



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

Office of the Director

Bureau of Competition

NOV 12 2009

Yvonne S. Quinn
Sullivan & Cromwell LLP
125 Broad Street
New York, NY 10004-2498

Re: The Proposed Acquisition of THL-SC Bedding Company by AOT Bedding Super Holdings, LLC., FTC File No. 0910108

Dear Ms. Quinn:

The Federal Trade Commission's Bureau of Competition has been conducting a non-public investigation to determine whether the proposed acquisition of THL-SC Bedding

Company by AOTB 125 B Street

[REDACTED]