YOUNG CONAWAY STARGATT & TAYLOR, LLP

BRUCE M STARGATT
BEN T CASTLE
SHELDON N SANDLER
RICHARD A LEVINE
RICHARD A ZAPPA
FREDERICK W. IOBST
RICHARD H. MORSE
DAVID C MCBRIDE
JOSEPH M. NICHOLSON
CRAIG A KARSNITZ
BARRY M WILLOUGHBY
JOSY W INGERSOLL
ANTHONY G. FLYNN
JEROME K GROSSMAN
EUGENE A. DIPRINZIO
JAMES L. PATTON, JR
ROBERT L. THOMAS
WILLIAM D JOHNSTON
TIMOTHY J. SNYDER
BRUCE L SILVERSTEIN
WILLIAM W BOWSER
LARRY J TARABICOS
RICHARD A DILIBERTO, JR
MELANIE K SHARP
CASSANDRA F. ROBERTS
RICHARD J A POPPER
TERESA A CHEEK
NEILLI MULLEN WALSH
JANET Z CHARLTON
ROBERT S. BRADY
JOEL A WAITE
BRENT C. SHAFFER
DANIEL P JOHNSON
CRAIG D GREAR
TIMOTHY JAY HOUSEAL
BRENDAN LINEHAN SHANNON
MARTIN S. LESSNER
PAULINE K MORGAN
C BARR FLINN
NATALIE WOLF
LISA B. GOODMAN
JOHN W SHAW
JAMES P HUGHES, JR
EDWIN J HARRON
MICHAEL R. NESTOR
MAUREEN D LUKE
ROLIN P BISSELL
SCOTT A. HOLT
JOHN T DORSEY

M BLAKE CLEARY

ATHANASIOS E AGELAKOPOULOS
JOSEPH M BARRY
KEVIN M. BAIRD
SEAN M BEACH
DONALD J. BOWMAN, JR
TIMOTHY P CAIRNS
CURTIS J CROWTHER
MARGARET M. DIBIANCA
ERIN EDWARDS
KENNETH J ENOS
IAN S. FREDERICKS
JAMES J GALLAGHER
DANIELLE GIBBS
ALISON G.M GOODMAN
SEAN T GREECHER
KARA S HAMMOND
DAWN M JONES
RICHARD S. JULIE
KAREN E KELLER
JENNIFER M. KINKUS
EDWARD J KOSMOWSKI
JOHN C KUFFEL
TIMOTHY E. LENGKEEK
MATTHEW B LUNN
JOSEPH A. MALFITANO
GLENN C MANDALAS
ADRIA B MARTINELLI
MICHAEL W MCDERMOTT
MATTHEW B MCGUIRE
MARIBETH L MINELLA
EDMON L MORTON
D FON MUTTAMARA-WALKER
JENNIFER R NOEL
JOHN J. PASCHETTO
ADAM W POFF
SETH J REIDENBERG
FRANCIS J. SCHANNE
MICHELE SHERRETTA
MICHAEL P STAFFORD
JOHN E TRACEY
ALFRED VILLOCH, III
MARGARET B. WHITEMAN
CHRISTIAN DOUGLAS WRIGHT
SHARON M ZIEG

THE BRANDYWINE BUILDING
1000 WEST STREET, 17TH FLOOR
WILMINGTON, DELAWARE 19801

P.O. BOX 391
WILMINGTON, DELAWARE 19899-0391

(302) 571-6600
(800) 253-2234 (DE ONLY)
FAX. (302) 571-1253

WRITER'S DIRECT DIAL NUMBERS
VOICE: (302) 571-5004
FAX: (302) 576-3479

E-MAIL: kbaird@ycst.com

H ALBERT YOUNG
1929-1982

H JAMES CONAWAY, JR
1947-1990

WILLIAM F. TAYLOR
1954-2004

STUART B. YOUNG
EDWARD B MAXWELL, 2ND
OF COUNSEL

JOHN D MCLAUGHLIN, JR
ELENA C NORMAN (NY ONLY)
SPECIAL COUNSEL

GEORGETOWN OFFICE
110 WEST PINE STREET
P O BOX 594
GEORGETOWN, DELAWARE 19947
(302) 856-3571
(800) 255-2234 (DE ONLY)
FAX: (302) 856-9338

March 17, 2005

BY ELECTRONIC FILING

The Honorable Joseph J. Farnan, Jr.
United States District Court, District of Delaware
844 King Street
Lock Box 27
Wilmington, Delaware 19801

Re: Cephalon, Inc. v. Barr Labs, Inc., C.A. 05-29-JJF – Joint Proposed Scheduling Order

Dear Judge Farnan:

I write on behalf of the parties in the above-captioned action, who met and conferred pursuant to Fed. R. Civ. P. 26(f) on March 4, 2005. Although a formal Rule 16 conference has not been held yet, the parties have agreed to the attached proposed discovery plan and jointly submit it to the Court for its review. Pursuant to the Court's Model Patent Scheduling Order, the parties have not proposed pre-trial conference or trial dates. The parties respectfully request that the Court enter their joint proposed Order if it is acceptable and are available at the Court's convenience if it has any questions.

Respectfully Submitted,

Kevin M. Baird (#4219)

KMB/prt
Enclosure

cc: Fredrick Cottrell, Esq. (by e-mail)
Peter Kovolos, Esq. (by e-mail)
Brad Graveline, Esq. (by e-mail)
Michael Nutter, Esq. (by e-mail)