

**C L I F F O R D
C H A N C E
R O G E R S & W E L L S**

DEPT. OF JUSTICE
ANTITRUST DIVISION

MAY 10 2000 11:00

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CIVIL TASK FORCE

May 5, 2000

VIA FEDERAL EXPRESS

Scott Scheele, Esq.
Civil Task Force - Antitrust Division
U.S. Department of Justice
Liberty Place Building
325 7th Street, NW
Washington, DC 20530

Re: United States v. Visa U.S.A., et al.

Dear Scott:

In response to certain follow-up items requested by the Government in your letter to Ken Gallo dated February 25, 2000, enclosed please find documents and videotapes produced by MasterCard International ("MasterCard") numbered MCJ2825795 through MCJ2827633 and MCVIDEO000187 - 191.

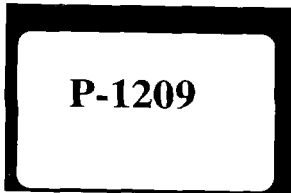
In response to your request for documents sufficient to show the number of different television ads run in Canada from 1993 through 1996, please find a list of such commercials located at MCJ2825795 and two reels containing Canadian commercials that ran during that time frame numbered MCVIDEO000187 and MCVIDEO000188. Research concerning the effectiveness of Canadian advertising is located in both the Elliott Research Studies numbered MCJ282579 through MCJ2826406 and various MasterCard Global Tracking Studies dated 1995 through 1999 numbered MCJ2826407 - MCJ282703. The 1995 Global Tracking Study analyzes Canada, South Africa and the United States while the 1996 - 1999 studies are Canada specific.

We can represent that the first advertisement appearing on Government Deposition Exhibit 1230 entitled "Human Spirit" did not run in the United States.

A copy of the National Hockey League ("NHL") sponsorship advertisement that ran in Canada is enclosed and numbered MCVIDEO189. The NHL sponsorship advertisement that ran in the United States is enclosed and numbered MCVIDEO190.

A copy of MasterCard's "Hammer" advertisement is enclosed and numbered MCVIDEO191. The advertisement entitled "A Card's A Tool" is the same commercial as "Hammer." Accordingly, no separate copy is enclosed.

A copy of the World Card advertisement that was published in the Wall Street Journal and New York Times is enclosed and numbered MCJ2827084.



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Consumer research regarding the "perceived acceptance" of MasterCard in the United States is contained in MasterCard Global Tracking Studies dated 1996 through 1999 located at MCJ2827281 – MCJ2827633. Analysis of the "perceived acceptance" of MasterCard in the United States in 1995 is located in the Global Tracking Study analyzing Canada, South America and the United States (referenced above.)

In preparation for his testimony, Mr. Flanagan reviewed two videotapes previously produced to the Government as MCVIDEO000104 and MCVIDEO000158. The document that Mr. Flanagan reviewed in preparation for his testimony entitled MasterCard Creative Brief is enclosed and numbered MCJ2827085 – MCJ2827280.

At this time, we can confirm that the videotape ads contained on Government Deposition Exhibit 1230 and shown to Mr. Flanagan during his deposition were aired in Canada. The ad entitled "Biker" referenced in Government Deposition Exhibit 762 was aired in Canada in French language version only.

The Government has previously deposed several individuals, including Gary Flood, who can speak to the subject of sales communications with members. The Government had sufficient opportunity to question these witnesses on member communications during those depositions.

Finally, the portfolio information and recent board minutes and notes that you requested are being produced to you along with the hard copies of trial exhibits not previously produced. Please note that the portfolio information reflects the best data available, but we cannot at this point attest to its accuracy.

Sincerely,



Aimee H. Goldstein

cc: James C. Egan, Jr.
Kenneth A. Gallo
Gary R. Carney