



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

Office of the Secretary

December 27, 2011

Peter T. Barbur, Esquire
Christopher D. Belelieu, Esquire
Cravath, Swaine & Moore LLP
Worldwide Plaza
825 Eighth Avenue
New York, NY 10019

Re: *In the Matter of Universal Health Services, Inc.*
Docket No. C-4309.

Dear Mr. Barbur and Mr. Belelieu:

This letter responds to the Application for Approval of Divestiture of the Las Vegas Divestiture Assets filed by Universal Health Services, Inc., on November 7, 2011. The Application requests that the Commission approve, pursuant to the order in this matter, Universal's proposed divestiture of the Las Vegas Divestiture Assets to Strategic Behavioral Health, LLC. The application was placed on the public record for comments until December 12, 2011, and no comments were received.

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

By direction of the Commission.

Donald S. Clark
Secretary

cc: Ashby Q. Burks, Esquire
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