

UNITED STATES OF AMERICA
BEFORE THE FEDERAL TRADE COMMISSION

In the Matter of

FILE NO. 182-3085

NATIONAL FLOORS DIRECT, INC., a corporation.

AGREEMENT CONTAINING

("draft Complaint"). BCP and Proposed Respondent consent to the Commission's proposed Consent Order ("Consent Agreement") to resolve all issues raised by the Complaint through a proposed Decision and Order to present to the Commission. The Consent Agreement made a part of this Consent Agreement.

IT IS HEREBY AGREED by and between Proposed Respondent and the Commission:

1. Proposed Respondent is National Floor Direct, Inc., located at 100 Messina Drive, principal office or place of business at 100 Messina Drive, Suite 100, New York, New York.
2. Proposed Respondent neither admits nor denies any of the facts or conclusions of law set forth in the Decision and Order. Proposed Respondent admits the facts necessary to support the Commission's Decision and Order.
3. Proposed Respondent waives:
 - a. Any further procedural steps;
 - b. The requirement that the Commission's Decision and Order be supported by findings of fact and conclusions of law; and
 - c. All rights to seek judicial review or otherwise to challenge the Commission's Decision and Order issued pursuant to this Consent Agreement.
4. This Consent Agreement will not become part of the Commission's record and until it is accepted by the Commission. The Commission's Decision and Order, together with the draft Complaint, will be placed on the Commission's public website. Information about them will be publicly released. Acceptance of this Consent Agreement serves as the basis for further actions leading to final Commission action. The Commission may either withdraw its acceptance of this Consent Agreement or Proposed Respondent, in which event the Commission will issue a Decision and Order.

appropriate, or issue and serve its Complaint (in such form as the circumstances may require) and decision in disposition of the proceeding, which may include a decision. See Section 2.34 of the Commission's Rules 16 C.F.R. § 2.34 ("Rule 2.34")

5. If this agreement is accepted by the Commission, and if such acceptance is not subsequently withdrawn by the Commission pursuant to Rule 2.34, the Commission may, without further notice to Proposed Respondent: (1) issue its Complaint corresponding in form and substance with the attached draft Complaint and its Decision and Order; and (2) make information about them public. Proposed Respondent agrees that service of the Order may be effected by its publication on the Commission's website (ftc.gov) which time the Order will become final. See Rule 2.32(d). Proposed Respondent waives any rights it may have in any other manner of service. See Rule 4.4.

6. When final, the Decision and Order will 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 Commission orders.

7. The Complaint may be used in construing the terms of the Decision and Order. No agreement, understanding, representation, or interpretation not contained in the Decision and Order or in this Consent Agreement may be used to vary or contradict the terms of the Decision and Order.

8. Proposed Respondent agrees to comply with the terms of the proposed Decision and Order from the date that Proposed Respondent signs this Consent Agreement. Proposed Respondent understands that it may be liable for civil penalties and other relief for each violation of the Decision and Order after it becomes final.

NATIONAL FLOORS DIRECT, INC.

FEDERAL TRADE COMMISSION

By: _____

Zachary Rosenberg

Title: _____

Date: _____

By: _____

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