UNITED STATES DISTRICT COURT

DISTRICT OF MASSACHUSETTS

FLEXI-MAT CORPORATION, an Illinois corporation,

Plaintiff,

v.

DALLAS MANUFACTURING COMPANY, INC., a Texas corporation, BJ'S WHOLESALE CLUB, INC., a Delaware corporation, and DOSKOCIL MANUFACTURING COMPANY, INC., a Texas corporation,

Defendants.

DALLAS MANUFACTURING COMPANY, INC., a corporation,

Counter-Claimant,

v.

FLEXI-MAT CORPORATION, a corporation,

Counter-Defendant.

BJ'S WHOLESALE CLUB, INC., a corporation,

Counter-Claimant,

v.

FLEXI-MAT CORPORATION, a corporation,

Counter-Defendant.

DOSKOCIL MANUFACTURING COMPANY, INC., a corporation,

Counter-Claimant,

v.

FLEXI-MAT CORPORATION, a corporation,

Counter-Defendant.

Civil Action No. 04 10162 DPW

MOTION FOR ADMISSION PRO HAC VICE

[Local Rule 83.5.3(b)]

MOTION FOR ADMISSION PRO HAC VICE

Pursuant to Local Rule 83.5.3(b), the undersigned, a member of the Bar of this Court, respectfully moves for the admission to the Bar of this Court, pro hac vice, of Roy W. Hardin, Martin Korn, and M. Scott Fuller of Locke Liddell & Sapp LLP, for the purpose of representing Defendants and Counter-Claimants Doskocil Manufacturing Company, Inc. in this action. In support of this motion, and filed herewith, are certificates executed by Attorneys Roy W. Hardin, Martin Korn, and M. Scott Fuller certifying that (1) they are members of the bar in good standing in every jurisdiction where they have been admitted to practice; (2) there are no disciplinary proceedings pending against them as a member of the bar of any jurisdiction; and (3) they are familiar with the Local Rules of this Court.

WHEREFORE, the undersigned respectfully requests that the Court grant Roy W. Hardin, Martin Korn, and M. Scott Fuller admission to the Bar of this Court to represent Defendants and Counter-Claimants Doskocil Manufacturing Company, Inc. in this action.

Respectfully submitted,

Dated: December 16, 2004

James J. Marcellino, Esq. (BBO # 318840)
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CERTIFICATION

I hereby certify that, pursuant to Local Rule 7.1(A)(2), I have conferred with counsel for the plaintiff and said counsel has assented to the foregoing appearance in this action. I also certify that a true copy of the above document was served upon all counsel of record via U.S. Mail delivery on December 16, 2004.

James J. Marcellino, Esq.