



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

Office of the Director
Bureau of Competition

JUN 26 2008

Robert W. McCann, Esq.
Drinker, Biddle & Reath
1500 K St., N.W.
Washington, D.C. 20005

RE: Banner Health / Sun Health
FTC File 081-0054

Dear Mr. McCann:

The Federal Trade Commission's San Francisco office has been conducting a nonpublic investigation to determine whether Banner Health's acquisition of the assets of Sun Health Corporation may violate Section 7 of the Clayton Act or Section 5 of the Federal Trade Commission Act.

Upon further review of this matter, it now appears that no further action is warranted by the Commission at this time. Accordingly, pursuant to authority delegated by the Commission, 49 Fed. Reg. 6171 (1984), the investigation has been closed. This action is not to be construed as a determination that a violation may not have occurred, just as the pendency of an investigation should not be construed as a determination that a violation has occurred. The Commission reserves the right to take such further action as the public interest may require.

Sincerely yours,

A handwritten signature in black ink, appearing to read "Jeffrey Schmidt".

Jeffrey Schmidt
Director