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Attorneys for Defendants  
 7 ALBERTSON'S, INC., AMERICAN STORES  
 COMPANY, LLC and LUCKY STORES, INC.  
 8

9 UNITED STATES DISTRICT COURT  
 10 NORTHERN DISTRICT OF CALIFORNIA  
 11 (OAKLAND DIVISION)

12 GROCERY OUTLET INC.,  
 13 Plaintiff,  
 14 vs.  
 15 ALBERTSON'S, INC., AMERICAN  
 STORES, COMPANY, LLC, AND LUCKY  
 16 STORES, INC.,  
 17 Defendants.

Case No.: C06-02173 JSW

**NOTICE OF SUBSTITUTION OF  
 COUNSEL FOR DEFENDANTS  
 ALBERTSON'S, INC., AMERICAN  
 STORES COMPANY, LLC and LUCKY  
 STORES, INC.**

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 19 TO ALL PARTIES WHO HAVE APPEARED IN THIS ACTION AND THEIR  
 20 COUNSEL OF RECORD:

21 Please take notice that Defendants Albertson's, Inc., American Stores Company, LLC, and  
 22 Lucky Stores, Inc. (collectively "Defendants") substitutes its counsel of record in this matter.

23 Former Counsel

24 KLARQUIST SPARKMAN, LLP  
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Including the following attorney associated with that firm who has appeared in this action:

Joseph T. Jakubek (admitted pro hac vice)  
joseph.jakubek@klarquist.com

John D. Vanderberg (member N.D. Cal. bar)  
john.vanderberg@klarquist.com

New Counsel

Defendants' new counsel in this matter, on whom all notices and papers should be served,  
is the firm of:

THELEN REID & PRIEST LLP  
101 Second Street, Suite 1800  
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Including the following individual attorneys associated with that firm:

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The undersigned consent to the substitution and certify that this substitution will not delay  
the proceedings in this matter:

Dated: April 12, 2006

KLARQUIST SPARKMAN, LLP

By \_\_\_\_\_ /s/  
John D. Vanderberg

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Dated: April 11, 2006

THELEN REID & PRIEST LLP

By  
/s/

Robert A. Weikert

Dated: April 12, 2006

ALBERTSON'S, INC., AMERICAN STORES  
COMPANY, LLC and LUCKY STORES, INC.

By  
/s/

Daniel S. Day  
Legal Department  
ALBERTSONS, INC.

GENERAL ORDER 45 CERTIFICATION

I, John D. Vanderberg, hereby attest, pursuant to N.D. Cal. General Order No. 45, that the  
concurrence to the filing of this document has been obtained from each signatory hereto.

Dated: April 12, 2006

KLARQUIST SPARKMAN, LLP

By \_\_\_\_\_ /s/

John D. Vanderberg

**SO ORDERED:**

Dated: April 12, 2006 \_\_\_\_\_



UNITED STATES DISTRICT JUDGE