



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

Office of the Director
Bureau of Competition

November 12, 2010

Marc G. Schildkraut, Esq.
Howrey LLP
1299 Pennsylvania Ave., NW
Washington, D.C. 20004

Re: Aloha/Shell, FTC File No. 091-0161

Dear Mr. Schildkraut:

The Federal Trade Commission's Bureau of Competition has been conducting a nonpublic investigation to determine whether the acquisition of Shell Oil Company, Inc.'s assets in the State of Hawaii by Aloha Petroleum, LLC may violate Section 7 of the Clayton Act or Section 5 of the Federal Trade Commission Act.

Upon further review of this matter, it now appears that no further action is warranted by the Commission at this time. Accordingly, pursuant to authority delegated by the Commission, 49 Fed. Reg. 6171 (1984), the investigation has been closed. This action is not to be construed as a determination that a violation may not have occurred, just as the pendency of an investigation should not be construed as a determination that a violation has occurred. The Commission reserves the right to take such further action as the public interest may require.

Sincerely Yours,

A handwritten signature in black ink, appearing to read "Richard A. Feinstein".

Richard A. Feinstein
Director