

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA**

UNITED STATES OF AMERICA

Plaintiff

v.

L.B. FOSTER COMPANY

and

PORTEC RAIL PRODUCTS, INC.

Defendants

Case No.: 1:10-cv-02115-RMU

**CERTIFICATE OF COMPLIANCE WITH PROVISIONS
OF THE ANTITRUST PROCEDURES AND PENALTIES ACT**

Plaintiff, United States of America, by the undersigned attorney, hereby certifies that, in compliance with the Antitrust Procedures and Penalties Act, 15 U.S.C. § 16(b)-(h), the following procedures have been followed in preparation for the entry of the Final Judgment in this matter:

1. The Complaint, proposed Final Judgment, and Hold Separate Stipulation and Order ("Hold Separate Order"), by which the parties have agreed to the Court's entry of the Final Judgment following compliance with the APPA, were filed with the Court on December 14, 2010. The United States also filed its Competitive Impact Statement with the Court on December 14, 2010.

2. Pursuant to 15 U.S.C. §16(b), the proposed Final Judgment and Competitive Impact Statement were published in the *Federal Register* on December 20, 2010 (*see* 75 Fed. Reg. 79394).

3. Pursuant to 15 U.S.C. §16(b), copies of the proposed Final Judgment and Competitive Impact Statement were furnished to all persons requesting them and made available on the Department of Justice, Antitrust Division's internet site, as were the Complaint and Hold Separate Order.

4. Pursuant to 15 U.S.C. §16(c), a summary of the terms of the proposed Final Judgment was published in *The Washington Post*, a newspaper of general circulation in the District of Columbia, for seven days beginning on December 23, 2010 and ending on December 29, 2010.

5. As noted in the Competitive Impact Statement, there were no determinative materials or documents within the meaning of 15 U.S.C. §16(b) that were considered by the United States in formulating the proposed Final Judgment, so none were furnished to any person pursuant to 15 U.S.C. §16(b) or listed pursuant to 15 U.S.C. §16(c).

6. As required by 15 U.S.C. §16(g), on December 22, 2010, defendants L.B. Foster Company and Portec Rail Products, Inc. each filed with the Court a description of written or oral communications by or on behalf of each defendant, or any other person, with any officer or employee of the United States concerning the proposed Final Judgment.

7. The sixty-day comment period prescribed by 15 U.S.C. § 16(b) and (d) for the receipt and consideration of written comments, during which the proposed Final Judgment could not be entered, ended on February 27, 2011. The United States did not receive any comments on the proposed Final Judgment.

8. The parties have satisfied all the requirements of the Antitrust Procedures and Penalties Act, 15 U.S.C. § 16(b)-(h), that were conditions for entering the proposed Final Judgment. The Court may now enter the Final Judgment if the Court determines that, pursuant to 15 U.S.C. §16(e), entry of the Final Judgment is in the public interest.

Dated: March 9, 2011

Respectfully submitted,



Christine A. Hill (D.C. Bar No. 461048)
U.S. Department of Justice
Antitrust Division, Litigation II Section
450 Fifth Street, N.W., Suite 8700
Washington, D.C. 20530
(202) 305-2738