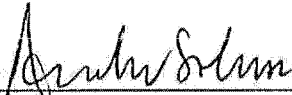


NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED by and between
the parties by their respective counsel that, pursuant to Fed.R.Civ.P. 41(a)(1)(A)(ii), this action is
dismissed with prejudice and without costs to either party.


Dated: New York, New York
~~January~~ 2015
February 5, 2015

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SO ORDERED, THIS 6 DAY OF February 2015


Judge William H. Pauley III
United States District Judge

xm