ryan	Quality Metal Works, Inc
20010863	Zahren Alternative Power Corporation	Northeast Utilities	Central Tower, Inc
20010876	Thomas Weisel Capital Partners, L.P ..	Innovance, Inc	Ryan Construction, Inc
20010906	Johnson & Johnson	SK Corporation	Countryside Genco, LLC, Countryside Landfill Gasco, LLC.
20010917	InterCept Group, Inc (The)	Shrigovin Misir	Morris Genco, LLC, Morris Gasco, LLC.
20010923	Reuters Group plc	Pearson plc	Innovance, Inc
20010934	Artisan Components, Incorporated	Synopsys Incorporated	SK Corporation.
20010961	Republic Services, Inc	Allied Waste Industries, Inc	ICPT, LLC.
20010983	Limestone Electron Trust	El Paso Energy Corporation	SLMsoft.com, Inc
20010986	Nokia Corporation	Ramp Networks, Inc	Financial Times Energy, Inc
Transactions Granted Early Termination—12/20/2000			
20003903	Computer Sciences Corporation	Policy Management Systems Corporation.	Synopsys Incorporated.
20010672	The B.F. Goodrich Company	Raytheon Company	BFI Waste Systems of North America, Inc
20010765	Danaher Corporation	Equilease Holding Corp.	West Georgia Generating Company, L.L.C.
20010792	Highland Holdings	Brian L. Roberts	Ramp Networks, Inc
20010793	Brian L. Roberts	Highland Holdings	
20010796	Harry J. Pappas	Thomas O. Hicks	
20010866	SSPS Inc	ShowCase Corporation	
20010869	Radian Group Inc	Enhance Financial Services Group Inc	
20010870	Morgenthaler Partners VI, L.P	Innovance, Inc	
20010874	The AES Corporation	Andrew R. Fellon	
20010875	The AES Corporation	John C. McCord	
20010877	Azure Capital Partners	Innovance, Inc	
20010904	Cree, Inc	Spectrian Corporation	
20010907	Enron Corp.	Dr. Roy J. Shanker	
20010910	Germain Motor Company	Richard F. Ruhl	
20010911	FL Selenia S.a.r.l	Pennzoil-Quaker State Company.	
20010913	Jim Ratcliffe	Imperial Chemical Industries Plc	
20010920	Pequot Private Equity Fund II, L.P	Everest Broadband Networks, Inc	

Trans No.	Acquiring	Acquired	Entities
20010921	Leap Wireless International, Inc	Century Tel, Inc	MVI Corp., Inc, Century Personal Access Network, Inc
20010924	Pogo Producing Company	NORIC Corporation	NORIC Corporation.
20010926	Capital One Financial Corporation	InnoVentry Corp.	InnoVentry Corp.
20010928	Tyco International Ltd.	Simplex Time Recorder Business Trust	Simplex Time Recorder Business Trust.
20010929	Twin City Co-ops Federal Credit Union	Pioneer Plus Federal Credit Union	Pioneer Plus Federal Credit Union.
20010932	Audax Private Equity Fund, L.P	Patrick J. Purcell	Herald Media, Inc
20010933	Weston Presidio Captial IV, L.P	Patrick J. Purcell	Herald Media, Inc
20010937	SCI Systems, Inc	Telefonaktiebolaget L M Ericsson	Ericsson, Inc
20010940	Telecom Partners III, L.P	Formus Communications, Inc	Formus Communications, Inc
20010942	Finisar Corporation	Shomiti Systems, Inc	Shomiti Systems, Inc
20010945	724 Solutions, Inc	TANTAU Software, Inc	TANTAU Software, Inc
20010980	The Huron Fund LP	Jordan Industries, Inc	Riverside Book and Bible House Incorporated.
			World Bible Publishers, Inc

Transactions Granted Early Termination—12/21/2000

20010763	El Paso Energy Corporation	PG&E Corporation	PG&E Gas Transmission Teco, Inc PG&E Gas Transmission, Texas Corporation.
20010433	Thoratec Laboratories Corporation	Thermo Electron Corporation	Thermo Cardiosystems Inc
20010436	Thermo Electron Corporation	Thoratec Laboratories Corporation	Thoratec Laboratories Corporation.
20010751	Biovail Corporation	Aventis	Aventis Pharma, Inc. Aventis Pharmaceuticals Inc.
20010908	Franciscan Services Corporation	Franciscan Sisters of the Poor	The Franciscan at St. Leonard.
20010947	London Bridge Software Holdings plc	Phoenix International Ltd., Inc	Phoenix International A.P. New Zealand. Phoenix International New York, Inc.
20010948	Institutional Venture Partners VIII, L.P.	Homestead.com, Inc	Homestead.com, Inc.

Transactions Granted Early Termination—12/22/2000

20010676	Vallence Technology, Inc	Science Applications International Corporation.	Telcordia Technologies, Inc.
20010677	Science Applications International	Valence Technology, Inc	Valence Technology, Inc.
20010800	The B.F. Goodrich Company	Autoliv, Inc	OEA Aerospace, Inc.
20010873	MediaNews Group, Inc	AT&T Corp	Kearns-Tribune, LLC.
20010878	Paul Marciano	Guess?, Inc	Guess?, Inc.
20010879	Armand Marciano	Guess?, Inc	Guess?, Inc.
20010883	Yodlee.com, Inc	S1 Corporation	VerticalOne Corporation.
20010884	S1 Corporation	Yodlee.com, Inc	Yodlee.com, Inc.
20010887	Ferro Corporation	Imperial Chemical Industries, PLC	Indpoco Inc. (d/b/a/National Starch and Chemical Company).
20010889	Robert G. Liggett, Jr	Louis Elias	Elias Brothers Restaurants, Inc.
20010890	North Shore Long Island Jewish Health System, Inc.	Doctors' Hospital of Staten Island, Inc	Doctors' Hospital of Staten Island, Inc.
20010891	William A. Robinson	DHL International Limited	DHL International Limited.
20010894	Amerada Hess Corporation	LASMO plc	LASMO plc.
20010895	The Regence Group	Northwest Washington Medical Bureau	Northwest Washington Medical Bureau.
20010899	Verizon Communication Inc	ALLTEL Corporation	ALLTEL Communications, Inc.
20010901	Reilly Family Limited Partnership	Thomas Leclair	American Outdoor Advertising LLC.
20010902	Reilly Family Limited Partnership	Jonathan Levine	American Outdoor Advertising LLC.
20010938	The Procter & Gamble Company	Dr. Johns Products, Ltd	Dr. Johns Products, Ltd.
20010946	Exelon Corporation	Richard E. Wenniger	The Wenninger Company, Inc.
20010949	Tyco International Ltd	Rollin W. Mettler, Jr	Mechatronics, L.L.C. Molded Interconnect Device, LLC.
20011950	Tyco International, Ltd	John H. Mettler	Mechatronics, L.L.C. Molded Interconnect Device, LLC.
20010951	State Automobile Mutual Insurance Company.	Meridian Mutual Insurance Company ..	Meridian Mutual Insurance Company.
20010952	Delta Galil Industries, Ltd	Norton Sloan	Inner Secrets Inc.
20010956	Advance Food Company	Cargill, Inc.	Excel Corporation.
20010957	Cargill, Incorporated	Advance Food Company	Advance Retail Holdings, Inc.
20010964	State Automobile Mutual Insurance Company.	Meridian Insurance Group, Inc	Meridian Insurance Group, Inc.

Trans No.	Acquiring	Acquired	Entities
20010965	The Royal Bank of Scotland Group plc	Rolls-Royce plc	Certified Alloy Products, Inc. Trucast Inc. Ross Catherall Group plc and Ross & Catherall Limited. Trucast Limited, Vickers Engineering plc. HLD Cellular Corporation.
20010969	Verizon Communications Inc	James E. Douglas, Jr. and Jean A. Douglas.	
20010973	James A. Radley	Royal & Sun Alliance Insurance Group plc.	Alliance Assurance Company of America.
20010974	Affiliated Computer Services, Inc	Tyler Technologies, Inc	Business Resources Corporation Capital Commerce Reporter, Inc. Government Records Services, Inc. PRETS Holdings, Inc. RAM Quest Software, Inc. RTS Holdings, Inc. Title Records Corporation. Pinnacle Gas Treating, Inc. Viewpoint International, Inc. The Grand Union Company (debtor-in-possession). Focus Technologies, Inc.
20010978	Anadarko Petroleum Corporation	Western Gas Resources, Inc	
20010982	The SKM Equity Fund III, L.P	Whole Duty Investment, Ltd	
20010985	New York University	The Grand Union Company (debtor-in-possession).	
20010987	DLJ Merchant Banking Partners III, L.P.	Credit Suisse Group	
20010988	Medisys PLC	Chronimed Inc	MEDgenesis Inc.
20010989	Paul B. Prager	The Montana Power Company	Continental Energy Services, Inc.
20010990	William E. Bindley	Cardinal Health, Inc	Cardinal Health, Inc.
20010992	Safeway Inc	Genuardi's Willco, Inc	Genuardi's Willco, Inc.
20010995	Agilera.com, Inc	Applicast, Inc	Applicast, Inc.
20010996	Leica Geosystems Holdings AG	Dennis F. Nardoni	Laser Alignment, Inc.
20010997	Reinhard Mohn	Mortimer B. Zuckerman	F.C. Holdings, L.L.C. Fast Company Media, LLC.
20010998	Gerald W. Schwartz	I and K Distributors, Inc	I and K Distributors, Inc.
20010999	International Rectifier Corporation	Unisem, Inc	Unisem, Inc.
20011000	Agilent Technologies, Inc	Objective Systems Integrators, Inc	Objective systems Integrators, Inc.
20011001	SEACOR SMIT Inc	Philip G. & Judy C. Plaisance	Plaisance Marine Inc., LaSalle Off-shore Inc. Seahorse Marine Inc.
20011002	L-3 Communications Holdings, Inc.	Thermo Electron Corporation	Coleman Research Corporation.
20011005	GATX Corporation	Rolls-Royce Plc.	Pembroke Group Limited.
20011008	Sesame Workshop	EM. TV & Merchandising AG	The Jim Henson Company, Inc.
20011011	GTFC Equity Investors, L.L.C.	MicroAge, Inc.	MicroAge Technology Services, L.L.C.
20011013	Reed International P.L.C.	George Schussel	DCI Management, Inc. DCI Massachusetts Business Trust. IT Media Group, Inc. O&P Incorporated. Software Lists, Inc.
20011014	Elsevier NV	George Schussel	DCI Management, Inc. DCI Massachusetts Business Trust. IT Media Group, Inc. O&P Incorporated. Software Lists, Inc.
20011017	Nextel Communications, Inc.	Chadmoore Wireless Group, Inc.	Chadmoore Wireless Group, Inc.
20011018	Constellation Brands, Inc.	Daniel R. Baty	Corus Brands, Inc.
20011032	Odyssey Investment Partners Fund, L.P..	Jeffrey D. Church	Trevecca Holdings, Inc.
20011036	Nordea Plc	Christiania Bank og Kreditkasse ASA	Christiania Bank og Kreditkasse ASA.
20011037	SEACOR SMIT Inc.	Rincon Marine, Inc.	Rincon Marine, Inc.
20011038	NextMedia Investors LLC	NextMedia Group II, Inc.	NextMedia Group II, Inc.
20011039	Plum Creek Timber Company, Inc.	Plum Creek Manufacturing Holding Company, Inc.	Plum Creek Manufacturing Holding Company, Inc.
20011043	National Software Corporation	Catapulse, Inc.	Catapulse, Inc.
20011045	Centrica plc	Sempra Energy	Energy America LLC.
20011046	Kingspan Group plc	Daniel and Patricia Baker, husband and wife.	Tate Global Corporation.
20011048	Francisco Partners, L.P.	marchFirst, Inc	marchFirst, Inc.
20011050	Krug International Corp.	Charterhouse Equity Partners, II, L.P.	Southern Health Corp./Clanton Hospital, Inc./Dexter Hospital.
20011052	Microsoft Corporation	USinternetworking, Inc	USinternetworking, Inc.
20011057	Bodycote International plc	Lindberg Corporation	Lindberg Corporation.
20011059	Medline Industries, Inc.	Sun Healthcare Group, Inc.	Sun Healthcare Group, Inc.

Trans No.	Acquiring	Acquired	Entities
20011060	The Drees Company	Allen G. Zaring, III	Zaring Homes, Inc., Zaring Homes of Indiana LLC. Zaring National Corporation. The Killam Group Inc.
20011064	Mott MacDonald Group Limited	Thermo Electron Corporation	Orion Food Systems International, Inc.
20011065	IAWS Group plc	Marvin M. Schwan	Basin Exploration, Inc.
20011072	Stone Energy Corporation	Basin Exploration, Inc.	Toyota Motor Sales U.S.A., Inc.
20011074	Toyota Automatic Loom Works, Ltd. ...	Toyota Motor Corporation	Toyota-Lift of Los Angeles, Inc. Cornhusker Motor Club.
20011077	The Auto Club Group f/k/a/ AAA Michigan/Wisconsin, Inc.	Cornhusker Motor Club	
20011082	Caterpillar Inc.	J. Garner Scott	Federal Financial Services, Inc. IronMart, Inc. Pioneer Machinery, Inc.
20011095	Boston Ventures Limited Partnership V	Jeremiah J. Harris	Production Resource Group, L.L.C., Signal Perfection, Ltd.

FOR FURTHER INFORMATION CONTACT:

Sandra M. Peay or Parcellena P. Fielding, Contact Representatives, Federal Trade Commission, Premierer Notification Office, Bureau of Competition, Room 303, Washington, DC 20580, (202) 326-3100.

By Direction of the Commission.

Donald S. Clark,

Secretary.

[FR Doc. 01-1169 Filed 1-12-01; 8:45 am]

BILLING CODE 6750-01-M

FEDERAL TRADE COMMISSION

[File No. 011 0022]

Winn-Dixie Stores, Inc., Analysis To Aid Public Comment

AGENCY: Federal Trade Commission.

ACTION: Proposed consent agreement.

SUMMARY: The consent agreement in this matter settles alleged violations of federal law prohibiting unfair or deceptive acts or practices or unfair methods of competition. The attached Analysis to Aid Public Comment describes both the allegations in the draft complaint that accompanies the consent agreement and the terms of the consent order—embodied in the consent agreement—that would settle these allegations.

DATES: Comments must be received on or before February 8, 2001.

ADDRESSES: Comments should be directed to: FTC/Office of the Secretary, Room 159, 600 Pennsylvania Ave., NW., Washington, DC 20580.

FOR FURTHER INFORMATION CONTACT: Richard Parker or James Fishkin, FTC/H-374, 600 Pennsylvania Ave., NW., Washington, DC 20580. (202) 326-3300 or 326-2663.

SUPPLEMENTARY INFORMATION: Pursuant to Section 6(f) of the Federal Trade Commission Act, 38 Stat. 721, 15 U.S.C.

46 and § 2.34 of the Commission's Rules of Practice (16 CFR 2.34), notice is hereby given that the above-captioned consent agreement containing a consent order to cease and desist, having been filed with and accepted, subject to final approval, by the Commission, has been placed on the public record for a period of thirty (30) days. The following Analysis to Aid Public Comment describes the terms of the consent agreement, and the allegations in the complaint. An electronic copy of the full text of the consent agreement package can be obtained from the FTC Home Page (for January 9, 2001), on the World Wide Web, at <http://www.ftc.gov/os/2001/01/index.htm>. A paper copy can be obtained from the FTC Public Reference Room, Room H-130, 600 Pennsylvania Avenue, NW., Washington, D.C. 20580, either in person or by calling (202) 326-3627.

Public comment is invited. Comments should be directed to: FTC/Office of the Secretary, Room 159, 600 Pennsylvania Ave., NW., Washington, DC 20580. Two paper copies of each comment should be accompanied, if possible, by a 3½ inch diskette containing an electronic copy of the comment. Such comments or views will be considered by the Commission and will be available for inspection and copying at its principal office in accordance with § 4.9(b)(6)(ii) of the Commission's Rules of Practice (16 CFR 4.9(b)(6)(ii)).

Analysis of the Complaint and Proposed Consent Order To Aid Public Comment**I. Introduction**

The Federal Trade Commission ("Commission") has accepted for public comment from Winn-Dixie Stores, Inc. "Winn-Dixie" or "the Proposed Respondent") and Agreement Containing Consent Order "the proposed consent order"). The Proposed Respondent has also reviewed a draft

complaint that the Commission contemplates issuing. The proposed consent order is designed to furnish the Commission with prospective relief in the markets affected by the proposed acquisition by Winn-Dixie of supermarkets and other assets of Jitney-Jungle Stores of America, Inc. ("Jitney-Jungle"). A plan of sale pertaining to the supermarkets involved in this case has been confirmed by the United States Bankruptcy Court for the Eastern District of Louisiana in *In re Jitney-Jungle Stores of America*, Case No. 99-17191, on December 15, 2000.

II. Description of the Parties and the Proposed Acquisition

Jitney-Jungle, owned principally by Bruckmann, Rosser, Sherill & Co., an investment company, runs most of its stores under the names "Jitney-Jungle" and "Delchamps." Prior to its filing under Chapter 11 of the Bankruptcy Act on October 12, 1999, Jitney-Jungle operated nearly 200 supermarkets, and a lesser number of nearby gas stations and liquor stores, in Mississippi, Alabama, Louisiana, Florida, Arkansas, and Tennessee. Following that filing, Jitney-Jungle has closed more than 45 supermarkets and sold off at least ten (10) others. Following the solicitation of buyers for any and all of its stores, Jitney-Jungle proposed to sell 72 supermarkets to Winn-Dixie for a total purchase price of \$85 million. Following an auction held under the auspices of the bankruptcy court, and as limited by the proposed consent order, Winn-Dixie plans instead to acquire 68 of the Jitney-Jungle stores for a reduced consideration.

Winn-Dixie is a Florida corporation headquartered in Jacksonville, Florida. It operates more than 1,000