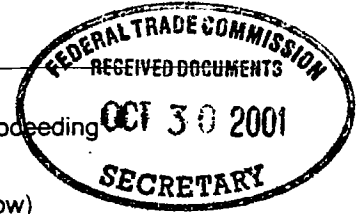


NOTICE OF APPEARANCE



CASE NAME
In the Matter of MSC.Software Corporation, a Corporation

FILE/DOCKET NUMBER
D-09299



► Pursuant to Section 4.1 of the Commission's Rule of Practice, enter in the above proceeding the appearance of

- counsel or representative for the respondent (Complete items 1, 2, 4, and 5 below)
- counsel supporting the complaint (Complete items 1, 3, 4, and 5 below)

1. COUNSEL OR REPRESENTATIVE

2. RESPONDENTS

Include name, address and telephone of each

Tefft W. Smith
Marimichael O. Skubel
Michael S. Becker
Bradford E. Biegon
Larissa Paule-Carres
Kirkland & Ellis
655 15th Street, N.W.
Washington, DC 20005-5793
(202) 879-5000
(202) 879-5200 (facsimile)

Include address and telephone numbers of all persons, partnerships, corporations, or associations

MSC.Software Corporation
2 MacArthur Place
Santa Ana, CA 92707
(714) 540-8900
(714) 784-4056

3. ASSOCIATE/ASSISTANT DIRECTOR

4. SIGNATURE OF SENIOR COUNSEL

5. DATE SIGNED

10/25/01

Return this form to:

H-159
Federal Trade Commission
600 Pennsylvania Ave. NW
Washington, D.C. 20580

CERTIFICATE OF SERVICE

This is to certify that on October 30, 2001, I caused a copy of the attached Notice of Appearance to be served upon the following persons by U.S. first class mail, postage pre-paid:

D. Michael Chappell
Administrative Law Judge
Federal Trade Commission
600 Pennsylvania Avenue, N.W.
Washington, DC 20580

Richard B. Dagen, Esquire
P. Abbott McCartney, Esquire
Federal Trade Commission
600 Pennsylvania Avenue, N.W.
Washington, DC 20580



Lisa A. Horton