

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

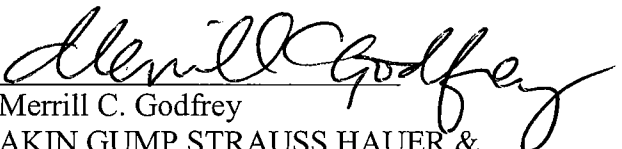
In the Matter of)	
UNION OIL COMPANY OF CALIFORNIA,)	
 a corporation.)	Docket No. 9305

NOTICE OF APPEARANCE

Please note my appearance for non-parties BP West Coast Products, LLC, Chevron U.S.A., Inc., Exxon Mobil Corporation, and Shell Oil Products Company, in the above-captioned matter. In accordance with Rule 4.1(d) of the Federal Trade Commission's Rules of Practice, I certify that I am a member of the bar of the District of Columbia (Bar No. 464758), and am in good standing within the legal profession.

DATED: January 13, 2004

Respectfully submitted,


Merrill C. Godfrey
AKIN GUMP STRAUSS HAUER &
FELD, LLP
1333 New Hampshire Ave., NW
Washington, DC 20036

CERTIFICATE OF SERVICE

I certify that on January 14, 2004, I caused an original and two copies of the foregoing Notice of Appearance to be filed by hand and one electronic copy of that Notice to be filed by electronic mail with:

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

I also certify that on January 14, 2004, I caused two copies of the foregoing Notice of Appearance to be served by U.S. mail upon:

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

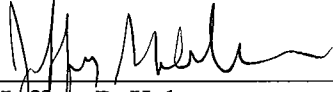
I also certify that on January 14, 2004, I caused one copy of the foregoing Notice of Appearance to be served by hand delivery upon each person listed below:

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

Richard B. Dagen, Esq.,
(through service upon)
Chong S. Park, Esq.
Bureau of Competition
Federal Trade Commission
601 New Jersey Avenue, NW, Rm. NJ-6213
Washington, DC 20001

I also certify that on January 14, 2004, I also caused one copy of the foregoing Notice of Appearance to be served by U.S. mail upon:

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



Jeffrey P. Kehne