

March 24, 2010

Mr. Kenneth Libby
Bureau of Competition
FTC Office of the Secretary

Dear Mr. Libby,

I am writing to you regarding A-M Holdings entering into an agreement with Whole Foods Markets, Inc. (WFMI) to purchase the WFMI store located at 1651 Broadway in Boulder, CO. I fully support their efforts to reopen and operate the store under the Alfalfa's Market name. It will compete head-on with WFMI in a town that genuinely needs more competition in the natural and organics arena.

In the 90s, I was Director of Marketing for Alfalfa's Market so know the brand and its heritage well. It was the first large-scale natural and organic food store not only in Boulder, but also in the nation. Alfalfa's Markets raised the bar and continually set the pace for similar stores that followed in its wake.

Alfalfa's Market opened its flagship store in the very location in question, and it was near and dear to many in the community. It is part of Boulder's history--in fact, Alfalfa's is part of this legendary city's lore!

Whole Foods operates three stores within Boulder city limits without any competition. This is not a favorable scenario in a town that is a national epicenter for natural and organic foods. We need, want and seek alternatives to WFMI and a locally-owned and operated store will help to ensure options and growth.

The key figures who are trying to acquire the store and the Alfalfa's Market name--industry legends themselves--have competed effectively with WFMI in the past. Why would anyone want to stop them from competing in a city of approximately 100,000 residents, many of whom are early adopters, environmental advocates and organic and natural consumers? Do you know that hundreds of workers lost jobs when WFMI acquired Wild Oats? Alfalfa's Market intends to hire some of those employees who lost jobs following the Wild Oats/WFMI consolidation.

I wholeheartedly support the opening of Alfalfas' Markets and request that you approve A-M Holdings moving forward with it. Thank you.

Very sincerely,

Joan
JOAN T. BOYKIN: MA, BS, BA