



Office of the Secretary

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

March 25, 2005

S.M. Oliva
President & CEO
The Voluntary Trade Council
Post Office Box 100073
Arlington, Virginia 22210

Re: *In the Matter of Cemex S.A. de C.V., a corporation*
File No. 051 0007, Docket No. C-4131

Dear Mr. Oliva:

Thank you for your comments on behalf of The Voluntary Trade Council ("VTC") regarding the proposed consent order accepted by the Federal Trade Commission for public comment in the above-captioned matter. Your letter states, *inter alia*, that

[s]ince the Commission lacked the constitutional authority to issue its complaint against Cemex, the subsequent proposed order is void, and thus no further public interest determination is necessary.

VTC Public Comment at 11. The Commission has reviewed your comments in connection with its decision concerning whether to accord final approval to the proposed consent order, and has also placed your comments on the public record.

After appropriate consideration of your comments, the Commission has determined that the public interest would best be served by issuing the Decision and Order in final form without modification. A copy of the final Decision and Order is enclosed for your information. Relevant materials also are available from the Commission's website at <http://www.ftc.gov>.

It helps the Commission's analysis to hear from a variety of sources in its work on antitrust and consumer protection issues, and we appreciate your interest in this matter.

By direction of the Commission, Chairman Majoras recused.

Donald S. Clark
Secretary