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UNITED STATES DISTRICT COURT

CENTRAL DISTRICT OF CALIFORNIA

UNITED STATES OF AMERICA,

Plaintiff.

Civil No. 66-1154-WJF

vs.

ORDER FURTHER AMENDING ORDER OF DIVESTITURE

PHILLIPS PETROLEUM COMPANY and TIDEWATER OIL COMPANY,

Defendants.

The Court having heard on August 23, 1976 the Motion of The Oil Shale Corporation, now known as Tosco Corporation ("TOSCO") to amend the Order of Divestiture entered on September 3, 1975 as amended by this Court's Order Amending Order of Divestiture dated February 17, 1976, there being no opposition to same, and the Court having considered the papers filed with respect to the Motion,

IT IS HEREBY ORDERED, ADJUDGED AND DECREED that such Motion be granted and that the Order of Divestiture entered on September 3, 1975, as amended by an Order Amending Order of Divestiture entered February 17, 1976 be further amended as follows:

Paragraph 2(a): The last sentence thereof will be as follows: "That part of the Avon refinery known as the Diablo terminal may be mortgaged to Gulf Oil Corporation." DATED: Cing 27, 1976 WARREN J. FERGUSON United States District Judge APPROVED AS TO FORM: UNITED STATES DEPARTMENT OF JUSTICE Dwight B. Moore KRUSE & KATSKY RONALD L. KATSKY By: Ronald L. Katsky Attorneys for The Oil Shale Corporation (Tosco Corporation)