



Office of the Secretary

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

December 10, 2001

George S. Cary, Esquire
Cleary, Gottlieb, Steen & Hamilton
2000 Pennsylvania Avenue, N.W.
Washington, DC 20006

Re: Lafarge S.A., et al.
Docket No. C-4014

Dear Mr. Cary:

This letter responds to the October 11, 2001, Petition of Lafarge S.A. for Approval of Proposed Divestiture, that you filed on behalf of the respondents in the above-referenced matter seeking prior approval by the Federal Trade Commission ("Commission") of the divestiture of Blue Circle's Lime Assets ("Lime Assets") to Peak Investments, L.L.C., as required by the order in Docket No. C-4014 ("Order"). The Order requires the respondents to divest the Lime Assets with the Commission's prior approval.

The Commission has determined to approve the respondents' proposed divestiture. In according its approval to the divestiture, the Commission has relied upon the information submitted and representations made in connection with the respondents' application for prior Commission approval of the proposed divestiture, and has assumed them to be accurate and complete.

The Commission has also determined to appoint William M. Troutman to serve as the Independent Auditor for the Lime Assets pursuant to Paragraph VI of the Order.

By direction of the Commission.

A handwritten signature in black ink, appearing to read "Benjamin I. Berman".

Benjamin I. Berman
Acting Secretary

cc: William M. Troutman
411 East MacEwen Drive
Osprey, FL 34229