



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

Office of the Secretary

October 4, 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 Divestiture of Exxon Guam Assets, dated June 30, 2000, ("Application") 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 the Exxon Guam Assets to South Pacific Petroleum Corporation.

After consideration of Exxon Mobil's Application and other available information, the Commission has determined to approve the proposed divestiture of the Exxon Guam Assets to South Pacific Petroleum Corporation. 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, Commissioner Leary recused.

A handwritten signature in cursive script that reads "Donald S. Clark".

Donald S. Clark
Secretary