



Office of the Secretary

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

January 13, 2005

Jonathan Gleklen, Esq.
Arnold & Porter LLP
555 Twelfth St. NW
Washington, DC 20004-1206

Re: *In the Matter of General Electric Co., Docket No. C-4119*

Dear Mr. Gleklen:

This letter responds to the October 29, 2004, Divestiture Petition ("Petition") of General Electric Co. ("GE") requesting that the Commission approve GE's sale of InVision's X-Ray NDT Business ("YXLON") to Andlinger & Company, Inc. ("Andlinger"), pursuant to the order in this matter. The application was placed on the public record for comments for thirty days, until December 1, 2004, and no comments were received.

After consideration of the proposed transaction as set forth in the Petition and supplemental documents, as well as other available information, the Commission has determined to approve the divestiture of YXLON to Andlinger. In according its approval, the Commission has relied upon the information submitted and representations made in connection with GE's Petition, and has assumed them to be accurate and complete.

By direction of the Commission, Commissioner Harbour recused, and Commissioner Leibowitz not participating.

Donald S. Clark
Secretary

cc: Stephen A. Magida
Andlinger & Company, Inc.
303 South Broadway - Suite 229
Tarrytown, NY 10591