



Office of the Secretary

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

February 29, 2000

Charles F. Rule, Esquire  
Covington & Burling  
1201 Pennsylvania Avenue, N.W.  
Washington, D.C. 20004

Re: *Exxon Corporation and Mobil Corporation*,  
File No. 991-0077; FTC Docket No. C-3907

Dear Mr. Rule

This is in reference to the Application for Approval of Proposed Divestitures ("Application"), dated December 13, 1999, and filed by Exxon Mobil Corporation ("Exxon Mobil"). Pursuant to the proposed order in File No. 991-0077, Exxon Mobil requests prior Commission approval of its proposal to divest certain assets and complete assignments to Tosco Corporation.

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

By direction of the Commission.

Donald S. Clark  
Secretary

cc: Wilkes McClave  
Senior Vice President and General Counsel  
Tosco Corporation  
72 Cummings Point Road  
Stamford, CT 06902