

**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 COMPLAINT COUNSEL**

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 and deposition excerpts that Complaint Counsel have designated for possible introduction at the hearing in the above-referenced matter.

Complaint Counsel provided notice of the documents and deposition excerpts that it may introduce at the hearing by letter dated September 24, 2003. The attachments to its letter list trial exhibits and excerpts from depositions that were previously designated for confidential treatment under the Protective Order.

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, are in the process of examining the documents and deposition excerpts that Complaint Counsel has identified. We will soon be in a position to enter into discussions with Complaint Counsel for the purpose of reaching agreement, to the greatest extent possible, on issues of *in camera* treatment for these materials. In view of Valero the quantity of material

that Complaint Counsel has designated that pertains to the operations of the non-party refiners (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 fourteen days, to and including October 24, 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 Complaint Counsel and counsel for Unocal. Complaint counsel has represented that it concurs in our view that the additional time will assist efforts to minimize the number of documents for which *in camera* treatment may be sought. Both Complaint Counsel and counsel for Unocal 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 COMPLAINT COUNSEL** 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

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William E. Stoner

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

Upon consideration 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 Complaint Counsel, it is hereby ordered that Valero shall be given until October 24, 2003 to file a motion seeking *in camera* treatment of documents and deposition excerpts identified in Complaint Counsel's September 24, 2003 lists.

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  
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