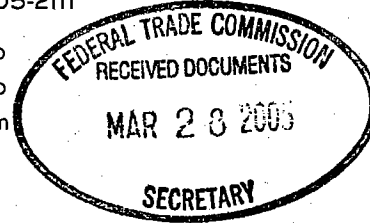


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March 28, 2005

Donald S. Clark
Secretary
Federal Trade Commission
Room H-159
600 Pennsylvania Avenue, N.W.
Washington, DC 20580

RE: *In the Matter of Chicago Bridge & Iron Company N.V.,
Chicago Bridge & Iron Company, Pitt-Des Moines, Inc.
(Docket No. 9300)*

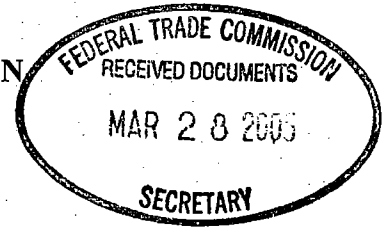
Dear Mr. Clark:

Please find enclosed for filing today *Respondents' Further Briefing on
Complaint Counsel's Motion for Clarification.*

Sincerely,

Sara Bensley / eM
Sara L. Bensley

UNITED STATES OF AMERICA
BEFORE THE FEDERAL TRADE COMMISSION



In the Matter of)
)
)

CHICAGO BRIDGE & IRON COMPANY N.V.)
a foreign corporation,)

CHICAGO BRIDGE & IRON COMPANY)
a corporation,)

PITT-DES MOINES, INC.,)
a corporation.)

Docket No. 9300

PUBLIC

RESPONDENTS' FURTHER BRIEFING
ON COMPLAINT COUNSEL'S MOTION FOR CLARIFICATION

Respondents Chicago Bridge & Iron Company N.V. and Chicago Bridge & Iron Company ("CB&I") file this brief in response to the Order issued March 15, 2005, requesting further briefing on Complaint Counsel's Petition for Reconsideration to Clarify Respondents' Obligations as to the Pitt-Des Moines and CB&I Corporate Names ("Counsel's Petition to Clarify").¹

A. CB&I Does Not Own Nor Have Rights to the Pitt-Des Moines Name.

CB&I objected to those portions of Counsel's Petition to Clarify that would impose an affirmative duty on CB&I to transfer any right or title in and to the corporate name of Pitt-Des Moines ("PDM"), including the PDM mark. When CB&I acquired the Industrial Division of PDM, it acquired only a one-year, non-renewable, non-exclusive transitional license to the use of

¹ Pitt-Des Moines is represented by separate counsel and is expected to file a separate brief on this issue.

the PDM mark. That license expired on February 6, 2002. Accordingly, CB&I has no right or title in or to the PDM corporate name or mark which it could transfer to a purchaser.

CB&I has conferred with counsel for PDM and understands that, if the PDM name is available, PDM would consider granting a transitional license to a purchaser of the divested assets to the use of the PDM name on some commercially reasonable basis in the event the Commission's divestiture order is ultimately upheld on appeal.²

B. Even a Transitional License to the CB&I Name Would Cause Significant Harm and Confusion to the CB&I Name.

CB&I was founded in 1889 as Chicago Bridge & Iron Company and has built a solid reputation as a leading engineering, procurement, and construction company, specializing in lump-sum turnkey projects for customers that produce, process, store, and distribute natural resources. The CB&I name has been in continuous use for more than 115 years. CB&I believes that its name is a valuable asset and uniquely associated with the company.³ In the event of a divestiture, CB&I would continue to operate in the United States under the CB&I name in competition with the purchaser of the divested assets. Accordingly, it would not be feasible to grant a transitional license to the use of the CB&I name to such purchaser. The potential adverse consequences of allowing the competitor to use the CB&I name include the potential for adverse

² CB&I understands that counsel for PDM is investigating whether the PDM name is currently in use and, if so, the conditions of such use. Naturally, PDM is in a better position to inform the Commission of the current use of the PDM name, if any, and CB&I expects that PDM will inform the Commission regarding this matter in its brief.

³ At the same time, and as demonstrated by the numerous recent competitions won by foreign entities, either alone or in conjunction with a U.S. company, having an established brand name is not in and of itself a guarantee of success.

