



Office of the Secretary

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

June 15, 2005

David S. Neill, Esq.
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Wachtel, Lipton, Rosen & Katz
51 West 52nd Street
New York, NY 10019

Re: *In the Matter of Omnicare, Inc./NeighborCare, Inc.*
FTC File No. 041 0146

Dear Messrs. Neil and Fitt