

20050969	Apax Europe V-A, L.P.	Nordic Capital Svenska AB	Molnlycke Health Care AB
----------	-----------------------	---------------------------	--------------------------

**TRANSACTIONS GRANTED EARLY TERMINATION - 06/01/2005**

<u>TRANS #</u>	<u>ACQUIRING</u>	<u>ACQUIRED</u>	<u>ENTITIES</u>
20050653	Eastman Kodak Company	Creo Inc.	Creo Inc.
20051005	Occidental Petroleum Corporation	EnCap Energy Capital Fund IV, L.P.	NGL Ventures, LLC
20051006	Complete Energy Holdings, LLC	La Paloma Holding Company, LLC	La Paloma Generating Company, LLC
20051009	Warburg Pincus Private Equity VIII, L.P.	ScanSoft, Inc.	ScanSoft, Inc.
20051019	James Ratcliffe	BASF Aktiengesellschaft	BASF Corporation

**TRANSACTIONS GRANTED EARLY TERMINATION - 06/02/2005**

<u>TRANS #</u>	<u>ACQUIRING</u>	<u>ACQUIRED</u>	<u>ENTITIES</u>
20050079	Occidental Petroleum Corporation	Vulcan Materials Company	Vulcan Chloralkali, LLC
20050950	WellPoint, Inc.	Lumenos, Inc.	Lumenos, Inc.
20051012	L'Oreal S.A.	SkinCeuticals, Inc.	SkinCeuticals, Inc.

**TRANSACTIONS GRANTED EARLY TERMINATION - 06/03/2005**

<u>TRANS #</u>	<u>ACQUIRING</u>	<u>ACQUIRED</u>	<u>ENTITIES</u>
20050997	The Bank of New York Company, Inc.	Reuters Group PLC	Lynch, Jones & Ryan, Inc.
20051013	Leonard Blavatnik	BASF Aktiengesellschaft	Basell Finance USA, Inc. Basell N.V.
20051016	Beacon Capital Partners Voting Trust	Wyndham International, Inc.	Wyndham International, Inc.
20051021	Quad-C Partners VI, L.P.	NuSil Corporation	NuSil Investments LLC
20051022	Leonard Blavatnik	Royal Dutch Petroleum Company	Basell Finance USA, Inc. Basell N. V.
20051023	Constable SPV 1 Limited	Cannon Avent Group plc	Cannon Avent Group plc

*For Further Information Contact:*  
Sandra M. Peay, Contact Representative  
or Renee Hallman, Case Management  
Assistant, Federal Trade Commission,  
Premerger Notification Office, Bureau of  
Competition, Room H-303, Washington,  
DC 20580, (202) 326-3100.

By direction of the Commission.

**Donald S. Clark,**

*Secretary.*

[FR Doc. 05-11747 Filed 6-13-05; 8:45 am]

**BILLING CODE 6750-01-C**

**FEDERAL TRADE COMMISSION**

**[File No. 051 0009]**

**Occidental Chemical Company and  
Vulcan Materials Company; Analysis of  
Agreement Containing Consent Order  
To Aid Public Comment**

**AGENCY:** Federal Trade Commission.

**ACTION:** Proposed Consent Agreement.

**SUMMARY:** The consent agreement in this matter settles alleged violations of Federal law prohibiting unfair or deceptive acts or practices or unfair methods of competition. The attached Analysis to Aid Public Comment

describes both the allegations in the draft complaint and the terms of the consent order—embodied in the consent agreement—that would settle these allegations.

**DATES:** Comments must be received on or before July 2, 2005.

**ADDRESSES:** Interested parties are invited to submit written comments. Comments should refer to "Occidental Chemical Company, *et al.*, File No. 051 0009," to facilitate the organization of comments. A comment filed in paper form should include this reference both in the text and on the envelope, and should be mailed or delivered to the

following address: Federal Trade Commission/Office of the Secretary, Room 159-H, 600 Pennsylvania Avenue, NW., Washington, DC 20580. Comments containing confidential material must be filed in paper form, must be clearly labeled "Confidential," and must comply with Commission Rule 4.9(c). 16 CFR 4.9(c) (2005).<sup>1</sup> The FTC is requesting that any comment filed in paper form be sent by courier or overnight service, if possible, because U.S. postal mail in the Washington area and at the Commission is subject to delay due to heightened security precautions. Comments that do not contain any nonpublic information may instead be filed in electronic form as part of or as an attachment to e-mail messages directed to the following e-mail box: [consentagreement@ftc.gov](mailto:consentagreement@ftc.gov).

The FTC Act and other laws the Commission administers permit the collection of public comments to consider and use in this proceeding as appropriate. All timely and responsive public comments, whether filed in paper or electronic form, will be considered by the Commission, and will be available to the public on the FTC Web site, to the extent practicable, at <http://www.ftc.gov>. As a matter of discretion, the FTC makes every effort to remove home contact information for individuals from the public comments it receives before placing those comments on the FTC Web site. More information, including routine uses permitted by the Privacy Act, may be found in the FTC's privacy policy, at <http://www.ftc.gov/ftc/privacy.htm>.

**FOR FURTHER INFORMATION CONTACT:** John Warden, Room NJ-6129, (202) 326-2147, or Susan Huber, Room NJ-6115, (202) 326-3331, 600 Pennsylvania Avenue, NW., Washington, DC 20580.

**SUPPLEMENTARY INFORMATION:** Pursuant to section 6(f) of the Federal Trade Commission Act, 38 Stat. 721, 15 U.S.C. 46(f), and § 2.34 of the Commission Rules of Practice, 16 CFR 2.34, notice is hereby given that the above-captioned consent agreement containing a consent order to cease and desist, having been filed with and accepted, subject to final approval, by the Commission, has been placed on the public record for a period of thirty (30) days. The following Analysis to Aid Public Comment describes the terms of the consent

agreement, and the allegations in the complaint. An electronic copy of the full text of the consent agreement package can be obtained from the FTC Home Page (for June 3, 2005), on the World Wide Web, at <http://www.ftc.gov/os/2005/06/index.htm>. A paper copy can be obtained from the FTC Public Reference Room, Room 130-H, 600 Pennsylvania Avenue, NW., Washington, DC 20580, either in person or by calling (202) 326-2222.

Public comments are invited, and may be filed with the Commission in either paper or electronic form. All comments should be filed as prescribed in the **ADDRESSES** section above, and must be received on or before the date specified in the **DATES** section.

#### **Analysis of Agreement Containing Consent Order To Aid Public Comment**

The Federal Trade Commission ("FTC" or "Commission") has accepted, subject to final approval, an Agreement Containing Consent Orders ("Consent Agreement") from Occidental Chemical Company ("OxyChem") and Vulcan Materials Company ("Vulcan") (collectively "Respondents"). The Consent Agreement is intended to resolve anticompetitive effects stemming from OxyChem's proposed acquisition of the chemical assets of Vulcan. The Consent Agreement includes a proposed Decision and Order ("Order") which requires Respondents to divest Vulcan's facility in Port Edwards, Wisconsin and assets relating to the research, development, marketing, sales, and production of chemicals produced at the facility including chlorine, caustic soda (sodium hydroxide), KOH (potassium hydroxide), APC (anhydrous potassium carbonate), and hydrochloric acid ("Port Edwards business"). The Order calls for divestiture of the Port Edwards business to ERCO Worldwide ("ERCO") or, in the event the Commission requires rescission of such acquisition, another approved buyer. The Consent Agreement also includes an Order to Maintain Assets, which requires Respondents to preserve the Port Edwards business as a viable, competitive, and ongoing operation until the divestiture is achieved.

The Consent Agreement, if finally accepted by the Commission, would settle charges that OxyChem's proposed acquisition of Vulcan's chemical assets may have substantially lessened competition in the markets for KOH, potassium carbonate, and APC. The Commission has reason to believe that OxyChem's proposed acquisition of Vulcan's Port Edwards business would have violated Section 7 of the Clayton

Act and Section 5 of the Federal Trade Commission Act.

#### **II. The Proposed Complaint**

According to the Commission's proposed complaint, the relevant product markets in which to analyze the effects of OxyChem's proposed acquisition of Vulcan's chemical assets are the production and sale of KOH, potassium carbonate, and APC. KOH is the raw material for the production of many potassium chemicals, such as potassium permanganate, citrate, acetate, cyanide, benzoate, iodide, and sorbate. The largest end use of KOH is the production of potassium carbonate, commonly known as potash. End uses for potassium carbonate include nutrition supplements for dairy cattle, video glass for television and computer monitors, other specialty glass, potassium silicates, fertilizers, gas processing, industrial intermediaries, photographic development processes, detergents; and food products. Potassium carbonate can be produced in liquid or flake (solid) form. Over 90% of total potcarb production in the United States is of the flake form, known as APC. For most APC customers, liquid potassium carbonate is not an economically viable substitute.

The proposed complaint alleges that the markets for KOH, potcarb, and APC are highly concentrated and that OxyChem and Vulcan have been the primary competitors in these markets for many years and are the only producers of APC in the U.S. As the proposed Complaint describes, customers have relied on the competition between these companies to maintain competitive pricing levels. The proposed complaint alleges that OxyChem's proposed acquisition of Vulcan's chemical assets would reduce competition by eliminating direct competition between these two companies. The proposed complaint further alleges that entry into the relevant markets would not be timely, likely, or sufficient to deter or offset the acquisition's adverse competitive effects.

#### **III. Terms of the Proposed Order**

The proposed Order also requires that, within 10 days of OxyChem's acquisition of Vulcan's chemical assets, OxyChem divest the Port Edwards business to ERCO Worldwide (USA) Inc., an indirect subsidiary of Superior Plus, Inc., a Canadian company. The Port Edwards business will become part of ERCO Worldwide, a division of Superior Plus whose parent, Superior Plus Income Fund, is a Canadian income fund. Superior Plus, Inc. has

<sup>1</sup> The comment must be accompanied by an explicit request for confidential treatment, including the factual and legal basis for the request, and must identify the specific portions of the comment to be withheld from the public record. The request will be granted or denied by the Commission's General Counsel, consistent with applicable law and the public interest. See Commission Rule 4.9(c), 16 CFR 4.9(c).

four divisions: Superior Propane; ERCO Worldwide; Winroc; and Superior Energy Management. The market value of the fund is Cdn \$2.5 billion. ERCO's total revenues in 2004 were Cdn \$396 million.

The assets to be divested under the proposed Order include Port Edwards's manufacturing facilities, related transportation assets (including railcars and terminal contracts), raw material supply agreements, and customer contracts. Port Edwards is Vulcan's only manufacturing facility that has the capacity to produce KOH and APC. The divested assets are sufficient to allow ERCO to effectively continue the production and marketing of KOH, APC, HCl, caustic soda, and chlorine at Port Edwards in amounts, and under terms, equivalent to the historical production and sale of these chemicals from the facility.

The Order further provides that if, at the time the Commission makes this Order final, the Commission notifies Respondents that ERCO is not an acceptable acquirer of the Port Edwards business or that the manner in which the divestiture was accomplished is not acceptable, then, the divestiture to ERCO shall be rescinded and within a six-month period, OxyChem shall divest the Port Edwards business to an acquirer acceptable to the Commission. If, following this six month period, the Port Edwards Assets have not been divested, then the Commission may appoint a Divestiture Trustee to divest the assets in a manner acceptable to the Commission.

The proposed Order to Maintain Assets that is also included in the Consent Agreement requires that Respondents maintain the Port Edwards business as a viable and competitive operation until the business is transferred to ERCO or another Commission-approved acquirer. Furthermore, the order contains measures designed to ensure that no material confidential information is exchanged between Respondents and the Port Edwards business (except as otherwise provided in the Order to Maintain Assets) and measures designed to prevent interim harm to competition in the relevant markets pending divestiture.

The proposed Order also provides for the Commission to appoint a Monitor Trustee to oversee OxyChem's compliance with the terms of the order, and in the Order to Maintain Assets, the Commission appoints Richard M. Klein as Monitor Trustee. Mr. Klein has a Ph.D in Inorganic Chemistry and was the President and CEO of Sybron Chemicals from 1979 to 2001. He serves

on the boards of a number of companies and has been appointed by the Commission as Monitor Trustee or Hold Separate Trustee in other FTC matters.

Within thirty (30) days after the date this Order becomes final, and every sixty (60) days thereafter until Respondents have fully divested the Port Edwards business, Respondents are required to submit a verified written report describing how they are complying, have complied, and intend to comply with the terms of the Order. Further, within thirty (30) days after the date this Order is issued, and annually for ten (10) years on the anniversary of the date this Order is issued, Respondent OxyChem must submit a verified written report to the Commission describing how it is complying, has complied, and intends to comply with the terms of the Order. Finally, within thirty (30) days after the date this Order is issued and annually for two (2) years on the anniversary of the date this Order is issued, Respondent Vulcan shall submit to the Commission a verified written report describing how it has complied, is complying, and will comply with this Order; however, if either Paragraph II.B or Paragraph V of the Order come into effect, Respondent Vulcan shall submit annual reports for five (5) years on the anniversary of the date this Order is issued.

#### IV. Opportunity for Public Comment

The proposed Order has been placed on the public record for thirty (30) days to receive comments by interested persons. Comments received during this period will become part of the public record. After thirty (30) days, the Commission will review the Consent Agreement and comments received and decide whether to withdraw its agreement or make final the Consent Agreement's proposed Order and Order to Maintain Assets.

The purpose of this analysis is to facilitate public comment on the proposed Order. This analysis is not intended to constitute an official interpretation of the Consent Agreement, the proposed Order, or the Order to Maintain Assets, or in any way to modify the terms of the Consent Agreement, the proposed Order, or the Order to Maintain Assets.

By direction of the Commission.

**Donald S. Clark,**

*Secretary.*

[FR Doc. 05-11746 Filed 6-13-05; 8:45 am]

**BILLING CODE 6750-01-P**

## DEPARTMENT OF HEALTH AND HUMAN SERVICES

### Centers for Disease Control and Prevention

#### Creutzfeldt-Jakob Disease— Nationwide Education and Communication

*Announcement Type:* New.  
*Funding Opportunity Number:* AA109.

*Catalog of Federal Domestic  
Assistance Number:* 93.283.

*Key Dates:* *Letter of Intent Deadline:*  
June 24, 2005.

*Application Deadline:* July 14, 2005.

#### I. Funding Opportunity Description

**Authority:** 42 U.S.C. 247b(k)(2).

**Background:** Creutzfeldt-Jakob disease (CJD) is an incurable brain disorder that occurs with an incidence of one case per million annually. The majority of patients die within six months of illness onset. The disease causes damage to the brain leaving patients completely dependent on their caregivers for the most basic needs of daily living. In 1996, a variant form of CJD emerged in the United Kingdom, which was causally linked to bovine spongiform encephalopathy (BSE). Over 170 variant CJD cases have been identified worldwide, including one case in the United States.

**Purpose:** The purpose of this program is to enhance national surveillance for CJD and its emerging variants by (1) facilitating interaction of researchers with family members of CJD patients (2) increasing awareness about CJD and (3) increasing the number of autopsies of suspected CJD cases. This program addresses the "Healthy People 2010" focus area of Infectious Diseases.

Increasing awareness about CJD can be achieved by facilitating dialogue among CJD researchers, family members, and health care professionals. Increasing awareness empowers CJD families to make the appropriate decisions about the care of their loved ones. Learning more about prion diseases through autopsy study of CJD cases would assist in the surveillance of potentially emerging forms of the disease and would facilitate the development of a pre-mortem diagnostic test or treatment for CJD. Increasing autopsy rates is critical because CJD can only be confirmed after an autopsy. Measurable outcomes of the program will be in alignment with the following performance goal for the National Center for Infectious Diseases (NCID): Protect Americans from infectious diseases.