



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

Office of the Secretary

July 17, 2000

Charles F. Rule, Esquire
Covington & Burling
1201 Pennsylvania Avenue, N.W.
Washington, D.C. 20004

Re: *Exxon Corporation and Mobil Corporation*, File No. 991-0077; FTC Docket No. C-3907

Dear Mr. Rule:

This is in reference to the Application for Approval of Proposed Divestiture of Mobil's Interest in Colonial Pipeline Company, dated April 17, 2000, ("Application") filed by Exxon Mobil Corporation ("Exxon Mobil"). Pursuant to the proposed order in File No. 991-0077, Exxon Mobil requests prior Commission approval of its proposal to divest Mobil's interest in the Colonial Pipeline Company to the Colonial Pipeline Company.

After consideration of Exxon Mobil's Application and other available information, the Commission has determined to approve the proposed divestiture of Mobil's Interest in Colonial Pipeline Company to the Colonial Pipeline Company. In according its approval, the Commission has relied upon the information submitted and the representations made in connection with Exxon Mobil's Application and has assumed them to be accurate and complete.

By direction of the Commission, Commissioner Leary recused.

A handwritten signature in cursive script that reads "Donald S. Clark".

Donald S. Clark
Secretary