

**UNITED STATES OF AMERICA
BEFORE FEDERAL TRADE COMMISSION**

In the Matter of

**R. T. WELTER AND ASSOCIATES, INC.,
a corporation,**

**R. TODD WELTER,
individually,**

**CONSULTANTS IN OBSTETRICS AND
GYNECOLOGY, P.C.,
MID TOWN OBSTETRICS & GYNECOLOGY,
P.C.,**

**MILE HIGH OB/GYN ASSOCIATES, P.C.,
THE OB-GYN ASSOCIATES PROFESSIONAL
CORPORATION,**

**ROCKY MOUNTAIN OB-GYN, P.C.,
THE WOMEN'S HEALTH GROUP, P.C.,
COHEN AND WOMACK, M.D. , P.C.,
professional corporations, and**

**WESTSIDE WOMEN'S CARE, L.L.P.,
a partnership of professional corporations.**

File No. 011 0175

**AGREEMENT CONTAINING
CONSENT ORDER TO CEASE
AND DESIST**

The Federal Trade Commission ("Commission"), having initiated an investigation of certain acts and practices of the corporations, partnership, and individual named in the caption hereof, hereinafter collectively referred to as "Proposed Respondents," and it now appearing that Proposed Respondents are willing to enter into an Agreement Containing Consent Order to Cease and Desist ("Consent Agreement") from certain acts and practices, and providing for other relief,

IT IS HEREBY AGREED by and between Proposed Respondents and their attorneys, and counsel for the Commission that:

1. Proposed Respondent R.T. Welter and Associates, Inc. is a for-profit corporation, organized, existing, and doing business under and by virtue of the laws of the State of Colorado, with its office and principal place of business located at 655 Broadway, Suite 500, Denver, CO 80203.
2. Proposed Respondent R. Todd Welter is an individual, and is president of Proposed Respondent R.T. Welter and Associates, Inc. His principal office or place of business is 655 Broadway, Suite 500, Denver, CO 80203.
3. Each of the following Proposed Respondents is a professional corporation organized, existing, and doing business under and by virtue of the laws of the State of Colorado, with shareholders or employees who are physicians licensed to practice medicine in the State of Colorado and engaged in the private practice of medicine for a fee:
 - a. Proposed Respondent Cohen and Womack, M.D., P.C. has its office and principal place of business at 255 Union Boulevard, Suite 200, Lakewood, CO 80228.
 - b. Proposed Respondent Consultants in Obstetrics and Gynecology, P.C. has its office and principal place of business at 4500 East 9th Ave, Suite 300, Denver, CO 80220.
 - c. Proposed Respondent Mid Town Obstetrics & Gynecology, P.C. has its office and principal place of business at 2005 Franklin Street, Midtown II, Suite 440, Denver, CO 80205.
 - d. Proposed Respondent Mile High OB/GYN Associates, P.C. has its office and principal place of business at 455 South Hudson St., Level 2, Denver, CO 80246.
 - e. Proposed Respondent The OB-GYN Associates Professional Corporation has its office and principal place of business at 3773 Cherry Creek North Drive, Suite 100, Denver, CO 80209.
 - f. Proposed Respondent Rocky Mountain OB-GYN, P.C. has its office and principal place of business at 4500 East 9th Ave., Suite 200-S, Denver, CO 80220.
 - g. Proposed Respondent The Women's Health Group, P.C. has its office and principal place of business at 9195 Grant Street, Suite 300, Thornton CO 80229.
4. Proposed Respondent Westside Women's Care, L.L.P. is a partnership of professional corporations. The partnership is organized, existing, and doing business under and by virtue of the laws of the State of Colorado, with its office and principal place of business located at 7950 Kipling Street, Suite 201, Arvada, CO 80005. Each of the constituent professional corporations of the partnership has shareholders or employees who are physicians licensed to practice medicine in the State of Colorado and engaged in the private practice of medicine for a fee.

5. Proposed Respondents waive:
 - a. any further procedural steps;
 - b. the requirement that the Commission's Decision and Order, attached hereto and made a part hereof, contain a statement of findings of fact and conclusions of law;
 - c. all rights to seek judicial review or otherwise to challenge or contest the validity of the Decision and Order entered pursuant to this Consent Agreement; and
 - d. any claim under the Equal Access to Justice Act.
6. This Consent Agreement shall not become part of the public record of the proceeding unless and until it is accepted by the Commission. If this Consent Agreement is accepted by the Commission it, together with the draft of Complaint contemplated thereby, will be placed on the public record for a period of thirty (30) days and information with respect thereto publicly released. The Commission thereafter may either withdraw its acceptance of this Consent Agreement and so notify the Proposed Respondents, in which event it will take such action as it may consider appropriate, or issue and serve its Complaint (in such form as the circumstances may require) and Decision and Order, in disposition of the proceeding.
7. This Consent Agreement is for settlement purposes only and does not constitute an admission by Proposed Respondents that the law has been violated as alleged in the draft of Complaint here attached, or that the facts as alleged in the draft Complaint, other than jurisdictional facts, are true.
8. This Consent Agreement contemplates that, if it is accepted by the Commission, and if such acceptance is not subsequently withdrawn by the Commission pursuant to the provisions of Commission Rule 2.34, 16 C.F.R. § 2.34, the Commission may, without further notice to Proposed Respondents, (1) issue its Complaint corresponding in form and substance with the draft of Complaint here attached and the Decision and Order in disposition of the proceeding and (2) make information public with respect thereto. When so entered, the Decision and Order shall have the same force and effect, and may be altered, modified, or set aside in the same manner and within the same time provided by statute for other orders. The Decision and Order shall become final upon service. Delivery of the Complaint and the Decision and Order to Proposed Respondents by any means specified in Commission Rule 4.4(a), 16 C.F.R. § 4.4(a), shall constitute service. Proposed Respondents waive any right they may have to any other manner of service. The Complaint may be used in construing the terms of the Decision and Order, and no agreement, understanding, representation, or interpretation not contained in the Decision and Order or the Consent Agreement may be used to vary or contradict the terms of the Decision and Order.

9. Proposed Respondents have read the draft of the Complaint and the Decision and Order contemplated hereby. By signing this Consent Agreement, Proposed Respondents represent that the full relief contemplated by this Consent Agreement can be accomplished. Proposed Respondents understand that once the Decision and Order has been issued, they will be required to file one or more compliance reports showing that they have fully complied with the Decision and Order. Proposed Respondents agree to comply with Paragraphs II and III of the draft Decision and Order from the date they sign this Consent Agreement. Proposed Respondents further understand that they may be liable for civil penalties in the amount provided by law for each violation of the Decision and Order after the Decision and Order becomes final.

R.T. WELTER AND ASSOCIATES, INC.

By: _____
R. Todd Welter
President, R.T. Welter and Associates, Inc.
Signed this ___ day of _____, 2002.

R. Todd Welter
(individually, on his own behalf)
Signed this ___ day of _____, 2002.

Colleen Rea, Esq.
Attorney for R. Todd Welter and for R.T. Welter and
Associates, Inc.
Signed this ___ day of _____, 2002.

COHEN AND WOMACK, M.D., P.C.

By: _____
Harvey M. Cohen, M.D.
Signed this ___ day of _____, 2002.

**CONSULTANTS IN OBSTETRICS AND
GYNECOLOGY, P.C.**

By: _____
Danny Eicher, M.D.
Signed this ___ day of _____, 2002.

**MID TOWN OBSTETRICS & GYNECOLOGY,
P.C.**

By: _____
Gerald V. Zarlengo, M.D.
Signed this ___ day of _____, 2002.

MILE HIGH OB/GYN ASSOCIATES, P.C.

By: _____
Reid A. Goodman, M.D.
Signed this ___ day of _____, 2002.

**THE OB-GYN ASSOCIATES, PROFESSIONAL
CORPORATION**

By: _____
Steven J. Ward, Chief Executive Officer
Signed this ___ day of _____, 2002.

ROCKY MOUNTAIN OB-GYN, P.C.

By: _____
Jean E. Dwinnell, M.D.
Signed this ___ day of _____, 2002.

THE WOMEN'S HEALTH GROUP, P.C.

By: _____
Stephen M. Volin, M.D.
Signed this ___ day of _____, 2002.

Claude C. Wild III, Esq.
Patton Boggs LLP
Attorney for Cohen and Womack, M.D., P.C.;
Consultants in Obstetrics and Gynecology, P.C.; Mid
Town Obstetrics & Gynecology, P.C.; Mile High
OB/GYN Associates, P.C.; The OB-GYN Associates,
Professional Corporation; Rocky Mountain OB-GYN,
P.C.; and The Women's Health Group, P.C.
Signed this ___ day of _____, 2002.

WESTSIDE WOMEN'S CARE, L.L.P.

By: _____
Gayle Crawford, M.D.
President, Crawford, Saunders, M.D., P.C.
Signed this ___ day of _____, 2002.

Neil Peck, Esq.
Snell & Wilmer, L.L.P.

Attorney for Westside Women's Care, P.C.
Signed this ___ day of _____, 2002.

FEDERAL TRADE COMMISSION

By: _____
Paul J. Nolan

Christi J. Braun
Attorneys

APPROVED:

David R. Pender
Deputy Assistant Director
Bureau of Competition
Federal Trade Commission

Jeffrey W. Brennan
Assistant Director
Bureau of Competition
Federal Trade Commission

Joseph J. Simons
Director
Bureau of Competition
Federal Trade Commission