



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

Office of the Secretary

September 25, 2012

W. David Johnson, Esq.
Counsel for EPCO Carbon Dioxide Products, Inc.
Adams and Reese LLP

Re: Proposed Acquisition of EPCO Carbon Dioxide Products, Inc. by Praxair, Inc.,
FTC File No. 121-0102

Dear Mr. Johnson:

The Federal Trade Commission's Bureau of Competition has been conducting a nonpublic investigation to determine whether the proposed acquisition of EPCO Carbon Dioxide Products, Inc. by Praxair, Inc. may violate Section 7 of the Clayton Act or Section 5 of the Federal Trade Commission Act.

By letter dated September 13, 2012, counsel for Praxair, Inc. notified the Bureau of Competition that the parties had abandoned the proposed transaction. Based upon this representation, it now appears that no further action is warranted by the Commission at this time. Accordingly, the investigation has been closed. This action is not to be construed as a determination that a violation may not have occurred, just as the pendency of an investigation should not be construed as a determination that a violation has occurred. The Commission reserves the right to take such further action as the public interest may require.

By direction of the Commission.

Donald S. Clark
Secretary