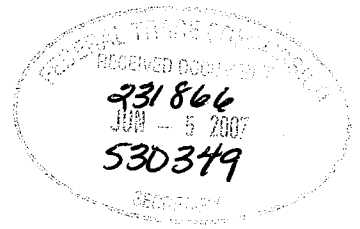


ORIGINAL



UNITED STATES OF AMERICA
BEFORE THE FEDERAL TRADE COMMISSION

In the Matter of

PAUL L. FOSTER,
an individual,

WESTERN REFINING, INC.,
a corporation,

and

GIANT INDUSTRIES, INC.,
a corporation.

PUBLIC

Docket No.: 9323

**RESPONDENTS' MOTION TO THE COMMISSION FOR
WITHDRAWAL OF THE MATTER FROM ADJUDICATION**

Respondents Paul L. Foster, Western Refining, Inc. ("Western") and Giant Industries

Inc. ("Giant"), hereby move, pursuant to Rule 3.26(c) of the Commission's Rules of Practice, 16 C.F.R. § 3.26(c), for withdrawal of the above-captioned matter from adjudication.

On April 12, 2007, the FTC filed a complaint in the United States District Court for the

parties and Complaint Counsel the flexibility to discuss the matter with each other, within the agency and with the Commission in that context.

Under Rule 3.26(c), the “Secretary shall issue an order withdrawing the matter from adjudication two days” after a motion for withdrawal is filed by respondents unless Complaint Counsel files an objection. Rule 3.26(c). Respondents have been informed that Complaint

~~Counsel will not file an objection to Respondent's motion and that Complaint Counsel intends to~~

~~secretary file statement of non-objection to that effect~~

CERTIFICATE OF SERVICE AND COMPLIANCE

I, Nara Neves, hereby certify that on June 5, 2007 copies of the foregoing
~~RESPONDENTS' MOTION TO THE COMMISSION FOR WITHDRAWAL OF THE~~

MATTER FROM ADJUDICATION were served as indicated:

Hon. Stephen J. McGuire
Chief Administrative Law Judge
Federal Trade Commission
600 Pennsylvania Avenue, NW
Room 113
Washington, D.C. 20580
(Via hand delivery)

Donald S. Clark
Federal Trade Commission
600 Pennsylvania Avenue NW
Room 113

Washington, DC 20580
Tel: 202-326-3665
dclark@ftc.gov; secretary@ftc.gov
~~(Via e-mail and hand delivery)~~

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kkazmerzak@ftc.gov
jwilliams@ftc.gov
(Via e-mail delivery)

I further certify that the electronic copy sent to the Secretary of the Commission is a true and correct copy of the paper original and that a paper copy with an original signature is being filed with the Secretary of the Commission on the same day by other means.

Nara Neves
HELLER EHRMAN LLP
202.912.2638