

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

UNITED STATES OF AMERICA, *et al.*,

Plaintiffs,

v.

TICKETMASTER ENTERTAINMENT, INC. and
LIVE NATION, INC.,

Defendants.

Case: 1-10-cv-00139
Date Filed: January 25, 2010

OPPOSITION TO THE [PROPOSED] FINAL JUDGMENT

Jam Productions, Ltd., a rival independent concert promoter based in Chicago, opposes this Proposed Final Judgment on the basis that it does not remedy the loss of competition in the live entertainment industry but rather sustains and strengthens the injury and harm to the consumer and competition. The merger of these two companies is vertical integration on steroids. There is no other company in any industry (other than public utilities and professional sports) in the United States who will have the dominance and power of this new merged entity of Live Nation and Ticketmaster.

This merger creates an incredibly powerful company by combining the leading global concert ticket selling company with the leading global live artist management company with the leading global concert promoter with the owner of most of the contemporary outdoor amphitheatres in the US. If this merger is allowed to proceed the combined entity will have the ability to suppress or eliminate competition in many segments of the music industry including rival concert promoters; primary and secondary ticketing companies; artist management firms; talent agencies; venue management companies; record companies; artist merchandise, apparel and licensing companies; artist fan clubs and sponsorship/marketing companies.

Live Nation Entertainment is the largest live entertainment company in the world, consisting of five businesses: concert promotion and venue operations, artist management, sponsorship, ticketing solution and e-commerce that includes Live Nation, Ticketmaster and Frontline Management Group. Live Nation is the largest producer of live concerts in the world, annually producing more than 22,000 concerts on behalf of 1,500 artists in 57 countries. In 2009 Live Nation sold 140 million tickets, promoted 21,000 concerts, partnered with 850 sponsors and averaged 25 million unique monthly users of its e-commerce sites. Ticketmaster serves more than 10,000 clients worldwide in multiple event categories and sold more than 141 million tickets valued at over \$8.8 billion on behalf of its clients in 2008. Frontline Management is the world's largest artist management firm representing 200+ of the most popular performers in the music industry.

I. NATURE AND PURPOSE OF THE PROCEEDING

Defendant Ticketmaster Entertainment, Inc. ("Ticketmaster") and Defendant Live Nation, Inc. ("Live Nation") entered into an agreement, dated February 10, 2009, pursuant to which they would merge into a new entity to be known as Live Nation Entertainment. The United States, and the States of Arizona, Arkansas, California, Florida, Illinois, Iowa, Louisiana, Nebraska, Nevada, Ohio, Oregon, Rhode Island, Tennessee, Texas, and Wisconsin, and the Commonwealths of Massachusetts and Pennsylvania filed a civil antitrust Complaint on January 25, 2010, seeking to enjoin the proposed transaction because its likely effect would be to lessen competition substantially for primary ticketing services to major concert venues located in the United States in violation of Section 7 of the Clayton Act, 15 U.S.C. § 18. This loss of competition likely would result in higher prices for and less innovation in primary ticketing services.

At the same time the Complaint was filed, the United States also filed a Hold Separate Stipulation and Order ("Hold Separate") and proposed Final Judgment, which are designed to eliminate the anticompetitive effects of the acquisition. Under the proposed Final Judgment, which is explained more fully below, Defendants are required to grant a perpetual license to their Host platform and to divest their entire Paciolan business in order to establish two independent ticketing companies capable of competing effectively with the merged entity. The Final Judgment also prohibits Defendants from engaging in certain conduct that would prevent equally efficient firms from competing effectively. Under the terms of the Hold Separate, Ticketmaster will take certain steps to ensure that the Paciolan business is operated as a competitively independent, economically viable and ongoing business concern that will remain independent and uninfluenced by the consummation of the transaction and to ensure that competition is maintained during the pendency of the ordered divestiture.

The United States and Defendants have stipulated that the proposed Final Judgment may be entered after compliance with the APPA. Entry of the proposed Final Judgment would terminate this action, except that the Court would retain jurisdiction to construe, modify, or enforce the provisions of the proposed Final Judgment and to punish and remedy violations thereof.

II. DESCRIPTION OF THE EVENTS GIVING RISE TO THE ALLEGED VIOLATION

A. THE CONCERT INDUSTRY

Staging concerts traditionally has required the participation of several parties. **Artists**, who provide the entertainment that makes the concert possible hire **Managers** to represent them in negotiating the commercial terms of their recording contracts, publishing royalties, live concert tours, merchandise and sponsorship arrangements. **Agents** are hired by the Managers to represent artists in negotiations to establish the commercial terms on which artists will perform. **Promoters** contract with artists to perform at particular concerts, assume the financial risk of staging the concerts, make the arrangements for the concerts to occur at certain times and places, and market the concerts. **Venues** are the physical locations where concerts occur, and venues' owners, operators, or managers usually arrange for the sale of tickets to concerts at their venues. **Primary ticketing companies** provide services

such as websites, call centers, and retail networks from which tickets may be purchased.

B. THE DEFENDANTS AND THE PROPOSED TRANSACTION

Ticketmaster is the largest primary ticketing company in the United States. In 2008, Ticketmaster earned gross revenues of about \$800 million from its U.S. primary ticketing business. Ticketmaster offers two principal primary ticketing products to venues: (1) Host, a Ticketmaster-managed platform for selling tickets through Ticketmaster's website and other sales channels; and (2) Paciolan, a venue-managed platform for selling tickets through the venue's own website and other sales channels. In 2008, Ticketmaster provided primary ticketing services to venues representing more than 80% of major concert venues.

In addition to its primary ticketing operations, Ticketmaster expanded into the artist management business in 2008 by acquiring a controlling interest in Front Line Management Group Inc. ("Front Line"), an important artist management firm with clients such as the Eagles, Neil Diamond, Jimmy Buffett, Aerosmith, Van Halen, Christina Aguilera, John Mayer plus hundreds of others.

Live Nation is comprised of the following 24 promoters from across the country whose businesses were purchased beginning in 1996; Contemporary Productions, Sunshine Promotions, Cellar Door, Pace, Nederlander, Delsener/Slater, the Don Law Company, Oakdale Concerts, A. H. Enterprises, Bill Graham Presents, Avalon, DiCesare-Engler, Evening Star, Universal Concerts/House of Blues, Belkin Productions, Electric Factory Concerts, Magicworks, Fantasma, Concert Productions International, Concerts/Southern Promotions, the Entertainment Group, New Era Promotions, Feyline Concerts and Cardenas Fernandez Associates.

Through their acquisitions of the above mentioned companies, Live Nation controls the best and most of the contemporary outdoor amphitheatres (47) across the country where performances by the top artists in the world are staged. Live Nation currently owns 46 clubs and theatres and 11 House of Blues and continues obtain more.

Live Nation is the largest concert promoter in the United States, earning more than \$1.3 billion in revenue from its U.S. promotions business in 2008 and promoting shows representing 46% of the concert tickets sold at major concert venues in 2009. Live Nation has entered long-term partnerships with several popular artists including but not limited to Madonna, U2, Rolling Stones, Nickelback and Jay-Z to exclusively promote their concerts, sell recordings of their music, and market artist-branded merchandise such as T-shirts. Live Nation also owns or operates about 70 major concert venues throughout the United States. Live Nation entered the market for primary ticketing services in late December 2008.

As per Pollstar, the publication that tracks concert ticket sales, in 2009 Live Nation sold 25,007,416 tickets (46.06% of the total tickets sold) in the United States while their second largest competitor sold 10,742,104 tickets (19.78% of the total tickets sold). The third largest concert promoter was C3 Presents with 1,386,106 tickets, MSG Entertainment was fourth with 1,332,266 tickets and Jam was fifth with 1,291,556 tickets. Excluding Live Nation and AEG, the other 48 of the top 50 concert promoters produced the remaining 34.16% of the US concerts.

2009 Top 50 U.S. Concert Promoters		
1	25,007,416	Live Nation *
2	10,742,104	AEG Live **
3	1,386,106	C3 Presents
4	1,332,266	MSG Entertainment
5	1,291,556	Jam Productions
6	1,078,703	Palace Sports & Entertainment
7	863,854	Outback Concerts
8	819,007	The Bowery Presents
9	817,659	Magic Arts & Ent'ment / NewSpace Ent'ment
10	739,451	Nederlander Concerts
11	691,388	I.M.P. / Seth Hurwitz
12	616,874	Premier Productions
13	571,962	Another Planet Entertainment
14	539,706	Tate Entertainment
15	510,353	Knitting Factory Entertainment
16	504,962	Frank Productions
17	487,566	Icon Entertainment Group
18	401,082	Rush Concerts
19	395,661	Red Mountain Entertainment
20	297,004	A.C. Entertainment
21	293,370	Beaver Productions
22	273,843	Metropolitan Talent Presents
23	270,229	Blue Deuce Entertainment
24	252,300	The Andrew Hewitt Company
25	246,619	Harrah's Entertainment
26	214,208	Lucky Man Concerts
27	211,813	Bill Silva Presents
28	208,979	True West / Mark Adler
29	201,309	Mike Thrasher Presents
30	181,090	Jade Presents
31	178,247	PromoWest Productions
32	176,838	Mammoth Live
33	174,374	Seattle Theatre Group
34	164,150	Rams Head Promotions
35	156,614	Fox Associates
36	154,553	Olympia Entertainment
37	153,477	Monqui Presents
38	148,573	Stan Levinstone Presents
39	146,983	First Avenue Productions
40	144,879	Atlanta Symphony Orchestra
41	137,898	Higher Ground Productions
42	131,681	Bill Blumenreich Presents
43	130,819	Hennepin Theatre Trust
44	130,603	PFM
45	126,296	Cardenas Marketing Network
46	125,860	NAC Entertainment
47	123,565	DCF Concerts
48	120,846	Stone City Attractions
49	111,726	Hauser Entertainment
50	110,572	Vincent Longo

* represents the combined totals of Live Nation, House of Blues and Live Nation Global Touring
 ** represents the combined totals of AEG Live, Concerts West, TMG, Goldenvoice and Moore Entertainment
 All figures are for tickets sold in the U.S. as reported to POLLSTAR for shows played in 2009.

2009 US Top Promoters

COMPANY	TICKETS SOLD	% AGE OF TICKETS SOLD
Live Nation *	25,007,416	46.06%
AEG Live **	10,742,104	19.78%
C3 Presents	1,386,106	2.55%
MSG Entertainment	1,332,266	2.45%
Jam Productions	1,291,556	2.38%
Palace Sports & Entertainment	1,078,703	1.99%
Outback Concerts	863,854	1.59%
The Bowery Presents	819,007	1.51%
Magic Arts & Ent'ment / NewSpace Ent'ment	817,659	1.51%
Nederlander Concerts	739,451	1.36%
I.M.P. / Seth Hurwitz	691,388	1.27%
Premier Productions	616,874	1.14%
Another Planet Entertainment	571,962	1.05%
Tate Entertainment	539,706	0.99%
Knitting Factory Entertainment	510,353	0.94%
Frank Productions	504,962	0.93%
Icon Entertainment Group	487,566	0.90%
Rush Concerts	401,082	0.74%
Red Mountain Entertainment	395,661	0.73%
A.C. Entertainment	297,004	0.55%
Beaver Productions	293,370	0.54%
Metropolitan Talent Presents	273,843	0.50%
Blue Deuce Entertainment	270,229	0.50%
The Andrew Hewitt Company	252,300	0.46%
Harrah's Entertainment	246,619	0.45%
Lucky Man Concerts	214,208	0.39%
Bill Silva Presents	211,813	0.39%
True West / Mark Adler	208,979	0.38%
Mike Thrasher Presents	201,309	0.37%
Jade Presents	181,090	0.33%
PromoWest Productions	178,247	0.33%
Mammoth Live	176,838	0.33%
Seattle Theatre Group	174,374	0.32%
Rams Head Promotions	164,150	0.30%
Fox Associates	156,614	0.29%
Olympia Entertainment	154,553	0.28%
Monqui Presents	153,477	0.28%
Stan Levinstone Presents	148,573	0.27%
First Avenue Productions	146,983	0.27%
Atlanta Symphony Orchestra	144,879	0.27%
Higher Ground Productions	137,898	0.25%
Bill Blumenreich Presents	131,681	0.24%
Hennepin Theatre Trust	130,819	0.24%
PFM	130,603	0.24%
Cardenas Marketing Network	126,296	0.23%
NAC Entertainment	125,860	0.23%
DCF Concerts	123,565	0.23%
Stone City Attractions	120,846	0.22%
Hauser Entertainment	111,726	0.21%
Vincent Longo	110,572	0.20%

TOTAL TICKETS SOLD**54,296,994**

* represents the combined totals of Live Nation, House of Blues and Live Nation Global Touring

** represents the combined totals of AEG Live, Concerts West, TMG, Goldenvoice and Moore Entertainment

All figures are for tickets sold in the U.S. as reported to POLLSTAR for shows played in 2009.

On February 10, 2009, less than two months after its entry into primary ticketing, Live Nation agreed to merge with Ticketmaster. That proposed transaction would substantially lessen competition and is the subject of the Complaint and proposed Final Judgment filed by the United States in this matter.

III. STATEMENT OF OPPOSITION

With no disrespect to the Department of Justice, the Proposed Final Judgment only concerns itself with the least important aspect of this merger, namely ticketing, while completely avoiding and ignoring the unreasonable restraint of trade and commerce violations in the presentation of live concerts and the attempt to monopolize such trade and commerce. It should be noted that the topics I raise in this opposition statement are not new to the DOJ since they have been raised from the very beginning of their investigation. This merger if allowed to happen will affect the entire live music entertainment industry.

Live Nation and Ticketmaster are both Goliaths, so their unification will create a business with extraordinary market power, leverage and clout.

With the merger of Live Nation and Ticketmaster you have a company that: (1) sells most of the concert tickets in this county through its contracts with venues (11,000 venue clients across 20 countries); (2) manages or controls the tours of the largest, most popular top performers in the world (Madonna, U2, Rolling Stones, Jay-Z, Shakira, Nickelback, Eagles, Christina Aguilera, Aerosmith, Jimmy Buffett, Guns 'n Roses, Alan Jackson, Steely Dan, Stevie Nicks, Chicago, Journey and 200 + others ; (3) owns most of the amphitheatres in the US and also owns more club venues (11 HOBs) as well as controlling, thru owning/leasing a large amount of other clubs and theatres; (4) purchases tours for its own amphitheatres and venues as well as other buildings they don't own or control; (5) owns touring, recording, merchandise, fan clubs, etc. rights to many relevant performers; (6) owns a merchandise company that sells the performers' shirts, hats, etc.; (7) owns a company that provides 'fan club' services to performers; (8) owns all the data to track ticket sales to provides a huge competitive advantage; (9) owns the data to all competing promoters fan bases; (10) and owns all data through the sale of tickets to provide their company the best and largest Internet ability to offer their fan base more services and products beyond live performances such as the bundling performers' products for sale on-line as well as sponsorship opportunities.

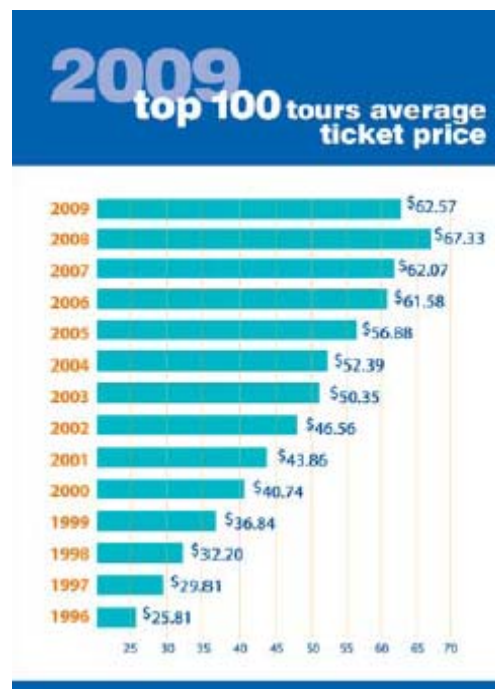
IV. HARM TO THE CONSUMER

This merger will affect first and foremost the fan. The business model of Live Nation has not been beneficial to the consumer but rather harmed them by increasing the cost of attending a concert.

A. INCREASE IN TICKET PRICES

As history shows, this new company was the beginning of an unprecedented increase in concert ticket prices. Their new business model entailed buying entire tours across the country rather than individual shows on a market by market basis. This meant that in order to promote every concert for a particular artist SFX/Clear Channel/Live Nation had to substantially escalate the typical guaranteed payment to that artist so they could obtain control of the tour. And as you will see below, this increase was passed along to the public.

- Between 1996, the year SFX began, and 2000, the year SFX was sold to Clear Channel, the average ticket price for the country's top 100 musical tours went from \$25.81 to \$40.74, a 58% increase over those five years.
- Between 2000 and 2005, the year Clear Channel spun off Live Nation into its own publicly traded company, the average ticket price for the country's top 100 musical tours went from \$40.74 to \$56.88, a 39% increase.
- In 2008 the average ticket price for the top 100 tours jumped to \$67.35. Since the consolidation of the concert industry began some 12 years ago the average ticket price has increased 160%.
- Due to the recession the average ticket price for the top 100 tours dropped to \$62.57 in 2009 which still represents a 142% increase since 1996.
- The increase in ticket prices can be attributed to the block booking of an entire national tour of a performer where it is in Live Nation's best interest to keep the ticket prices high.



LADY GAGA

Below is a list of Lady GaGa performances produced by various promoters with ticket prices before the tour was sold to Live Nation:

DATE	VENUE	CITY	ST	TICKET PRICES
03/12/09	House of Blues	San Diego	CA	\$18.5/20
03/13/09	The Wiltern	Los Angeles	CA	\$23
03/14/09	Mezzanine	San Francisco	CA	\$21
03/16/09	Showbox at The Market	Seattle	WA	\$22/24
03/17/09	Wonder Ballroom	Portland	OR	\$18/20
03/21/09	Gothic Theatre	Englewood	CA	\$20
03/24/09	House of Blues	Chicago	IL	\$24/26
03/28/09	Royal Oak Music Theatre	Royal Oak	MI	\$20
04/06/09	House of Blues	Lake Buena Vista	FL	\$20/23
04/07/09	The Ritz	Tampa	FL	\$20.99/25
04/08/09	Revolution	Fort Lauderdale	FL	\$19/21
04/09/09	Center Stage	Atlanta	GA	\$20
05/01/09	Electric Factory	Philadelphia	PA	\$15/20
05/02/09	Terminal 5	New York	NY	\$20/25
12/01/09	Wang Theatre	Boston	MA	\$43/63
12/01/09	DAR Constitution Hall	Washington	DC	\$23.5/43.5
12/02/09	Wang Theatre	Boston	MA	\$43/63
12/03/09	Susquehanna Bank Center	Camden	NJ	\$35/45
12/13/09	Bill Graham Civic Auditorium	San Francisco	CA	\$48/50
12/14/09	Bill Graham Civic Auditorium	San Francisco	CA	\$48/50
12/19/09	Sports Arena	San Diego	CA	\$45
12/21/09	Nokia Theatre	Los Angeles	CA	\$59.75/79.75
12/22/09	Nokia Theatre	Los Angeles	CA	\$59.75/79.75
12/23/09	Nokia Theatre	Los Angeles	CA	\$59.75/79.75
12/27/09	Lakefront Arena	New Orleans	LA	\$35/45
12/28/09	Fox Theatre	Atlanta	GA	\$36.5/75
12/29/09	Fox Theatre	Atlanta	GA	\$36.5/75
12/31/09	James L Knight Center	Miami	FL	\$23/63
01/02/10	James L Knight Center	Miami	FL	\$23/63
01/03/10	UCF Arena	Orlando	FL	\$43
01/08/10	Rosemont Theatre	Rosemont	IL	\$35.5/73
01/09/10	Rosemont Theatre	Rosemont	IL	\$35.5/73
01/10/10	Rosemont Theatre	Rosemont	IL	\$35.5/73
01/12/10	Joe Louis Arena	Detroit	MI	\$35/45
01/13/10	Joe Louis Arena	Detroit	MI	\$35/45
01/20/10	Radio City Music Hall	New York	NY	\$45/65
01/21/10	Radio City Music Hall	New York	NY	\$45/65
01/22/10	Radio City Music Hall	New York	NY	\$45/65
01/24/10	Radio City Music Hall	New York	NY	\$45/65
01/26/10	Elliott Hall of Music	W. Lafayette, IN	IN	\$34.5

The chart below is a list of Lady GaGa performances for her upcoming summer tour in 2010 that indicates a substantial increase in ticket prices when Live Nation purchased the tour. ***The top ticket price of \$75 from just three months ago has increased to \$175, a jump of 133%.***

07/01/10	TD Garden	Boston	MA	\$175/85/49.5
07/02/10	TD Garden	Boston	MA	\$175/85/49.5
07/04/10	Boardwalk Hall	Atlantic City	NJ	\$192.5/93.5/54.5
07/06/10	Madison Square Garden Arena	New York	NY	\$179.5/89.5/79.5/54
07/07/10	Madison Square Garden Arena	New York	NY	\$179.5/89.5/79.5/54
07/09/10	Madison Square Garden Arena	New York	NY	\$179.5/89.5/79.5/54
07/14/10	Quicken Loans Arena	Cleveland	OH	\$175/85/49.5
07/15/10	Conseco Fieldhouse	Indianapolis	IN	\$175/85/49.5
07/17/10	Scottrade Center	St. Louis	MO	\$175/49.5
07/20/10	Ford Center	Oklahoma City	OK	\$175/85/49.5
07/22/10	American Airlines Center	Dallas	TX	\$175/49.5
07/23/10	American Airlines Center	Dallas	TX	\$175/49.5
07/25/10	Toyota Center	Houston	TX	\$175/85/49.5
07/26/10	Toyota Center	Houston	TX	\$175/85/49.5
07/28/10	Pepsi Center	Denver	CA	\$175/85/49.5
07/31/10	US Airways Center	Phoenix	AZ	\$175/85/49.5
08/03/10	Sprint Center	St. Louis	MO	\$175/85/49.5
08/11/10	Staples Center	Los Angeles	CA	\$181.5/88.25/51.25
08/12/10	Staples Center	Los Angeles	CA	\$181.5/88.25/51.25
08/13/10	MGM Grand Hotel	Las Vegas	NV	\$183.75/89.25/52
08/16/10	HP Pavilion	San Jose	CA	\$175/85/49.5
08/17/10	HP Pavilion	San Jose	CA	\$175/85/49.5
08/19/10	Rose Quarter	Portland	OR	\$175/85/49.5
08/21/10	Tacoma Dome	Tacoma	WA	\$175-49.50
08/30/10	Xcel Energy Center	St. Paul	MN	\$175/85/49.5
08/31/10	Xcel Energy Center	St. Paul	MN	\$175/85/49.5
09/02/10	Bradley Center	Milwaukee	WI	190.35/61.95
09/04/10	The Palace of Auburn Halls	Auburn Hills	MI	\$191.6/99.55/63.2
09/05/10	Consol Energy center	Pittsburgh	PA	\$175/85/49.5
09/07/10	Verizon Center	Washington	DC	\$178/88/52.5
09/08/10	John Paul Jones Arena	Charlottesville	VA	\$175/85/49.5
09/14/10	Wachovia Center	Philadelphia	PA	\$175/85/49.5
09/15/10	Wachovia Center	Philadelphia	PA	\$175/85/49.5
09/16/10	XL Center	Hartford	CT	\$175/85/49.5
09/18/10	Time Warner Cable Arena	Charlotte	NC	\$177/87/51.5
09/19/10	RBC Center	Raleigh	VA	\$175/85/49.5

B. HIGHEST FOOD & BEVERAGE PRICES

At Live Nation amphitheatres in 2007 the food & beverage per cap was \$12.47, higher than the National Football League (\$11.42), Major League Baseball (\$10.76) and the National Hockey League (9.35). See the chart below from a Live Nation presentation dated 11/15/07.

Lever 2: Improve F&B Profitability

- Centralized venue management est. in 2006
- Key initiatives include:
 - Value and whole dollar pricing
 - Elimination of third party vendors
 - SKU reduction
 - Hawking

TOP SELLING F&B CATEGORIES (AT AMP)

Rank	F&B Item	% of Net Sales
1	Beer	57.1%
2	Cold Beverages	14.4%
3	Main Meals	10.3%
4	Frozen Drinks	7.5%
5	Liquor	5.9%

COMPARABLE F&B PER CAP

Year/League	F&B Per Cap
2005 (Live Nation Amps)	\$10.84
2006 (Live Nation Amps)	\$11.62
Q3 '07 (Live Nation Amps)	\$12.47
NFL (Concessions Only)	\$11.42
MLB (Concessions Only)	\$10.76
NHL (Concessions Only)	\$9.35

+15% Since 2005

THE ARAMARK OPPORTUNITY

34 Amphitheaters *

\$49MM Annual Revenue / Adj. OIBDAN

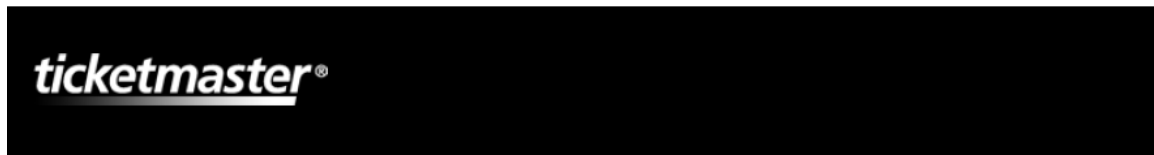
Opportunity to improve current ~50% split

* 36 total venues

C. HIGH FEES CHARGED TO THE CONSUMER

SFX/Clear Channel/Live Nation created new fees and increased old ones to raise the price of box office service charges, facility fees, convenience charges, etc. which has made it even more expensive for concert fans across our nation. Some examples include the following:

- The Lilith tour is stopping in the Chicagoland area on July 17th at the First Midwest Bank Amphitheatre. Please note the following highlighted fees:
 1. The ticket price of \$258 per ticket with a \$26 Convenience Charge.
 2. The VIP Upgrade charge of \$50 per ticket.
 3. The VIP Fast Lane to gain access to the venue for \$10 in addition to the ticket price.
 4. VIP Parking fee of \$30 per car.
 5. VIP Plus Parking fee of \$40 per car.
 6. Oversized vehicles & RVs fee of \$75 per vehicle.
 7. Limousine parking charge of \$50 per limo.



1. SHIPPING	2. BILLING	3. CONFIRMATION
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Note: The timer at bottom right shows how long you have to complete this page before we release your tickets for others to buy.

Lilith






First Midwest Bank Amphitheatre, Tinley Park, IL
Sat, Jul 17, 2010 02:30 PM

Section	103
Row	F
Seats	12
Description	Price Level 1 First Pavilion Seating
Type	Full Price Ticket
Ticket Price	US \$258.00 x 1
Convenience Charge	US \$26.00 x 1

SUBTOTAL US \$284.00

End Stage

Seating charts reflect the general layout for the venue at this time. For some events, the layout and specific seat locations may vary without notice.

Add To My Order			
Additional fees, when applicable, will appear on subsequent pages. You may remove any optional items before completing your order.			
Item		Price	Quantity
	VIP PARTY BOX: LILITH VIP Party Box	US \$277.00	<input type="text" value="0"/>
	FIRST MIDWEST BANK AMPITHEATRE VIP UPGRADE - LILITH VIP Upgrade: 1 per person	US \$50.00	<input type="text" value="0"/>
	VIP FAST LANE: LILITH FAIR VIP Fast Lane Pass: 1 per person	US \$10.00	<input type="text" value="0"/>
	FIRST MIDWEST BANK AMPITHEATRE VIP CLUB: LILITH FAIR VIP Club Pass: 1 per person	US \$30.00	<input type="text" value="0"/>
	FIRST MIDWEST BANK AMPITHEATRE VIP PARKING: LILITH FAIR VIP Parking: 1 per Car	US \$30.00	<input type="text" value="0"/>
	Oversized Vehicles & RV's: 1 per Vehicle	US \$75.00	<input type="text" value="0"/>
	VIP Plus Parking: 1 per Car	US \$40.00	<input type="text" value="0"/>
	Limo Parking: 1 per Limo	US \$50.00	<input type="text" value="0"/>

- Rush is performing in Chicago on July 5th at the Charter One Pavilion. Please note:
 1. The \$9.50 per ticket Facility Fee
 2. The \$18.50 Convenience Charge.
 3. VIP Parking of \$30 per car.
 4. VIP Fast Lane to gain access to the venue for \$10 in addition to the ticket price.



1. SHIPPING

2. BILLING

3. CONFIRMATION

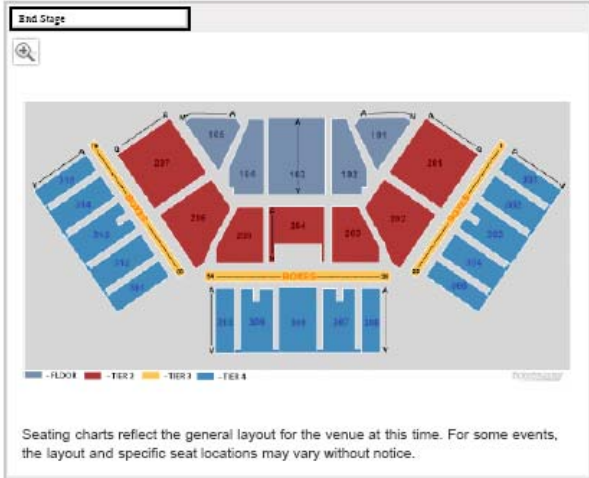
Note: The timer at bottom right shows how long you have to complete this page before we release your tickets for others to buy.

RUSH Time Machine Tour 2010

Charter One Pavilion at Northerly Island, Chicago, IL
 Mon, Jul 5, 2010 07:30 PM

Section	309
Row	R
Seats	4
Description	PRICE LEVEL 1 300 LEVEL - GRAND STAND RESERVED SEATING CENTER SECTION \$9.50 PRK PD/RAIN OR SHINE
Type	Full Price Ticket
Ticket Price	US \$125.00 x 1
Facility Charge	US \$9.50 x 1
Convenience Charge	US \$18.50 x 1
Additional Taxes	US \$0.93 x 1




SUBTOTAL US \$153.93



Seating charts reflect the general layout for the venue at this time. For some events, the layout and specific seat locations may vary without notice.

Add To My Order

Additional fees, when applicable, will appear on subsequent pages. You may remove any optional items before completing your order.

Item	Price	Quantity
CHARTER ONE PAVILION VIP PARKING - RUSH Parking at Adler Planetarium	US \$30.00	<input type="text" value="0"/>
 CHARTER ONE PAVILION VIP CLUB PASS - RUSH VIP Club Pass: 1 per person	US \$30.00	<input type="text" value="0"/>
 CHARTER ONE PAVILION VIP UPGRADE - RUSH VIP Upgrade: 1 per person	US \$50.00	<input type="text" value="0"/>
 CHARTER ONE PAVILION VIP FAST LANE - RUSH VIP Fast Lane Pass: 1 per person	US \$10.00	<input type="text" value="0"/>

- Live Nation Concert Club

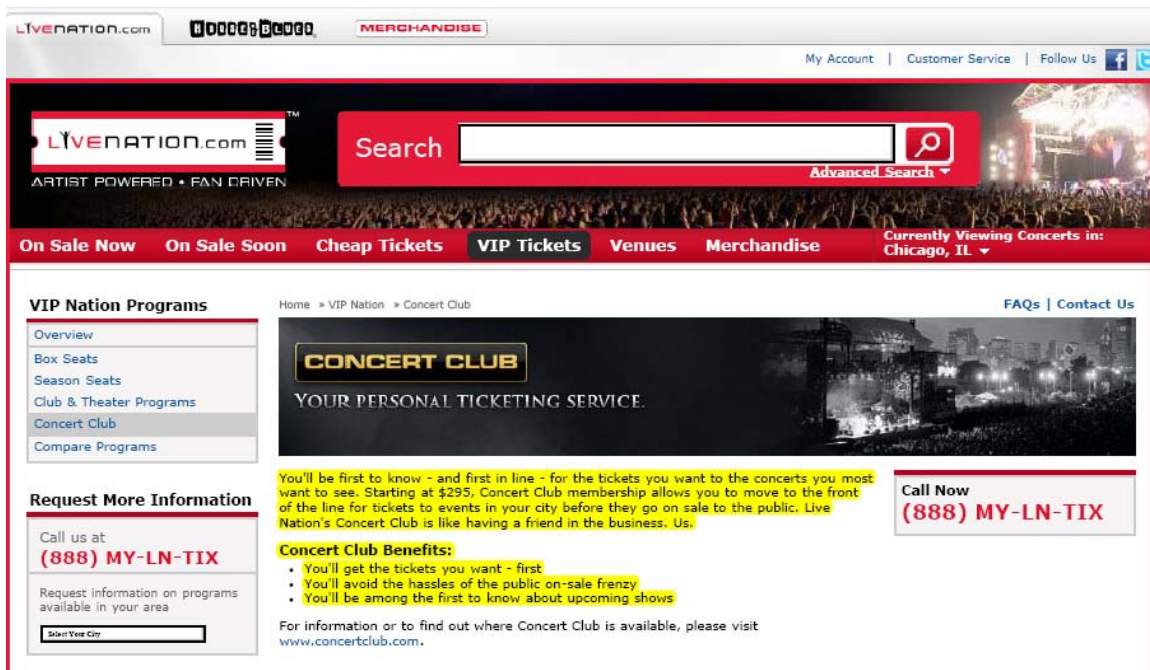
Not only does the consumer have to pay for their tickets, convenience charges, facility fees, access fees and so on and so forth, Live Nation charges the consumer an additional fee to “move to the front of the line for tickets” to “avoid the hassles of the public on-sale frenzy.”

As per the Live Nation website:

You’ll be first to know – and first in line – for the tickets you want to the concerts you most want to see. Starting at \$295, Concert Club membership allows you to move to the front of the line for tickets to events in your city before they go on sale to the public. Live Nation’s Concert Club is like having a friend in the business. Us.

Concert Club Benefits:

1. You’ll get the tickets you want – first
2. You’ll avoid the hassles of the public on-sale frenzy
3. You’ll be among the first to know about upcoming shows

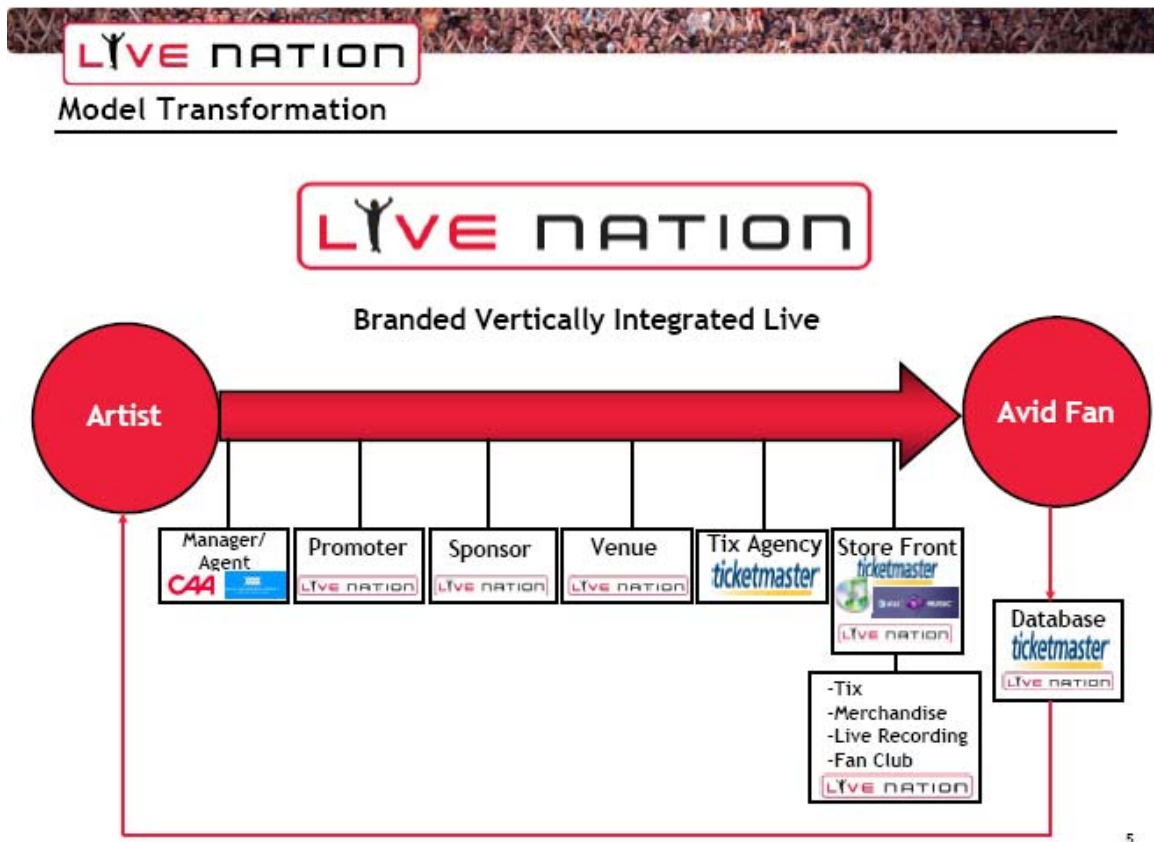


Jam, along with other independent promoters, do not charge the consumer to be “among the first to know about upcoming shows.” Our information is provided for free.

V. HARM TO COMPETITORS

This merger will negatively affect every facet of the live music industry and harm competition from rival promoters, venues, managers, merchandise companies, ticketing companies, secondary ticketing companies, fan club companies, record companies and even companies that provide sponsorship opportunities. Live Nation/Ticketmaster will have a competitive advantage that already yields monopoly power over major portions of the live music entertainment industry.

In a Live Nation presentation dated September 26, 2006 they set out the plan to transform their business model to vertically integrate the entire live music industry from the artists to the fans. In just a few short years Live Nation has succeeded in their efforts.



5

A. HARM TO COMPETING PROMOTERS

- ***Live Nation engages in block booking***, in other words buying an entire tour, a system which prevents competitors from bidding for single performers on their individual merits by entering into an exclusive master agreement with one promoter for all the performances across the country or around the world.
- ***Master agreements with performers allows Live Nation to allocate the guarantee payment to the performers as it sees fit which unreasonably restrains trade.***
- ***Live Nation uses the monopoly power gained from owning 47 outdoor of the most important outdoor amphitheatres to purchase summer tours of artists performing outdoors and leverages these 'sheds' into purchasing the entire indoor tour of many of those same performers.*** Some of the performers include Aerosmith, Tim McGraw, Fleetwood Mac, Nickelback, Maroon Five and many others. Two examples this year include the following:
 - In the upcoming summer of 2010 Tom Petty and the Heartbreakers are performing exclusively for Live Nation in most of their outdoor amphitheatres except in Chicago the band is playing indoors at the United Center. Tom Petty's manager intended for Jam Productions to be the promoter for the indoor show in Chicago and he also attempted to include other non Live Nation promoters in a couple of other cities. Jam, along with the other promoters, were excluded from promoting Tom Petty's indoor shows because Live Nation used their monopoly and market power by threatening to lower their monetary offer to Tom Petty if he did not perform all his concerts exclusively for Live Nation.
 - Jam was excluded from producing John Mayer's indoor concert this past April at the United Center in Chicago even though the manager wanted to have Jam co-promote this concert due to the leverage Live Nation used with their amphitheatres. John Mayer is coming back to the Chicagoland area for another Live Nation concert in August.
- Live Nation's artist agreements at times contain various provisions by which contract discriminations against small independent promoters and in favor of Live Nation were accomplished. The competitive advantages of these provisions are so great that their inclusion in contracts with Live Nation constitutes unreasonable discrimination against small independent competitors. Some of these advantages include:
 - Large upfront 'loan' for the tour.
 - Stock options in the company.
 - If Live Nation does not produce all the performers' concerts the payment to the performer decreases.
 - Artist VIP packages included in the gross ticket sales.
- ***Live Nations pays certain performers such as Jimmy Buffett more than 100 percent of the gross ticket sales.***
- ***Live Nation submits offers to artists where Live Nation loses money even when selling every ticket to that venue in order to prevent various performers from contracting with competing promoters and venues.***
 - See Live Nation offer with certain redacted information on the next page where at sell out Live Nation loses \$2,387.48.



233 North Michigan Ave., Suite 2700 Chicago, IL
60601

Phone: 312-540-2120
Fax: 312-938-2154

Phone: [REDACTED]
Fax: [REDACTED]

Event Name: [REDACTED]	Show Day	Show Date	Show Time	Door Time	Curfew Time	On Sale Date	On Sale Time
Venue: House of Blues (Chicago)							
City: Chicago, Illinois							
Number of Shows: 1							

Offer Wording

Guarantee versus 85.00 % of the gross box office receipts after deduction of approved fees, taxes (NBOR), expenses and Support.

Offer contingent on:

- 1) Approval of Concert Series & Venue Sponsor inclusion in event advertising (print and electronic), including participation in the CITI Card Pre-Sale Program
- 2) Approval of Secondary Market Ticketing to be included in Show Gross
- 3) Approval of 4-Pack with price point included in Advertising
- 4) Approval of venue notes on offer sheet
- 5) In the event that each show does not sell 75% of the stated capacity, the following shall apply:
 - i. Dressing Room Hospitality capped at \$75 per artist
 - ii. 50% of lift from Artist VIP Packages to be included in Show Gross

Ticket Scale	# of Seats	Price	Gross
Day of Show		\$18.00	\$0.00
General Admission	1,260	\$16.00	\$20,160.00
4 pack general admission	40	\$12.00	\$480.00
Comps	100	\$0.00	\$0.00
Gross Potential (1)	1,400		\$20,640.00
City Tax		5.00%	\$982.86
County Tax		1.00%	\$194.63
Adjusted Gross Potential			\$19,462.52
Facility Maintenance Fee		\$2.00/tkt	\$2,600.00
Net Gross Potential			\$16,862.52

Talent	
Cornmeal	\$7,500.00
TBA Support	\$250.00
Total Talent	\$7,750.00

Expenses	Rate	Total	Notes
Advertising		\$2,000.00	print+radio+jambase
House Costs		\$9,500.00	
Total Expenses		\$11,500.00	

Summary		Earnings Potential	
Net Gross Potential	\$16,862.52	Artist Earnings	\$7,500.00
		Promoter Earnings	(\$2,387.48)
Total Fixed Expenses	\$11,500.00		
Total Variable Expenses @ sellout	\$0.00		
Total Talent and Artist Supplied S & L	\$7,750.00		
To Be Shared	\$5,112.52		
		Artist Earning Potential BreakOut	
			\$7,500.00
		TBA Support	\$250.00

- *Live Nation annually purchases many indoor arena tours which has substantially eroded what used to be a core part of independent promoters income.*
 - *For example, in 1996 Jam produced 130 arena concerts but in 2009 we only produced 33. The single most profitable part of our business has been dramatically impacted and continues to decrease each year.*
- *Live Nation produces most of today's stadium tours that has eliminated another important segment of independent promoters income.*
 - *From 1990 to 2003 Jam produced 25 stadium concerts (in excess of 35,000 capacity) but has not produced one since 2003.*
- *Jam's contract with Ticketmaster expires on December 11, 2011 but contains language with the intent to terminate the agreement in the event Ticketmaster becomes a company that is engaged in the day-to-day business of promoting live entertainment events or engaged in the day-to-day business of artist management.*
 - *The financial terms contained in this agreement puts Jam at a competitive disadvantage to Live Nation.*
 - *Jam recently informally requested to terminate their Ticketmaster agreement but was denied by Michael Rapino and Irving Azoff, Jam's rival competitor.*
- If the downward trend of diminishing returns continues as it has there might not be enough competing promoters able to remain in business.
 - Our major competitor will have access to our ticket sales information, customer data bases and the financial terms of our ticketing agreements.
 - Live Nation/Ticketmaster might decrease the financial terms of our ticketing agreement when they come up for renewal and/or increase their overall share.
 - Live Nation/Ticketmaster will be receiving income from every ticket sold to our concerts which could be used to compete against us.
 - Live Nation/Ticketmaster will have additional revenue streams we do not currently share in, such as revenues from the sale of tickets at every venue or on Ticketsnow, which means they will be able to pay an artist more money to perform.
 - Fans who want to see Jam shows will have to go to our main competitor's website to purchase tickets.

B. HARM TO RIVAL MANAGERS, MERCHANDISE COMPANIES, TICKETING COMPANIES, SECONDARY TICKETING COMPANIES, RECORD COMPANIES, FAN CLUBS AND SPONSORSHIP COMPANIES.

The critical mass created by the complete vertical integration of the live music industry by Live Nation and Ticketmaster puts all its competitors at a distinct competitive disadvantage. Live Nation serves more than 1,000 artists through its array of services including; global touring (Madonna, U2, Jay-Z, Lady GaGa, etc.); merchandise and licensing (Signatures Network, Anthill, TRUNK Ltd.); sponsorship and strategic alliances; recorded music; studios; media rights; digital rights; fan club/websites (UltraStar, Music Today); marketing and creative services (Tour Design).

All of these services combined together in one company could unreasonably restrain trade and commerce across the entire spectrum of the music industry.

An excerpt from the 1992 U.S. Supreme Court decision in the Eastman Kodak case states *The Court has held many times that power gained through some natural and legal advantage such as a patent, copyright, or business acumen can give rise to liability if "a seller exploits his dominant position in one market to expand his empire into the next."* Times-Picayune Publishing Co. v. United States, 345 U.S. 594, 611 (1953), see, e.g., Northern Pacific R. Co. v. United States, 356 U.S. 1 (1958); *United States v. Paramount Pictures, Inc.*, 334 U.S. 131 (1948); Leitch Mfg. Co. v. Barber Co., 302 U.S. 458, 463 (1938).

One example of the power this new merged entity wields is in the fan club business where Live Nation and Ticketmaster are exploiting their dominant position to expand their empire. There are bands who are not managed by Front Line, who do not work with a Ticketmaster owned fan club company and do not sell their fan club tickets through Ticketmaster. If that band wants to do a presale for their fan club at a Ticketmaster controlled venue then the band is allowed to put as many tickets towards that presale as the band wants only if those fan club tickets are sold through Ticketmaster. However if the band wants to sell their fan club tickets through a different or competing ticketing company outside of the venue's primary ticketing agreement with Ticketmaster then Ticketmaster will limit the amount of tickets to 8% of the sellable capacity. But if the band uses Ticketmaster then they have the ability to sell more tickets directly to their fans through their fan club.

VI. RAISING THE BARRIERS TO ENTRY

Today, before the merger of Live Nation and Ticketmaster is approved, a start up concert promoter still has a chance to succeed. But this new merged company will raise the barrier to entry to an almost unobtainable height for all the reasons cited above.

Prior to the merger all of the following components of the live music industry have a chance to succeed; artists' managers, venue owners and operators, merchandising and licensing, recorded music, fan clubs/websites, fan clubs, marketing and creative services, sponsorship and creative alliances. But if this merger is allowed all of these businesses will face enormously high barriers to entry making it exceedingly difficult to compete.

VII. ANTI-RETALIATION PROVISION AND OTHER PROVISIONS DESIGNED TO PROMOTE COMPETITION MIGHT NOT WORK

A. PROPOSED FINAL JUDGMENT

The Proposed Final Judgment contains an anti-retaliation provision and other provisions designed to promote competition but they will be extremely difficult and virtually impossible to enforce in order to maintain compliance. In addition, these provisions might not produce the intended results of promoting competition.

The Proposed Final Judgment states Ticketmaster and Live Nation shall not:

- retaliate against a venue owner because that venue is contemplating contracting with another ticketing company
- condition or threaten to condition the provision of live entertainment events to a venue owner if that venue owner signs a contract with Ticketmaster
- condition or threaten to condition the provision of ticketing services to a venue owner based on that venue owner refraining from contracting with another ticketing company for the provision of live entertainment events
- disclose to any employee any ticketing data from any competing promoters, venues or artist managers except to an exempted employee who requires the information as part of their job function.

Every venue owner or manager knows the leverage that Live Nation and Ticketmaster has in regards to providing content/talent to their buildings. None of them can afford to miss their budgets so there will be very few that sign with another ticketing company. ***The implied threat of leaving Ticketmaster is clear to every person who owns or operates a venue since they all know the possible consequences with the reality that any violations of these provisions will be extremely difficult to prove and enforce.***

B. CAN THE AEG LICENSE WITH TICKETMASTER AND DIVESTITURE OF PACIOLAN TO COMCAST-SPECTACOR SUCCEED?

AEG

The Proposed Final Judgment assumes that it will enable Anschutz Entertainment Group, Inc. ("AEG") to become a new, independent, economically viable, and vertically integrated competitor in the market for primary ticketing services to major concert venues. AEG is the second largest promoter in the United States (behind Live Nation), promoting shows representing about 20% of all the concert tickets sold at major concert venues in 2009. No company other than AEG or Live Nation promotes concerts representing more than 3% of the concert tickets of major concert performers. AEG also owns, operates, or manages more than 30 major concert venues, representing about 8% of the capacity at major U.S. concert venues, and it can select (or influence the selection of) the primary ticketing company for those venues. In addition, AEG owns one-half of an important artist management firm with several popular clients, including Justin Timberlake and the Jonas Brothers. The Department of Justice believes that due to its significant presence in promotions, venues, and artist management, AEG is the company best positioned to achieve the necessary scale, overcome the other entry barriers discussed above, and compete successfully with the merged firm in the market for primary ticketing services to major concert venues.

COMCAST-SPECTACOR

The Proposed Final Judgment requires that Defendants divest Ticketmaster's entire Paciolan business that will establish another independent and economically viable competitor in the market for primary ticketing services to major concert venues. Ticketmaster currently licenses its Paciolan platform both directly to venues representing 3% of major U.S. concert venue capacity and to other primary ticketing companies that sublicense the Paciolan platform to venues representing an additional 4% of the relevant market. Before consummating the proposed transaction, Defendants must enter a letter of intent to divest to Comcast-Spectacor, L.P. ("Comcast-Spectacor") the entire Paciolan business, including all intellectual property in the Paciolan platform and all contracts with venue and primary ticketing company licensees of that platform. Through its New Era Tickets ("New Era") subsidiary, which currently licenses the Paciolan platform from Ticketmaster, Comcast-Spectacor already provides primary ticketing services to venues representing 2% of major concert venue capacity. In addition to its interest in New Era, Comcast-Spectacor owns 2 major U.S. concert venues and manages 15 others. When combined with New Era's ticketing business and Comcast-Spectacor's venue presence, the Department of Justice believes the Paciolan business that the Final Judgment requires Defendants to divest would provide Comcast-Spectacor sufficient scale to compete effectively and independently with the merged firm in the market for primary ticketing services to major concert venues. Comcast-Spectacor and others have contended that the movement in primary ticketing services will be towards "self-enablement" models, such as Paciolan, which allow a venue to manage its own ticketing platform.

It should be noted that the Paciolan system has been inferior to the Ticketmaster system that has, in the past, had problems which might not have been eliminated.

C. WHAT IF AEG AND COMCAST-SPECTACOR DO NOT SUCCEED?

Nothing in this Proposed Final Judgment prevents Live Nation and Ticketmaster from bundling their services and products in any combination or from exercising their own business judgment in whether and how to pursue, develop, expand, or compete for any ticketing, venue, promotions, artist management, or any other business, so long as they do so in a manner that is not inconsistent with the provisions of the Judgment.

The bottom line is that Ticketmaster's ticketing system is vastly superior to any system on the market. Their superior technology along with their software and hardware is going to make it exceedingly difficult for any other company to increase their market share. Combine that with the merged company's ability to provide content from Live Nation's concerts and Front Line's management roster and you can understand why major arenas are signing on with Ticketmaster.

That being said, the Proposed Final Judgment does not address nor contemplate what happens to the consumers and industry if Ticketmaster retains their enormous market share due to the critical mass and sheer market power they have obtained. To rely on just the ticketing segment of the industry to challenge the monopoly power of Live Nation and Ticketmaster gets to the essence of the shortcomings of this Proposed Final Order.

VIII. STARE DECISIS

The Department of Justice has chosen to ignore the precedent set by the United States v. Paramount saying it is 'old' law. The DOJ has also ignored Eastman Kodak v. Image Technical Services as well as United States v. MCA. So the lawyers who work for the US government are consciously choosing to forget about the Stare Decisis doctrine they are all taught in law school

Stare Decisis is Latin for "to stand by that which is decided." It is the principal that the precedent decisions are to be followed by the courts.

Although the doctrine of stare decisis does not prevent reexamining and, if need be, overruling prior decisions, "It is.....a fundamental jurisprudential policy that prior applicable precedent usually must be followed even though the case, if considered anew, might be decided differently by the current justices. This policy....."is based on the assumption that certainty, predictability and stability in the law are the major objectives of the legal system; i.e., that parties should be able to regulate their conduct and enter into relationships with reasonable assurance of the governing rules of law." (Moradi-Shalal v. Fireman's Fund Ins. Companies (1988) 46 Cal.3d 287, 296.)

A. UNITED STATES V. PARAMOUNT PICTURES, INC. et al

It was ordered, adjudged and decreed as follows:

From granting any licenses in which minimum process for admission to a theatre are fixed by the parties, either in writing through a committee, or through arbitration, or upon the happening of any event or in any manner or by any means.

From making or further performing any formula deal or master agreement to which it is a party. The term 'formula deal' as used herein means a licensing agreement with a circuit of theatres in which the license fee of a given feature is measured for the theatres covered by the agreement by a specified percentage of the feature's national gross. The term 'master agreement' means a licensing agreement, also known as a 'blanket deal' covering the exhibition of features in a number of theatres usually comprising a circuit.

From licensing in the future any feature for exhibition in any theatre, not its own, in any manner except the following:

- A license to exhibit each feature released for public exhibition in any competitive area shall be offered to the operator of each theatre in such area who desires to exhibit it on some run selected by such operator and upon uniform terms.
- Each license shall be granted solely upon the merits and without discrimination in favor of affiliates, old customers or others
- Each license shall be offered and taken theatre by theatre and picture by picture rather than block booking each feature. In other words, block booking, a system which prevents competitors from bidding for single performers on their individual merits by entering into an exclusive master agreement with one promoter for all the performances across the country or around the world, was no longer permissible.

From continuing to own or acquire any beneficial interest in any theatre, whether in fee or shares of stock or otherwise, in conjunction with another defendant, and from continuing to own or acquire such an interest in conjunction with an independent where such interest shall be greater than 5% unless such interest shall be 95% or more. The existing relationships which violate this provision shall be terminated within two years.

From expanding its present theatre holdings in any manner whatsoever except as permitted in the preceding paragraph.

From operating, booking, or buying features for any of its theatres through any agent who is know by it to be also acting in such manner for any other exhibitor, independent or affiliate.

B. EASTMAN KODAK V. IMAGE TECHINCAL SERVICES

The DOJ has also chosen to ignore the 1992 Supreme Court decision in Eastman Kodak v. Image Technical Services that cites the US vs. Paramount decision. An excerpt of this cases states that *even assuming, despite the absence of any proof from the dissent, that all manufacturers possess some inherent market power in the parts market, it is not clear why that should immunize them from the antitrust laws in another market. The Court has held many times that power gained through some natural and legal advantage such as a patent, copyright, or business acumen can give rise to liability if "a seller exploits his dominant position in one market to expand his empire into the next."* Times-Picayune Publishing Co. v. United States, 345 U.S. 594, 611 (1953), see, e.g., Northern Pacific R. Co. v. United States, 356 U.S. 1 (1958); **United States v. Paramount Pictures, Inc., 334 U.S. 131 (1948)**; Leitch Mfg. Co. v. Barber Co., 302 U.S. 458, 463 (1938). Moreover, on the occasions when the Court has considered tying in derivative aftermarkets by manufacturers, it has not adopted any exception to the usual antitrust analysis, treating derivative aftermarkets as it has every other separate market. See International Salt Co. v. United States, 332 U.S. 392 (1947); International Business Machines Corp. v. United States, 298 U.S. 131 (1936); United Shoe Machinery Corp. v. United States, 258 U.S. 451 (1922). Our past decisions are reason enough to reject the dissent's proposal. See Patterson v. McLean Credit Union, 491 U.S. 164, 172 -173 (1989) ("Considerations of stare decisis have special force in the area of statutory interpretation, for here, unlike in the context of constitutional interpretation, the legislative power is implicated, and Congress remains free to alter what we have done").

It is interesting to note that in 1992, just 18 years ago, the Supreme Court did not believe the United States v. Paramount was old law since it was cited in this decision.

C. UNITED STATES V. MCA INC.

The Department of Justice has seemingly not given any consideration to the United States v. MCA Inc., filed in the US District Court for the Southern California District of California, Central Division. The merits of this decision should be applicable to the merger at hand.

In 1962 the Court entered a final consent judgment in the United States' action against MCA, which alleged violations of the Clayton Act and the Sherman Act. The Court restrained MCA from vertically integrating certain types of entertainment businesses and from making any acquisitions or mergers with any major television production companies, theatrical motion picture production companies or major phonograph record companies.

IX. CLOSING

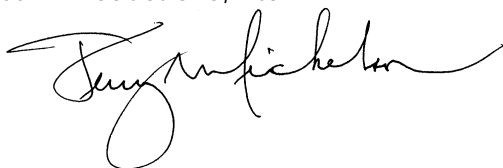
The merger of Live Nation and Ticketmaster harms the consumer and every competitor in the live entertainment industry. This merger is not about the benefits to the consumer but rather the pursuit of obtaining monopoly power. The people who are rewarded include one high level executive who received over \$30,000,000 for putting this deal together while other executives are receiving extremely large annual salaries and stock options. I think that says a lot about the motivation in seeking to marry Live Nation and Ticketmaster.

This merger is the poster child of why there are anti-trust laws in this country. The Department of Justice seems to be taking the position that if 24 separate promoters were operating the way Live Nation does today then they would be in violation of the anti-trust laws. But when put under one roof these 24 promoters are not in violation of these same laws. This makes no sense and runs contrary to protecting the consumer, regardless of whether it is 1 company or 24.

The fact is that movie studios still believe that US vs. Paramount is the law of the land since none of them have violated that decision. It's interesting to note that since the inception of SFX/Clear Channel/Live Nation in 1996 concert ticket prices for the Top 100 tours have risen 142% through 2009 (from \$25.81 to \$62.57) but movie prices during the same time span have only risen 70% (from \$4.42 to \$7.50). The fact that movies are reasonably priced is a major factor in the success of the movie industry since it is still affordable to the consumer.

If this merger is allowed it sets a disastrous precedent for large companies to leverage their dominant power in other industries to the detriment of the consumer and competition. The bottom line is that content providers (management of artists/buying a tour/360 deals) must be separate and not part of the same company that also has the distributors (promoters and ticketing) and owns the venues.

Jam Productions, Ltd.

A handwritten signature in black ink, appearing to read "Jerry Mickelson". The signature is fluid and cursive, with a large loop at the end.

Jerry Mickelson, Chairman and Exec. V.P.