UNITED STATES OF AMERICA
BEFORE THE FEDERAL TRADE COMMISSION

In the Matter of	)	
UNION OIL COMPANY OF CALIFORNIA,	)	**Docket No. 9305**
a corporation.	)	

COMPLAINT COUNSEL'S **WITHDRAWAL** OF ITS RESPONSE TO UNOCAL'S MOTIONS FOR A SUBPOENA FOR THE PRODUCTION OF DOCUMENTS FROM THE CALIFORNIA AIR RESOURCES BOARD AND THE UNITED STATES ENVIRONMENTAL PROTECTION AGENCY

Complaint Counsel ***withdraws*** its request for a stay of this Tribunal's ruling on Unocal's Motion for Subpoenas re CARB and EPA. We just received the enclosed letter from CARB's counsel, and it appears that CARB is voluntarily agreeing to comply with Unocal's requests. We also now understand that Unocal is in discussions with EPA as well. As we told Unocal's counsel, Complaint Counsel's intent is not to delay anything, but to make sure that Unocal simply follows Rule 3.36(b)(3). Because Complaint Counsel's request is now moot, we ask that Unocal's Motion be ruled upon without delay.

Respectfully Submitted,

J. Robert Robertson
Chong S. Park
John Roberti
Counsel Supporting the Complaint

Bureau of Competition
Federal Trade Commission
Washington, D.C. 20580

Dated: April 15, 2003

EXHIBIT A

BILL LOCKYER
Attorney General

State of California
DEPARTMENT OF JUSTICE

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April 15, 2003

By Facsimile and U.S. Mail

David W. Beehler, Esq.
Robins, Kaplan, Miller & Ciresi LLP
2800 LaSalle Plaza
800 LaSalle Avenue
Minneapolis, MN 55402

RE: ***Unocal Oil Company of California***
FTC Docket No: 9305

Dear Mr. Beehler:

I am writing in light of your April 14, 2003 facsimile letter, which followed mine of the same date. With respect to scheduling the depositions that Unocal seeks, please remember that your preference is not the only relevant factor. You ignore several other relevant factors. In no particular order, I list them for your easy reference:

- The California Air Resources Board ("CARB") needs to determine which person or persons are the most appropriate to testify as to the four topics that you drafted;
- The schedules of the deponents;
- My schedule as counsel to CARB charged with defending the depositions;
- The schedules of Federal Trade Commission ("FTC") counsel who are entitled to attend and participate.

This is like any other deposition in which several sets of persons are involved. Needless to say, I know of my own schedule better than the schedules of others. (Indeed, the only other bit of scheduling information I know about is your stated preference to schedule the depositions "within the next two to three weeks.") Accordingly, when we first spoke on Friday, April 11, after I received your facsimile letter of that same date, I immediately told you that my schedule will not permit any depositions within your stated time frame of "two to three weeks." This is a simple fact in light of my pre-existing commitments. You didn't argue with me (after all, it wouldn't change the facts even if you did). Your suggestion that I should jettison my representation of CARB in this matter to accommodate your preferred time frame is improper, and I encourage this bit of introspection for your consideration: Think how silly it would be for someone to suggest

that clients of your law firm should be shuttled among the hundreds of lawyers at your firm, as if the various lawyers and clients were fungible widgets.

With that clarification, in accordance with your request, please be advised that the most knowledgeable persons to testify on behalf of CARB as to the topics you drafted are Peter Venturini and Michael Kenny. I have also consulted their respective schedules in light of my own, and the following dates are available for deposition here in Sacramento: May 8, 9, 12 through 16. In conjunction with FTC counsel, please select a date for Messrs. Venturini and Kenny, respectively, and let me know.

Finally, we need to clarify the issue of Unocal's request for production of documents. When we spoke on April 11, you kindly informed me of Unocal's pending application to the administrative law judge for issuance of a document subpoena upon CARB. You also expressed your preference to proceed with obtaining a subpoena. You then faxed me a copy of Unocal's Motion for Subpoena for the Production of Documents from the California Air Resources Board. You did not ask for any projected date for inspection and copying. Whichever way Unocal intends to proceed, either with or without the formality of a document subpoena, I will be pleased to work with you to facilitate mutually convenient dates for CARB to make documents available to Unocal for inspection and copying. As you know, the range of the CARB documents sought is very broad. I forwarded Unocal's motion and list of document categories sought to CARB, which will determine where responsive documents may be stored. Then, responsive, non-privileged documents will be gathered together and placed in a room where Unocal counsel and/or other representatives can review the documents at CARB's offices. I will let you know when CARB will be in a position to schedule this process.

By a copy of this letter to Chong Park, I invite FTC counsel to provide its input into the deposition and document review scheduling process.

Sincerely,

MATTHEW J. GOLDMAN
Deputy Attorney General

For BILL LOCKYER
Attorney General

MJG:jmv
cc (via fax): W. Thomas Jennings, Esq.
Chong Park, Esq.

CERTIFICATE OF SERVICE

This is to certify that on April 16, 2003, I caused a copy of Complaint Counsel's **Withdrawal** of its Response to Unocal's Motions for a Subpoena for the Production of Documents from the California Air Resources Board and the United States Environmental Protection Agency to be served by to the following persons:

The Honorable D. Michael Chappell (by hand)
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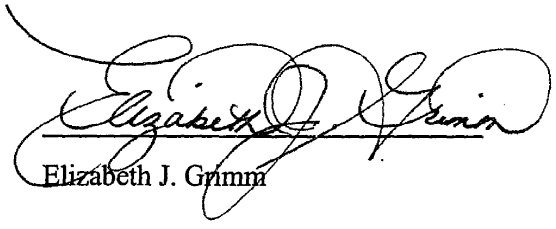

Elizabeth J. Grimm