

UNITED STATES DISTRICT COURT  
DISTRICT OF MINNESOTA

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INSIGNIA SYSTEMS, INC.,

and

STATE OF MINNESOTA, BY ITS  
ATTORNEY GENERAL,  
LORI SWANSON,

Plaintiffs,

v.

NEWS AMERICA MARKETING  
IN-STORE, INC., and ALBERTSONS,  
INC.,

Defendants.

CIVIL No. 04 4213 (JRT/AJB)

CONSENT  
DECREE

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NEWS AMERICA MARKETING  
IN-STORE, INC.,

Counterclaim-  
Plaintiff,

v.

INSIGNIA SYSTEMS, INC.,

and

SCOTT DRILL,

Counterclaim-  
Defendants.

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Intervenor-Plaintiff the State of Minnesota (the "State") by its Attorney General  
Lori Swanson, and Defendant and Counterclaim-Plaintiff News America Marketing

In-Store, LLC (“News America”) stipulate to the below and request that this Court approve this Consent Decree.<sup>1</sup>

### RECITALS

1. WHEREAS, the State filed a Complaint In Intervention in the above matter (Dkt. No. 128) (the “Complaint in Intervention”) on September 20, 2006, alleging that News America violated the Minnesota Deceptive Trade Practices Act, Minn. Stat. § 325D.44; and

2. WHEREAS, News America denies violating the Minnesota Deceptive Trade Practices Act or any other law; and

3. WHEREAS, Plaintiff and Counterclaim-Defendant Insignia Systems, Inc. (“Insignia”) will, after approval of this Consent Decree and the dismissal of the Complaint In Intervention, remain a party in the above matter; and

4. WHEREAS, the State and News America have determined that a resolution of differences between the State and News America on the terms set forth in this Consent Decree is appropriate and in the public interest.

NOW, THEREFORE, the parties acknowledge and agree as follows:

### I. DEFINITIONS

A. “News America” shall be deemed to include the entity News America Marketing In-Store, LLC and its employees, officers, directors, agents, successors, assignees, parent or controlling entities, subsidiaries, merged or acquired predecessors, all

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<sup>1</sup> Although the caption refers to News America Marketing In-Store, Inc., the party in interest is News America Marketing In-Store, LLC.

joint ventures controlled by it, and all other persons acting in concert or participation with it.

B. "State" or "State of Minnesota" shall be deemed to include the State of Minnesota and all of its departments and agencies.

C. "CPG" means consumer packaged goods company.

## **II. EFFECT OF DECREE**

This Consent Decree is approved without trial or adjudication on any issue of fact or law and shall not constitute evidence or admission of any issue of fact or law. By agreeing to this Consent Decree, News America is not admitting to or being found liable for any violation of law. In addition, neither this Consent Decree, nor any Order with respect to this Consent Decree, nor any fact or information regarding this Consent Decree or any Order resulting herefrom, shall be admissible in any judicial or administrative proceeding, except to enforce the terms of this Consent Decree.

## **III. REPRESENTATIONS OF NEWS AMERICA**

News America represents:

- a. it has read this Consent Decree and understands its terms;
- b. it has had the opportunity to be advised by legal counsel as to the meaning and effect of this Consent Decree;
- c. it understands that if News America violates this Consent Decree, the State may thereafter institute legal proceedings against News America for that violation and for all subsequent violations of Minnesota law;

- d. it voluntarily agrees to this Consent Decree.

**IV.  
REPRESENTATIONS OF THE STATE**

The State represents:

- a. it has read this Consent Decree and understands its terms;
- b. it has had the opportunity to be advised by legal counsel as to the meaning and effect of this Consent Decree;
- c. it voluntarily agrees to this Consent Decree.

**V.  
AGREEMENT**

In exchange for the Release provided for in Section VII of this Consent Decree and the dismissal of the Complaint In Intervention, News America shall not: (1) make any further representation to any CPG manufacturer or other customer or potential customer regarding Insignia's compliance rate(s) at any time up to and including December 31, 2003; (2) from the date of approval of this Consent Decree forward, falsely disparage its competitors; and (3) from the date of approval of this Consent Decree forward, in any way violate Minn. Stat. § 325D.44 (2006).

**VI.  
ATTORNEYS' FEES**

Within five business days of the Court's approval of this Consent Decree and the dismissal of the Complaint in Intervention, News America shall pay \$20,000.00 (twenty thousand dollars) to the State as reasonable attorneys' fees and costs for all legal services rendered to the State in connection with this matter.

**VII.  
RELEASE**

The State hereby releases and forever discharges and holds harmless News America of and from any and all claims, demands, damages, costs and expenses of any type, including restitution, fines, penalties and punitive damages, in law or equity, based on the conduct and issues that formed the basis of the claims in the Complaint In Intervention. It is specifically understood and agreed that this Release applies to all claims that were or could have been brought by the State in the Complaint in Intervention regarding the conduct and issues that formed the basis of the claims in the State's Complaint in Intervention, whether on its own behalf or on behalf of any Minnesota business or consumer.

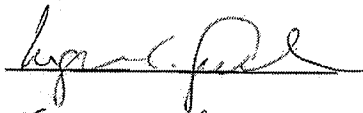
**VIII.  
DISMISSAL OF LAWSUIT**

The State of Minnesota's Complaint in Intervention against News America shall be dismissed with prejudice pursuant to the attached Order of Dismissal.

**IX.  
JURISDICTION RETAINED**

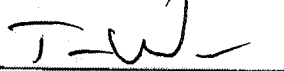
This Court shall retain jurisdiction of this matter for ten years from the date of this Consent Decree to enable any party to apply to the Court at any time for such further Orders or direction as may be necessary or appropriate for the construction or carrying out of the agreements made herein and for the purpose of enforcing compliance with any term hereof.

NEWS AMERICA MARKETING  
IN-STORE, LLC

By:   
Its: Senior VP

Dated: January 17, 2008

Approved as to form:

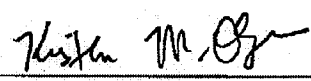


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Attorneys for Defendant/Counterclaim  
Plaintiff News America Marketing In-Store, LLC

STATE OF MINNESOTA

By:   
Its: Assistant Attorney General

Dated: January 16, 2008

