

Interlocutory Orders, Etc.

IN THE MATTER OF

**ALIMENTATION COUCHE-TARD INC.
AND
CROSSAMERICA PARTNERS LP**

Docket No. C-4631. Order, June 5, 2018

Letter approving the divestiture of certain retail fuel assets to Marketplace Development LLC.

LETTER ORDER APPROVING DIVESTITURE OF CERTAIN ASSETS

David Gelfand
Cleary Gottlieb Steen & Hamilton LLP

*Re: In the Matter of Alimentation Couche-Tard Inc. and
CrossAmerica Partners LP Docket No. C-4631*

Dear Mr. Gelfand:

This is in reference to the petition for approval of the proposed divestiture of certain assets filed by Alimentation Couche-Tard Inc. and CrossAmerica Partners LP (collectively “ACT”) and received on March 12, 2018 (“Petition”). Pursuant to the Decision and Order in Docket No. C-4631, ACT requests prior Commission approval of its proposal to divest certain retail fuel assets to Marketplace Development LLC (“Marketplace”).

After consideration of ACT’s Petition and other available information, the Commission has determined to approve the proposed divestiture to Marketplace as set forth in the Petition. In according its approval, the Commission has relied upon the information submitted and the representations made by ACT and Marketplace in connection with the Petition and has assumed them to be accurate and complete.

By direction of the Commission.

Interlocutory Orders, Etc.

IN THE MATTER OF

**LOUISIANA REAL ESTATE APPRAISERS
BOARD***Docket No. 9374. Order, June 6, 2018*

Order denying respondent's motion to stay proceedings pending review by the United States Court of Appeals for the Fifth Circuit.

ORDER DENYING STAY PENDING APPELLATE REVIEW

On April 10, 2018, the Commission issued an Opinion and Order denying Respondent's Motion to Dismiss Complaint and granting Complaint Counsel's Motion for Partial Summary Decision regarding Respondent's state action defenses ("April 10 Order"). Respondent filed a Petition for Review of the April 10 Order with the United States Court of Appeals for the Fifth Circuit and submitted to the Commission a Motion to Stay Proceedings Pending Appellate Review ("Motion to Stay").¹

The administrative proceeding that Respondent seeks to stay involves allegations that the Louisiana Real Estate Appraisers Board ("the Board") violated Section 5 of the Federal Trade Commission Act by unlawfully restraining price competition for real estate appraisal services. The adjudication has now proceeded through the close of most discovery and the exchange of witness lists, most exhibits, and expert reports. The evidentiary hearing is scheduled to begin on October 15, 2018.

Respondent argues that a stay is appropriate to protect Louisiana's sovereign interests because the Board is immune from suit under the state action doctrine, and that immunity is lost if the Board must go through trial. Complaint Counsel oppose the Motion for Stay. They argue Respondent neither is entitled to interlocutory appellate review of the Commission's April 10 Order, nor has shown good cause to stay the proceeding.

¹ Respondent subsequently moved for leave to file a reply in support of its Motion to Stay. The Commission grants the requested leave and has considered the contents of Respondent's Reply.