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U.S. DISTRICT COURT
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 CAMERON S. BURKE
 CLERK IDAHO

Attorneys for Plaintiffs

**IN THE UNITED STATES DISTRICT COURT
 FOR THE DISTRICT OF IDAHO**

KIMBERLEY SMITH, MICHAEL)
 B. HINCKLEY, JACQUELINE T.)
 HLADUN, MARILYN J. CRAIG,)
 JEFFERY P. CLEVINGER, and)
 TIMOTHY C. KAUFMANN,)
 individually and on behalf)
 of those similarly situated,)
)
 Plaintiffs,)
)
 vs.)
)
 MICRON ELECTRONICS, INC., a)
 Minnesota corporation,)
)
 Defendant.)
 _____)

Case No. CIV 01-0244-S

**STIPULATION TO AMEND
 ANSWER AND AFFIRMATIVE
 DEFENSES AND RESOLVE
 OTHER ISSUES**

The Parties, by and through their undersigned counsel of record, pursuant to
 D.Id.L.Civ.R. 7.3, hereby mutually agree and stipulate as follows:

STIPULATION TO AMEND ANSWER AND AFFIRMATIVE DEFENSES
 AND RESOLVE OTHER ISSUES, P. 1

ORIGINAL

1. In order to narrow the issues and eliminate unnecessary evidence at trial, Defendant has agreed to withdraw and waive irrevocably its denials and defenses to the extent such denials and defenses relate to an assertion that Defendant was not the employer of the Plaintiffs or the opt-in claimants as an "integrated enterprise" within the meaning of the Fair Labor Standards Act ("FLSA"). Thus, solely for the purposes of this action and the determination of any liability in this action, Defendant shall not deny that it was the employer of the Plaintiffs and the eligible opt-in claimants as an integrated enterprise for purposes of 29 U.S.C. §§ 203(d), 203(c)(1) and 29 C.F.R. § 791.2(a), as well as any other applicable statutes or regulations relating to the FLSA.

2. Further, by this Stipulation, Plaintiffs have agreed, on behalf of themselves and the opt-in claimants, to withdraw and waive irrevocably any right to depose or examine Defendant's CEO, or Joel Kocher, in any deposition or proceeding relating to the subject matter of this action; *provided, however*, that in the event Defendant hereafter discloses its CEO or Joel Kocher as a witness to be called at trial in this action, then Plaintiffs may depose such witness prior to trial and may cross-examine such witness at trial. Thus, other than for the immediately preceding circumstance involving disclosure as a witness at trial, Plaintiffs and the opt-in claimants shall not issue any subpoena, notice, motion, citation, writ or other process requiring or compelling Defendant's CEO, or Joel Kocher, to appear or testify for deposition or examination in this action, or in any other proceeding relating to the subject matter of this action.

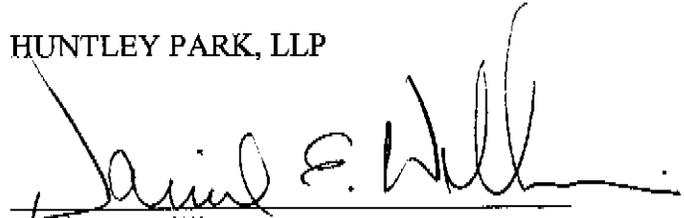
3. To the extent, if any, that Defendant's "Answer to Plaintiff's Second Amended Complaint and Demand for Jury Trial and Affirmative Defenses" (Docket No. 100) (the "Answer") asserted or intended to assert any denials and affirmative defenses

that Defendant was not an integrated enterprise under the FLSA, the Answer may be deemed amended by this Stipulation to withdraw any such denials and defenses.

4. Notwithstanding the foregoing, nothing in this Stipulation shall prevent Defendant from arguing that Plaintiffs and the putative class members or opt-in claimants (collectively, "claimants") were supervised or managed by persons other than Defendant or its management for purposes of determining whether: (i) the individual parties are similarly situated to each other or any other person for purposes of the FLSA; (ii) the claimants satisfy the requirements for a collective action under the FLSA; or (iii) the claimants satisfy the requirements of maintaining a class action under Federal Rule of Civil Procedure 23 or any other similar or applicable law.

Dated this 19th day of May, 2004.

HUNTLEY PARK, LLP



Daniel E. Williams
Attorneys for Plaintiffs

STOEL RIVES, LLP



Kim J. Dockstader
Attorneys for Defendant