

**UNITED STATES OF AMERICA  
BEFORE THE FEDERAL TRADE COMMISSION**

In the Matter of

UNION OIL COMPANY OF CALIFORNIA,  
INC.

a corporation

DOCKET NO: 9305

**NON-PARTY VALERO ENERGY CORPORATION INC.'S UNOPPOSED MOTION  
FOR EXTENSION OF TIME TO MOVE FOR IN CAMERA TREATMENT OF  
HEARING EXHIBITS DESIGNATED BY UNION OIL COMPANY OF CALIFORNIA**

Non-party Valero Energy Corporation, Inc., (“Valero”) files this motion to extend the time permitted for it to move for *in camera* treatment of documents that Union Oil Company of California (“Unocal”) has designated for possible introduction at the hearing in the above-referenced matter.

Counsel for Unocal provided notice of the documents that it may introduce at the hearing by letter dated September 26, 2003. The attachments to its letter lists trial exhibits that in Unocal’s judgment may “contain information that is confidential” to Valero.

Under the terms of the April 9, 2003, Scheduling Order, as modified by the Order of August 5, 2003, the current deadline for non-party Valero to move for *in camera* treatment of materials designated for introduction at the hearing is October 10, 2003. Valero in consultation with undersigned counsel, is in the process of examining the documents that Unocal has identified. By early next week, we will enter into discussions with counsel for Unocal for the purpose of reaching agreement, to the greatest extent possible, on issues of *in camera* treatment for these materials. In view of the material that Unocal has designated that pertains to the operations of non-party Valero (much of which contains potentially business sensitive

information) and the need for careful scrutiny to minimize the number of documents for which *in camera* treatment is sought, additional time will be required to complete this process. Non-party Valero therefore requests an extension of seven days, to and including October 17, 2003, of the deadline for any motion for *in camera* treatment of documents designated by Unocal for possible introduction at the hearing.

We have discussed this request in telephone conversations with counsel for Unocal and for the FTC, who have indicated that they do not oppose this extension request.

DATED: October 9, 2003

Respectfully submitted,  
HENNIGAN, BENNETT & DORMAN LLP

By: \_\_\_\_\_  
William E. Stoner

601 South Figueroa Street, #3300  
Los Angeles, California 90017  
Phone: (213)694-1200  
Fax: (213) 624-1234  
**Attorneys for Third Party**  
**Valero Energy Corporation, Inc.**

**CERTIFICATE OF SERVICE**

I declare as follows:

I certify that on October 9, 2003, I caused an original and two copies of the **NON-PARTY VALERO ENERGY CORPORATION INC.'S UNOPPOSED MOTION FOR EXTENSION OF TIME TO MOVE FOR IN CAMERA TREATMENT OF HEARING EXHIBITS DESIGNATED BY UNION OIL COMPANY OF CALIFORNIA** to be served by one electronic copy of that motion to be filed by electronic mail with:

Donald S. Clark  
Secretary  
Federal Trade Commissions  
600 Pennsylvania Ave., NW Rm. H-159  
Washington, DC 20580

I also certify that on October 9, 2003, I caused one copy of the foregoing motion to be served by U.S. Mail and Federal Express upon:

The Honorable D. Michael Chappell  
Administrative Law Judge  
Federal Trade Commission  
600 Pennsylvania Ave., NW  
Washington, DC 20580

I also certify that on October 9, 2003, I caused one copy of the foregoing motion to be served by U.S. Mail and Federal Express upon each person listed below:

J. Robert Robertson, Esq.  
Senior Litigation Counsel  
Bureau of Competition  
Federal Trade Commission  
600 Pennsylvania Ave., NW\  
Washington, DC 20580

Richard B. Dagen  
(through service upon)  
Chong S. Park, Esq.  
Bureau of Competition  
Federal Trade Commission  
601 New Jersey Ave., NW Rm. NJ-6213

I also certify that on October 9, 2003, I caused one copy of the foregoing motion to be served by U.S. Mail and Federal Express upon:

David W. Beehler, Esq.  
Diane Simerson, Esq.  
Robins, Kaplan, Miller & Ciresi, LLP  
2800 LaSalle Plaza  
800 LaSalle Ave.  
Minneapolis, MN 55402-2015

---

William E. Stoner

**UNITED STATES OF AMERICA  
BEFORE THE FEDERAL TRADE COMMISSION**

In the Matter of

UNION OIL COMPANY OF CALIFORNIA,  
INC.

a corporation

DOCKET NO: 9305

**[PROPOSED] ORDER MODIFYING SCHEDULING ORDER DEADLINE FOR THE  
FILING OF MOTIONS SEEKING IN CAMERA TREATMENT**

Upon consideration of the Valero Unopposed Motion for Extension of Time to Move for *In Camera* Treatment of Hearing Exhibits Designated by Union Oil Company of California, it is hereby ordered that Valero shall be given until October 17, 2003 to file a motion seeking *in camera* treatment of documents identified in Union Oil September 26, 2003 list.

DATED: \_\_\_\_\_

\_\_\_\_\_  
The Honorable D. Michael Chappel  
Administrative Law Judge.

**CERTIFICATE OF SERVICE**

I declare as follows:

I Certify That On October 9, 2003, I Caused An Original And Two Copies Of The  
**[PROPOSED] ORDER MODIFYING SCHEDULING ORDER DEADLINE FOR THE  
FILING OF MOTIONS SEEKING IN CAMERA TREATMENT**

to be served by first class mail and Federal Express and one electronic copy of that motion to be filed by electronic mail with:

Donald S. Clark  
Secretary  
Federal Trade Commissions  
600 Pennsylvania Ave., NW Rm. H-159  
Washington, DC 20580

I also certify that on October 9, 2003, I caused one copy of the foregoing motion to be served by U.S. Mail and Federal Express upon:

The Honorable D. Michael Chappell  
Administrative Law Judge  
Federal Trade Commission  
600 Pennsylvania Ave., NW  
Washington, DC 20580

I also certify that on October 9, 2003, I caused one copy of the foregoing motion to be served by U.S. Mail and Federal Express upon each person listed below:

J. Robert Robertson, Esq.  
Senior Litigation Counsel  
Bureau of Competition  
Federal Trade Commission  
600 Pennsylvania Ave., NW\  
Washington, DC 20580

Richard B. Dagen  
(through service upon)  
Chong S. Park, Esq.  
Bureau of Competition  
Federal Trade Commission  
601 New Jersey Ave., NW Rm. NJ-6213

I also certify that on October 9, 2003, I caused one copy of the foregoing motion to be served by U.S. Mail and Federal Express upon:

David W. Beehler, Esq.  
Diane Simerson, Esq.  
Robins, Kaplan, Miller & Ciresi, LLP  
2800 LaSalle Plaza  
800 LaSalle Ave.  
Minneapolis, MN 55402-2015

---

William E. Stoner