



Office of the Secretary

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

November 15, 2010

Mr. John H. Lyons
Skadden, Arps, Slate, Meagher & Flom LLP
1440 New York Avenue, N.W.
Washington, D.C. 20005

Re: *In the Matter of Pilot Corporation, Propeller Corp., and Flying J Inc.,
File No. 091-0125*

Dear Mr. Lyons:

Thank you for your comment on behalf of TravelCenters of America LLC ("TA") regarding the proposed consent order in the above-captioned matter. The Commission has reviewed your comment in connection with its decision whether to give final approval to the proposed consent order and has placed the comment on the public record.

After considering TA's comment, among others, the Commission has determined that the public interest would be served best by issuing the Decision and Order in final form with certain modifications. First, Pilot Corporation and Propeller Corp. ("Pilot") shall be required to file reports notifying the Commission of relevant acquisitions, including fuel island leases. Second, the Decision and Order will mandate a broader firewall that will apply to all merchant customers of Pilot's TCH subsidiary for the length of the order.

We appreciate your interest in this matter. A copy of the final Decision and Order is enclosed for your information.

By direction of the Commission, Commissioner Brill not participating.

Donald S. Clark
Secretary

Enclosure