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UNITED STATES OF AMERICA
BEFORE THE FEDERAL TRADE COMMISSION DOCUMENT PROCESSING

In the Matter of

Union Oil Company of California,
a corporation.

Docket No. 9305

COMPLAINT COUNSEL'S REQUEST FOR TRIAL SETTING

Complaint Counsel respectfully request that the Court issue an order scheduling an adjudicative hearing in this matter to commence on September 20, 2004 or shortly thereafter. Complaint Counsel believe that commencing an adjudicative hearing in mid-September would be practicable.

Prior to the dismissal of this matter in November 2003, all discovery had been completed and the only remaining significant items on the prior scheduling order were the parties' pretrial briefs and pretrial findings of fact and conclusions of law. Complaint Counsel believe that the remaining pretrial briefing can be completed prior to an adjudicative hearing scheduled for the middle of September. To the extent that any outstanding issues remain to be resolved, these issues can be resolved by the Court during trial.

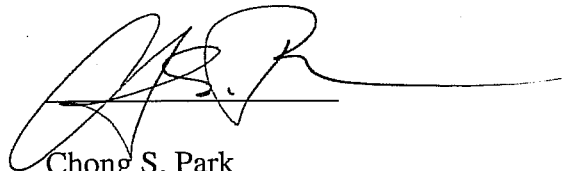
Complaint Counsel anticipate calling approximately sixty witnesses in its case in chief. These witnesses include, but are not limited to, a sitting state court judge, senior California state officials, and third-party witnesses that work in management positions across the United States and overseas. The issuance of an order setting a firm trial date as soon as possible would enable

the parties to arrange for the testimony of the witnesses in a timely and efficient fashion. Once an order setting the hearing date is entered by this Court, Complaint Counsel will submit to the Court on an expedited basis updated subpoena requests for Complaint Counsel's trial witnesses.

Complaint Counsel has met and conferred with Counsel for Respondent concerning a proposed hearing date, but did not reach agreement. Counsel for Respondent initially proposed that the hearing in this case commence in mid to late August, but subsequently reconsidered this position. As stated, Complaint Counsel believe that the parties should be able to proceed to trial in September and respectfully request that the Court set a hearing to commence on or shortly after September 20, 2004.

A proposed order is attached for the Court's consideration.

Respectfully submitted,

A handwritten signature in black ink, appearing to be 'Chong S. Park', written over a horizontal line.

Chong S. Park
Counsel Supporting the Complaint

Bureau of Competition
Federal Trade Commission
Washington, D.C. 20580
(202) 326-2372

Dated: July 15, 2004

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

In the Matter of

Union Oil Company of California,

a corporation.

Docket No. 9305

[PROPOSED] ORDER

The Court hereby orders the following:

1. An adjudicative hearing in the above-captioned matter is scheduled to commence on September __, 2004.
2. Complaint Counsel's Pretrial Brief shall be filed no later than September 3, 2004, and Respondent's Pretrial Brief shall be filed no later than September 10, 2004.

D. Michael Chappell
Administrative Law Judge

CERTIFICATE OF SERVICE

I, Terri Martin, hereby certify that on July 15, 2004, I caused a copy of Complaint Counsel's Request for Trial Setting to be served upon the below listed persons:

VIA HAND DELIVERY TO:

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

VIA FACSIMILE & FEDERAL EXPRESS TO:

Joseph Kattan, Esq.
Gibson, Dunn & Crutcher LLP
1050 Connecticut Avenue, NW
Washington, DC 20036-5306

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



Terri Martin



UNITED STATES OF AMERICA
FEDERAL TRADE COMMISSION
WASHINGTON, D.C. 20580

Terri Martin
Investigator
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Facsimile Transmission

Date: July 15, 2004
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Of: Robins, Kaplan, et. al.
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From: Terri Martin

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WASHINGTON, D.C. 20580

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