

Office of the Secretary  
February 20, 1998

Kevin J. Arquit, Esquire  
Nancy A. Brown, Esquire  
Rogers & Wells  
200 Park Avenue  
New York, N.Y. 10166  
Re: Automatic Data Processing ("ADP")  
Docket No. D-9282

Dear Mr. Arquit and Ms. Brown:

This letter responds to the Application Pursuant to Section 2.41(f) for Prior Approval of Divestiture ("Application") that you filed on November 21, 1997, seeking prior approval by the Federal Trade Commission to divest to Cooperative Computing, Inc. ("CCI") the AutoInfo Assets required to be divested in the above-referenced matter.

The Commission has determined to approve the divestiture to CCI of the AutoInfo Assets pursuant to the Asset Purchase A