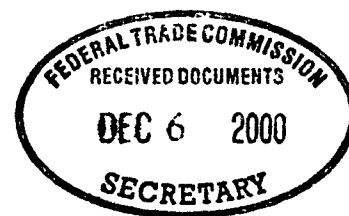


UNITED STATES OF AMERICA
BEFORE FEDERAL TRADE COMMISSION



In the Matter of

**NATURAL ORGANICS, INC., a corporation, and
GERALD A. KESSLER, individually and as an officer of the corporation.**

DOCKET NO. 9294

MOTION TO WITHDRAW AS COUNSEL

TO: THE HONORABLE JAMES P. TIMONY
Chief Administrative Law Judge

The law firm of Kaplan, Thomashower & Landau LLP ("KTL"), hereby moves to withdraw as counsel for Respondents Natural Organics, Inc. and Gerald A. Kessler ("Respondents"). On October 12, 2000, KTL, on behalf of Respondents, sought a 60-day stay of this proceeding to enable Respondents to retain new counsel. The retention of new counsel and the stay, to which complaint counsel consented on October 17, 2000, was necessary because of the untimely death on October 9, 2000 of Milton A. Bass, Esq., who was lead counsel for Respondents. Subsequently Respondents' retained new counsel, Hyman, Phelps & McNamara, who have appeared in this proceeding on behalf of Respondents and to whom the files in this matter have been transferred at the instructions of the Respondents.

Since new counsel has now been substituted for the KTL firm, we respectfully request that KTL's Motion to Withdraw As Counsel be granted.

Dated: December 4, 2000

Respectfully submitted,

Kaplan, Thomashower & Landau LLP

By: Mark Landau
MARK LANDAU
JOHN M. DESIDERIO
FRAN OBEID

26 Broadway
New York, New York 10004
(212) 593-1700

CERTIFICATE OF SERVICE

The undersigned, one of the attorneys representing the respondents in Natural Organics, Inc., et al. (FTC Docket No. 9294), hereby certifies that on December 5, 2000 he/she duly caused a copy of the foregoing document to be served by facsimile and/or by delivering said document to Federal Express for next-day delivery upon:

Matthew Gold, Esq.
Kerry O'Brien, Esq.
Federal Trade Commission
Western Region
901 Market Street, Suite 570
San Francisco, CA 94103

Jeffrey Klurfeld
Regional Director
Federal Trade Commission
Western Region
901 Market Street, Suite 570
San Francisco, CA 94103

The Honorable James P. Timony
Chief Administrative Law Judge
Federal Trade Commission H-110
600 Pennsylvania Avenue, N.W.
Washington, D.C. 20580

Steven McNamara, Esq.
John R. Fleder, Esq.
Hyman, Phelps & McNamara, P.C.
700 13th Street, N.W., Suite 1200
Washington, D.C. 20005-5929



MARK LANDAU, ESQ.
JOHN M. DESIDERIO, ESQ.
FRAN OBEID, ESQ.