



Office of the Secretary

United States of America
FEDERAL TRADE COMMISSION
WASHINGTON, D.C. 20580

December 17, 2014

Amanda Wait, Esq.
Hunton & Williams LLP
2200 Pennsylvania Avenue, NW
Washington, D.C. 20037

Re: *In the Matter of Service Corporation International and Stewart Enterprises, Inc.,
Docket No. C-4423.*

Dear Ms. Wait:

This is in reference to the Petition For Approval of Proposed Divestiture filed by Service Corporation International (“SCI”) and received on October 23, 2014 (“Petition”). Pursuant to the Decision and Order in Docket No. C-4423 (“Order”), SCI requests prior Commission approval of its proposal to divest certain funeral home assets to Claney Oatmeyer Semenyuk, Inc. (“COS”).

After consideration of the Petition and other available information, the Commission has determined to approve the proposed divestiture as set forth in the Petition. In according its approval, the Commission has relied upon the information submitted and the representations made by SCI and COS in connection with the Petition and has assumed them to be accurate and complete.

This letter also responds to the Petition for Extension of Time (“Petition for Extension”) filed by SCI on October 27, 2014, pursuant to Commission Rule 4.3(b), 16 C.F.R. § 4.3(b). Under the Order, SCI was required to complete the divestitures no later than 180 days after the Commission issued the Order, or by October 27, 2014. Rule 4.3(b) provides that “the Commission, for good cause shown, may extend any time limit prescribed by the rules in this chapter or order of the Commission.” Under applicable precedent, SCI has the burden of demonstrating good cause, and granting an extension of time rests in the discretion of the Commission.

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After consideration of SCI's request, the Commission has determined to grant the Petition for Extension and extend the time in which SCI must complete the divestitures required by the Order to no later than December 29, 2014. SCI has shown that it began its divestiture efforts immediately upon reaching the consent agreement with the Commission staff, that it has acted diligently throughout the entire divestiture period and in close communication with the Commission staff, and that the delays in completing negotiations were not due to unreasonable demands or other unreasonable conduct by SCI.

By direction of the Commission.

Donald S. Clark
Secretary

cc: Paul Houston
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