



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

Office of the Secretary

December 21, 2001

Fernando R. Laguarda, Esquire  
Mintz, Levin, Cohn, Ferris,  
Glovsky and Popeo, P.C.  
701 Pennsylvania Avenue, N.W.  
Washington, D.C. 20004

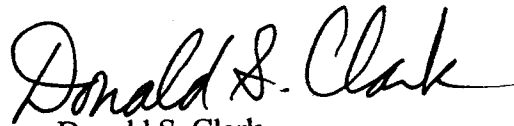
Re: Revco D.S., Inc. ("Revco")  
Docket No. C-3540

Dear Mr. Laguarda:

This is in reference to your application filed on December 7, 2001, for prior Commission approval, as required by Paragraph IV of the Revco order, to acquire certain assets of Horizon Pharmacies, Inc. located in Covington, Virginia.

After consideration of this application, and other available information, the Commission has determined to approve the proposed acquisition. In according its approval, the Commission has relied upon the information submitted and the representations made by CVS and has assumed them to be accurate and complete.

By direction of the Commission.

  
Donald S. Clark  
Secretary

cc: Thomas S. Moffatt, Esq.