

plans. Though staff's calculations underlying the estimate totaled 790 hours, staff then conservatively rounded up its estimate to 1,000 hours. Staff firmly believes that this prior rounded estimate will fully incorporate any incremental effects of an additional three companies submitting plans.

Virtually all affected companies long ago filed their plans with the Commission. Additional annual reporting burdens would occur only if those companies opt to change the way they display the warnings required by the Smokeless Tobacco Act. Although it is not possible to predict whether any of these companies will seek to amend an existing approved plan (and possibly none will), staff conservatively assumes that each of the 14 smokeless tobacco companies will file one amendment per year. This estimate is conservative because, over the past three years, the Commission has reviewed amended plans from only two companies,<sup>2</sup> and the Commission has not changed the relevant regulations.<sup>3</sup> The estimated time to prepare the amended plans submitted by these companies is less than 40 hours each. The only major amendment of an approved plan, occurring more than three years ago, required only 40 hours to prepare, which is considerably less time than individual companies spent preparing their initial plans. Commission staff believes it reasonable to assume that each of the 14 smokeless tobacco companies would spend no more than 40 hours to prepare an amended plan.

Commission staff also estimates that one smokeless tobacco manufacturer may file an initial plan, for an additional burden of approximately 150 hours. When the regulations were first proposed in 1986, representatives of the Smokeless Tobacco Council, Inc. indicated that the six companies it represented would require approximately 700 to 800 hours in total (133 hours each) to complete the initial required plans, involving multiple brands and multiple brand varieties. Staff assumed that other companies would require a little more time, on average, to complete their plans. Staff estimated that one smokeless tobacco company may file an initial plan, and it would require approximately 150 hours to complete the plan, and it believes this estimate remains reasonable.

<sup>2</sup> One of these companies also submitted its initial plans for two brands during this period. The burden estimate for the initial plans is calculated separately.

<sup>3</sup> Should the Commission amend the regulations in a manner that materially affects the burden under the PRA, it will notify OMB and seek amended clearance.

In addition to the estimates above, the staff anticipates that in the next three years, up to two small importers or small single brand companies may submit initial plans, for an additional burden of approximately 80 hours. The Commission has received such plans in the past. Because these plans involved only a limited number of brands and no advertising, the estimated time to prepare the plans was very modest. Staff estimates that the two importers or small single brand companies who may submit initial plans will spend no more than 40 hours each to prepare the plans.

Based on these assumptions, the total annual hours burden should not exceed 1,000 hours. [(14 companies × 40 hrs. each) + (one company × 150 hrs.) + (2 companies × 40 hrs.) = 790 total hours, rounded to one thousand hours.]

*Estimated annual labor cost burden:* \$103,000.

The total annualized labor cost to these companies should not exceed \$103,000. This is based on the assumption that management or attorneys will account for 80% of the estimated 1,000 hours required to rewrite or amend the plans, at an hourly rate of \$125, and that clerical support will account for the remaining time (20%) at an hourly rate of \$15. [Management and attorneys' time (1,000 hrs. × 0.80 × \$125 = \$100,000) + clerical time (1,000 hrs. × 0.2 × \$15 = \$3,000).]

*Estimated annual non-labor cost burden:* \$0 or minimal.

The applicable requirements impose minimal start-up costs. The companies may keep copies of their plans to ensure that labeling and advertising complies with the requirements of the Smokeless Tobacco Act. Such recordkeeping would require the use of office supplies, e.g., file folders and paper, all of which the companies should have on hand in the ordinary course of their business.

While companies submitting initial plans may incur one-time capital expenditures for equipment used to print package labels in order to include the statutory health warnings or to prepare acetates for advertising, the warnings themselves disclose information completely supplied by the federal government. As such, the disclosure does not constitute a "collection of information" as it is defined in the regulations implementing the PRA, nor by extension, do the financial resources expended in relation to it constitute paperwork "burden." See 5 CFR 1320.3(c)(2). Moreover, any expenditures relating to the statutory health warning requirements would likely be minimal in any event. As noted above, virtually all affected firms have already submitted approved plans.

For these companies, there are no capital expenditures. After the Commission approves a plan for the display of the warnings required by the Smokeless Tobacco Act, the companies are required to make additional submissions to the Commission only if there is a change in the way that they choose to display the warnings. Once the companies have prepared plates to print the required warnings on their labels, there are no additional set-up costs associated with the display of the warnings in labeling. Similarly, once the companies have prepared acetates of the required warnings for advertising and promotional materials, there are no additional set-up costs associated with printing the warnings in those materials.

Finally, capital expenditures for small importers are likely to be de minimis. Both firms that submitted plans over the past three years used stickers to place the warnings on their packages. The stickered warnings could be generated with office equipments and supplies such as computers and labels, all of which the companies should have on hand in the ordinary course of their business. Because neither firm engaged in any advertising, no costs associated with advertising were incurred.

**John D. Graubert,**

*Acting General Counsel.*

[FR Doc. 04-18129 Filed 8-6-04; 8:45 am]

BILLING CODE 6750-01-P

## FEDERAL TRADE COMMISSION

### Granting of Request for Early Termination of the Waiting Period Under the Premerger Notification Rules

Section 7A of the Clayton Act, 15 U.S.C. 18a, as added by Title II of the Hart-Scott-Rodino Antitrust Improvements Act of 1975, requires persons contemplating certain mergers or acquisitions to give the Federal Trade Commission and the Assistant Attorney General advance notice and to wait designated periods before consummation of such plans. Section 7A(b)(2) of the Act permits the agencies, in individual cases, to terminate this waiting period prior to its expiration and requires that notice of this action be published in the Federal Register.

The following transactions were granted early termination of the waiting period provided by law and the premerger notification rules. The grants were made by the Federal Trade Commission and the Assistant Attorney General for the Antitrust Division of the Department of Justice. Neither agency intends to take any action with respect

to these proposed acquisitions during the applicable waiting period.

Trans #	Acquiring	Acquired	Entities
<b>Transactions Granted Early Termination—07/07/2004</b>			
20041015 .....	Nucor Corporation .....	Corus Group plc .....	Tuscaloosa Steel Corporation
20041052 .....	General Electric Company .....	BHA Group Holdings, Inc .....	BHA Group Holdings, Inc.
20041094 .....	RC2 Corporation .....	The First Years Inc .....	The First Years Inc.
<b>Transactions Granted Early Termination—07/09/2004</b>			
20040904 .....	Intermagnetics General Corporation	MRI Devices Corporation .....	MRI Devices Corporation.
20041007 .....	Partners Limited .....	Reliant Energy, Inc .....	Carr Street Generating Station, L.P., Erie Boulevard Hydropower LP., Orion Power New York GP II, Inc., Orion Power Operating Services Carr Street, Inc., Orion Power Op- erating Services Coldwater, Inc.
20041041 .....	Deutsche Telekom AG .....	SBC Communications Inc .....	Cingular Wireless LLC, Newco, Pa- cific Telesis Mobile Services, LLC.
20041064 .....	Broadcom Corporation .....	Mission Ventures, II, L.P .....	Zyray Wireless Inc.
20041079 .....	UTStarcom, Inc. ....	Audiovox Corporation .....	Audiovox Communications Canada, Co., Audiovox Communications Corp., Quintex Mobile Commu- nications Corp.
20041093 .....	Wells Fargo & Company .....	J. Randall Baird .....	JRB Company, Inc.
<b>Transactions Granted Early Termination—07/12/2004</b>			
20041047 .....	Southwire Company .....	Commonwealth Industries, Inc .....	Alflex Corporation.
20041065 .....	General Atlantic Partners (Bermuda), L.P.	Intec Telecom Systems PLC .....	Intec Telecom Systems PLC.
20041092 .....	Time Warner Inc. ....	Advertising.com, Inc .....	Advertising.com, Inc.
20041095 .....	Hartmarx Corporation .....	Harry Doolittle and Misook Doolittle ..	Exclusively Misook, Inc.
20041100 .....	Phillip R. Bennett .....	Phillip R. Bennett .....	Forstmann-Leff International Associ- ates, LLC.
20041101 .....	Green Equity Investors IV, L.P .....	Nathan Kirsh .....	Jetro JMDH Holdings, Inc.
20041107 .....	Bradco Supply Corporation .....	Wickes Inc .....	Wickes Inc.
<b>Transactions Granted Early Termination—07/13/2004</b>			
20041039 .....	American Medical Systems Holdings, Inc.	Oracle Strategic Partners, L.P .....	TherMatrix, Inc.
20041074 .....	QLT Inc .....	Atrix Laboratories, Inc .....	Atrib Laboratories, Inc.
20041085 .....	TETRA Technologies, Inc .....	Compressco, Inc .....	Compressco, Inc.
20041104 .....	S. Craig Lindner .....	National City Corporation .....	National City Corporation.
20041108 .....	M/C Acquisition Corp .....	John M. Connors, Jr .....	M/C Communications, LLC.
20041117 .....	Mellon Financial Corporation .....	EACM Partners, L.P .....	Evaluation Associates Capital Mar- kets, Inc., Evaluation Associates Capital Markets, LLC.
20041121 .....	KRG Capital Fund II, L.P .....	Blue Cross and Blue Shield of Michi- gan.	PPOM, L.L.C.
<b>Transactions Granted Early Termination—07/14/2004</b>			
20041078 .....	Adaptec, Inc .....	Snap Appliance, Inc .....	Snap Appliance, Inc.
20041109 .....	Thomas H. Lee (Alternative) Fund V, L.P.	Oak Hill Capital Partners (Bermuda), L.P.	3045036 Nova Scotia Limited, Pro- gressive Moulded Products Lim- ited.
20041115 .....	Newcoal, LLC .....	Horizon Natural Resources Company	Horizon Natural Resources Com- pany.
20041118 .....	aQuantive, Inc .....	SBI Holdings Inc .....	SBI Holdings Inc.
20041119 .....	Harbert Distressed Investment Off- shore Fund, Ltd.	Warren Steel, Inc .....	Warren Steel, Inc.
20041124 .....	Aalberts Industries N.V .....	Amcast Industrial Corporation .....	Amcast Industrial Corporation.
20041125 .....	HSBC Holdings, plc .....	Code Hennessy & Simmons IV, L.P	Kranson Holding Company.
<b>Transactions Granted Early Termination—07/15/2004</b>			
20041091 .....	IMC Global Inc .....	IMC Global Inc .....	Phosphate Resource Partners Lim- ited Partnership.
20041096 .....	General Atlantic Partners 54, L.P .....	Hewitt Associates, Inc .....	Hewitt Associates, Inc.
20041097 .....	General Atlantic Partners 60, L.P .....	Hewitt Associates, Inc .....	Hewitt Associates, Inc.

Trans #	Acquiring	Acquired	Entities
<b>Transactions Granted Early Termination—07/17/2004</b>			
20041141 .....	Societe Generale S.A .....	CGW Southeast Partners I, L.P .....	Sovitec Cataphote, Inc.
<b>Transactions Granted Early Termination—07/19/2004</b>			
20041048 .....	National Association of Securities Dealers, Inc.	SunGard Data Systems, Inc .....	Toll Associates LLC.
20041120 .....	JDA Software Group, Inc .....	QRS Corporation .....	QRS Corporation.
20041128 .....	KRG Capital Fund II, LP .....	AMGI Holdings, Inc .....	AMGI Holdings, Inc.
20041131 .....	Roger S. Penske .....	Theodore J. Stevens .....	La Rincondada Securities, Inc., Marin Securities, Inc., SDB, Inc., Ted Stevens Car Co., Inc.
20041133 .....	Financiere F.L .....	Derek SA .....	Financiere Alexandre III.
20041134 .....	HSBC Holdings plc .....	KII Holdings Corporation .....	KII Holdings Corporation.
20041136 .....	KSTA Holdings, Inc .....	American Industrial Partners Capital Fund II, L.P.	Stanadyne Automotive Holding Corp.
20041144 .....	Citigroup Inc .....	Intcomex Holdings, LLC .....	Intcomex Holdings, LLC.
20041150 .....	Journal Register Company .....	21st Century Newspapers, Inc .....	21st Century Newspapers, Inc.
<b>Transactions Granted Early Termination—07/20/2004</b>			
20041142 .....	Charles River Laboratories International, Inc.	Inveresk Research Group, Inc .....	Inveresk Research Group, Inc.
20041149 .....	Aurora Equity partners II L.P .....	American Securities Partners II, L.P	Anthony Holdings, Inc.
<b>Transactions Granted Early Termination—07/21/2004</b>			
20041080 .....	Nucor Corporation .....	Worthington Industries, Inc .....	Worthington Steel Company of Decatur, L.L.C.
20041087 .....	Motorola, Inc .....	Solelectron Corporation .....	Force Computers GmbH, Force Computers, Inc.
20041110 .....	Hewitt Associates, Inc .....	Exult, Inc .....	Exult, Inc.
20041138 .....	Automatic Data Processing, Inc .....	Bank of America Corporation .....	Fleet Securities, Inc.
<b>Transactions Granted Early Termination—07/22/2004</b>			
20041098 .....	Engelhard Corporation .....	The Collaborative Group, Ltd .....	The Collaborative Group, Ltd.
<b>Transactions Granted Early Termination—07/23/2004</b>			
20041058 .....	Manulife Financial Corporation .....	El Paso Corporation .....	Juniper Generation, LLC.
20041063 .....	Cisco Systems, Inc .....	Procket Networks, Inc .....	Procket Networks, Inc.
20041114 .....	BAE Systems plc .....	The Boeing Company .....	Boeing-Irving Co., Boeing Operations International, Incorporated.
20041122 .....	Bain Capital Fund VII, L.P .....	Gerald W. Schwartz .....	Loews Cineplex Entertainment Corporation.
20041129 .....	Comcast Corporation .....	Liberty Media Corporation .....	Encore ICCP, Inc.
20041130 .....	Citigroup Inc .....	Lava Trading Inc .....	Lava Trading Inc.
20041151 .....	Sammy Corporation .....	Sega Corporation .....	Sega Corporation.
20041153 .....	TA IX L.P .....	Stephen M. Lamando .....	Clayton Services, Inc., and its subsidiaries, First Madison Services, Inc.

Trans #	Acquiring	Acquired	Entities
20041168 .....	Cypress Merchant Banking Partners II, L.P.	Dana Corporation .....	AAG Brasil Ind. E Com. De Autopecas, Ltda., Fanacif S.A., Auto Parts Acquisition LLC, Iroquois Tool Systems, Inc., Beck/Arnley Worldparts Corp., Dana Japan, Ltd., Brake Parts Canada Inc., Farloc Argentina, SAIC, Brake Systems Inc., Injection Research Specialists, Inc., BWD International Inc., Durakool Inc., C.A. Danaven, Dana Automotive Limited, Canadados Universales de Mexico S.A. de C.V., Coupled Products, Inc., Echlin, Inc., Gard Corp., Dana Argentina S.A., Friction Materials, Inc., Dana Canada Corporation, Dana Industries Ltda., Dana Canada Inc., Dana Spicer Europe Limited, Dana Corporation, Echlin Argentina S.A., Dana Global Holdings Inc., Echlin de Venezuela C.A., Friction, Inc., Grupo-Echlin Automotriz S.A. de C.V., Wix Filtron Sp. Zo.o, Inversora Sabana S.A., Echlin de Venezuela C.A., Krizman International, Automotive Brake Company Inc., Pellegrino Distribuidora Autopecas Ltda., Arvis S.R.L., Quinton Hazell Automotive Limited, Quinton Hazell Deutschland GmbH, M., Friesen GmbH, Quinton Hazell France S.A.S., Quinton Hazell Italia Spa, Tianjin Wix Filter Corp. Ltd., Wix Dana Corp., Wix Filtration Media Specialists, Inc., BWDAC, Inc.
20041169 .....	Cypress Merchant Banking Partners II, L.P.	Automotive Aftermarket Holdings Corp.	Automotive Aftermarket Holdings Corp.
<b>Transactions Granted Early Termination—07/26/2004</b>			
20041123 .....	Arch Coal, Inc .....	Arch Coal, Inc .....	Canyon Fuel Company, LLC, Hassel Auto Group, Inc., Hassel Auto West, Inc., Hassel Motors, Inc.
20041158 .....	Willis Stein & Partners, III, L.P .....	McAdams, Inc .....	McAdams, Inc.
20041163 .....	Harold E. Riley .....	Alderwoods Group, Inc .....	Security Plan Life Insurance Company.
20041165 .....	Kotobuki Fudosan Ltd .....	The Pepsi-Cola Bottling Company of Salisbury, Maryland.	The Pepsi-Cola Bottling Company of Salisbury, Maryland.
<b>Transactions Granted Early Termination—07/27/2004</b>			
20041174 .....	SunTrust Banks, Inc .....	National Commerce Financial Corporation.	NBC Capital Markets Group, Inc., NBC Insurance Services, Inc., NCF Financial Services, Inc.
<b>Transactions Granted Early Termination—07/28/2004</b>			
20040716 .....	Sanofi-Synthelabo .....	Aventis .....	Aventis.
20041126 .....	Allied Capital Corporation .....	Windward Capital Associated, L.P ....	Financial Pacific Company.
20041161 .....	MarkWest Energy Partners, L.P .....	Stephen J. Heyman .....	ACGC Gathering Company, L.L.C., American Central Eastern Texas Gas Company, L.P.
20041162 .....	MarkWest Energy Partners, L.P .....	Stephen E. Jackson .....	ACGC Gathering Company, L.L.C., American Central Eastern Texas Gas Company, L.P.
20041167 .....	Worthington Industries, Inc .....	B-G Western Holdings, LLC .....	B-G Western Holdings, LLC, Western Industries, Inc.
<b>Transactions Granted Early Termination—07/29/2004</b>			
20041143 .....	Harvest Partners IV, L.P .....	KKR 1996 Fund L.P .....	Evenflo Company, Inc.

Trans #	Acquiring	Acquired	Entities
20041160	Emerson Electric Co	Marconi Corporation plc	Administrativa Marconi Communica-tions S.A. de C.V., Marconi Co-lumbia, S.A., Marconi Communica-tions Canada, Inc., Marconi Communica-tions de Mexico S.A., de C.V., Marconi Communications Exportal, S.A. de C.V., Marconi Communications, Inc., Marconi In-tellectual Property (Ringfence) Inc., Marconi Polska Sp zoo.
20041166	WebMD Corporation	Cornerstone Equity Investors IV, L.P	VIPS, Inc.
20041176	Johnson Controls, Inc	Grupo IMSA, S.A. De. C.V	Enertec Colombia, Ltda., Enertec do Brasil, Ltda., Enertec Exports S. de R.L. de C.V., Enertec Mexico, S. de R.L. de C.V., Enertec Vene-zuela, SRL, Enertec Argentina, SRL, GES Battery Systems, LLC, GES Technologies, S. De R.L., de C.V.

**Transactions Granted Early Termination—07/30/2004**

20041127	HIP Foundation, Inc	Carlyle Partners III, L.P	ConnectiCare Holding Company, Inc.
20041170	Stab Development S.a.r.l	KKR European Fund Limited Part-nership, Alberta, Canada, L.P.	Stabilus HoldCo3 (drei) GmbH.
20041173	Wallace D. Malone, Jr	Wachovia Corporation	Wachovia Corporation
20041175	Modern Times Group MTG AB	StoryFirst Communications, Inc	StoryFirst Communications, Inc.
20041177	Time Warner Inc	Inner City Broadcasting Corp	Urban Cable Works of Philadelphia, L.P.
20041178	Yamanouchi Pharmaceutical Co. Ltd	Fujisawa Pharmaceutical Co. Ltd	Fujisawa Pharmaceutical Co. Ltd.
20041180	Wind Point Partners V, L.P	Industrial Growth Partners, L.P	Breeze Industrial Products Corpora-tion.
20041185	Flextronics International Ltd	Peripheral Imaging Corporation	Peripheral Imaging Corporation.
20041189	Thomas H. Lee Equity Fund V, L.P	Nortek Holdings, Inc	Nortek Holdings, Inc.
20041198	Digitas Inc	Modem Media, Inc	Modem Media, Inc.
20041202	DrugMax, Inc	Familymeds Group, Inc	Familymeds Group, Inc.
20041205	Apax Excelsior VI, L.P	Spyder Active Sports, Inc	Spyder Active Sports, Inc.

**FOR FURTHER INFORMATION CONTACT:**

Sandra M. Peay, Contact Representative or Renee Hallman, Case Management Assistant, Federal Trade Commission, Premerger Notification Office, Bureau of Competition, Room H-303, Washington, DC 20580, (202) 326-3100.

By direction of the Commission.

**C. Landis Plummer,**

*Acting Secretary.*

[FR Doc. 04-18127 Filed 8-6-04; 8:45 am]

**BILLING CODE 6750-01-M**

**FEDERAL TRADE COMMISSION**

[File No. 041-0031]

**Sanofi-Synthelabo, et al.; Analysis To Aid Public Comment**

**AGENCY:** Federal Trade Commission.

**ACTION:** Proposed consent agreement.

**SUMMARY:** The consent agreement in this matter settles alleged violations of federal law prohibiting unfair or deceptive acts or practices or unfair methods of competition. The attached Analysis to Aid Public Comment describes both the allegations in the

draft complaint that accompanies the consent agreement and the terms of the consent order—embodied in the consent agreement—that would settle these allegations.

**DATES:** Comments must be received on or before August 26, 2004.

**ADDRESSES:** Comments should refer to “Sanofi-Synthelabo, *et al.*, File No. 041 0031,” to facilitate the organization of comments. A comment filed in paper form should include this reference both in the text and on the envelope, and should be mailed or delivered to the following address: Federal Trade Commission/Office of the Secretary, Room H-159, 600 Pennsylvania Avenue, NW., Washington, DC 20580. Comments containing confidential material must be filed in paper form, as explained in the **SUPPLEMENTARY INFORMATION** section. The FTC is requesting that any comment filed in paper form be sent by courier or overnight service, if possible, because U.S. postal mail in the Washington area and at the Commission is subject to delay due to heightened security precautions. Comments filed in electronic form (except comments

containing any confidential material) should be sent to the following e-mail box: [consentagreement@ftc.gov](mailto:consentagreement@ftc.gov).

**FOR FURTHER INFORMATION CONTACT:** Paul Frontczak, FTC, Bureau of Competition, 600 Pennsylvania Avenue, NW., Washington, DC 20580, (202) 326-3002.

**SUPPLEMENTARY INFORMATION:** Pursuant to Section 6(f) of the Federal Trade Commission Act, 38 Stat. 721, 15 U.S.C. 46(f), and Section 2.34 of the Commission’s Rules of Practice, 16 CFR 2.34, notice is hereby given that the above-captioned consent agreement containing a consent order to cease and desist, having been filed with and accepted, subject to final approval, by the Commission, has been placed on the public record for a period of thirty (30) days. The following Analysis to Aid Public Comment describes the terms of the consent agreement, and the allegations in the complaint. An electronic copy of the full text of the consent agreement package can be obtained from the FTC Home Page (for July 28, 2004), on the World Wide Web, at “<http://www.ftc.gov/os/2004/07/index.htm>.” A paper copy can be obtained from the FTC Public Reference