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UNITED STATES OF AMERICA  
BEFORE THE FEDERAL TRADE COMMISSION  
WASHINGTON D.C.

In the Matter of

UNION OIL COMPANY OF CALIFORNIA,  
a corporation.

Docket No. 9305

DECLARATION OF SARA A POULOS IN SUPPORT OF  
UNION OIL COMPANY OF CALIFORNIA'S OPPOSITION  
TO NON-PARTY TURNER, MASON & COMPANY'S MOTION  
TO LIMIT SUBPOENA DUCES TECUM

Sara A. Poulos declares as follows:

1. I am a partner with the law firm of Robins, Kaplan, Miller & Ciresi, L.L.P., counsel for Respondent Union Oil Company of California ("Unocal").
2. Attached as Exhibit A is a true and correct copy of the subpoena served upon Turner, Mason & Company by Respondent Unocal.
3. Attached as Exhibit B is a copy of the WSPA Study of the Cost Impacts of Potential CARB Phase II Gasoline Regulations dated November 11, 1991, prepared by Turner Mason & Company.
4. On May 7, 2003, I spoke with Brian Wall, counsel for WSPA, who told me that WSPA does not have possession of the information relied upon by Turner Mason in its studies. He also informed me that WSPA still regards this material as confidential.
5. Before Turner Mason filed this motion to limit, I had several conversations with Turner Mason's attorneys in which they requested relief from the obligation to produce a privilege

log with respect to Specifications 6 and 10, given the voluminous nature of the privileged documents that would be responsive to these requests. In light of this burden, Unocal agreed to relieve Turner Mason of its obligations under § 3.38A(a) of the FTC Rules of Practice with respect to these two specifications.

I declare under penalty of perjury that the foregoing is true and correct.

Executed this 9th day of May, 2003.

Original Signature on File with Commission  
Sara A. Poulos