

United States of America FEDERAL TRADE COMMISSION WASHINGTON, D.C. 20580

Office of the Secretary

September 18, 2014

Amanda Wait, Esq. Hunton & Williams LLP 2200 Pennsylvania Avenue, NW Washington, D.C. 20037

Re: In the Matter of Service Corporation International and Stewart Enterprises, Inc.,

Docket No. C-4423.

Dear Ms. Wait:

This is in reference to the Petition For Approval of Proposed Divestiture filed by Service Corporation International ("SCI") and received on March 7, 2014, and the Petition For Approval of Proposed Divestiture filed by SCI and received on July 3, 2014 (collectively the "Petitions"). Pursuant to the Decision and Order in Docket No. C-4423, SCI requests prior Commission approval of its proposals to divest certain assets to Hunsaker Partners LLC.

After consideration of SCI's Petitions and other available information, the Commission has determined to approve the proposed divestitures as set forth in the Petitions. In according its approval, the Commission has relied upon the information submitted and the representations made by SCI and Hunsaker Partners LLC in connection with SCI's Petitions and has assumed them to be accurate and complete.

By direction of the Commission.

Donald S. Clark Secretary

cc: Paul Houston