

**ORIGINAL****UNITED STATES OF AMERICA  
BEFORE THE FEDERAL TRADE COMMISSION**

**COMMISSIONERS:**      **Edith Ramirez, Chairwoman**  
                                 **Julie Brill**  
                                 **Maureen K. Ohlhausen**  
                                 **Joshua D. Wright**  
                                 **Terrell McSweeney**



**In the Matter of**

**FERRELLGAS PARTNERS, L.P., a limited  
Partnership,**

**FERRELLGAS, L.P., a limited partnership,  
Also doing business as BLUE RHINO,**

**AMERIGAS PARTNERS, L.P., a limited  
partnership, also doing business as  
AMERIGAS CYLINDER EXCHANGE, and**

**UGI CORPORATION, a corporation.**

**Docket No. 9360**

**JOINT MOTION TO WITHDRAW MATTER FROM ADJUDICATION**

Pursuant to Rules 3.25(b) and (c) of the Rules of Practice of the Federal Trade Commission (“FTC Rules”), 16 C.F.R. §§ 3.25(b) and (c), Complaint Counsel and the Respondents (collectively, “the Parties”) jointly move to withdraw Docket No. 9360 from adjudication for the purpose of the Commission’s consideration of the attached Consent Agreement. All parties have executed the proposed consent agreement, which conforms to the requirements of Rule 2.32, 16 C.F.R. § 2.32, and the Director of the Bureau of Competition has approved the Consent Proposal. The Commission’s approval of this proposed Consent Proposal would resolve all claims against Respondents.

Accordingly, the parties ask that the matter be withdrawn from adjudication until 12:01 a.m., October 1, 2014.

A proposed order is attached.

Dated August 27, 2014

Respectfully submitted,

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*Counsel for Ferrellgas Partners,  
L.P. and Ferrellgas, L.P.*

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Docket No. 9360

**[PROPOSED] ORDER WITHDRAWING MATTER FROM ADJUDICATION  
FOR THE PURPOSE OF CONSIDERING A CONSENT PROPOSAL**

Complaint Counsel and Respondents, having jointly moved that this matter be withdrawn from adjudication to enable the Commission to consider a proposed Consent Agreement, and

Complaint Counsel and Respondents, having submitted a proposed Consent Agreement containing a proposed Decision and Order, executed by Complaint Counsel and Respondents and approved by the Director of the Bureau of Competition which, if accepted by the Commission, would resolve this matter in its entirety;

**IT IS ORDERED**, pursuant to Rule 3.25(c) of the Commission Rules of Practice, 16 C.F.R. § 3.25(c), that this matter in its entirety be, and it is hereby is, withdrawn from adjudication until 12:01 a.m., October 1, 2014, and that all proceedings before the Administrative Law Judge are hereby stayed during that time as the Commission evaluates the proposed Consent Agreement, pursuant to Rule 3.25(f), 16 C.F.R. § 3.25(f); and

**IT IS FURTHER ORDERED**, pursuant to Rule 3.25(b) of the Commission's Rules of Practice, that the proposed Consent Proposal shall not be placed on the public record unless and until it is accepted by the Commission.

By the Commission.

Donald S. Clark  
Secretary

Dated:

**CONSENT PROPOSAL**

**CONFIDENTIAL**

**REDACTED IN ENTIRETY**

**CERTIFICATE OF SERVICE**

I hereby certify that on August 27, 2014, I filed the foregoing document electronically using the FTC's E-Filing System, which will send notification of such filing to:

Donald S. Clark  
Secretary  
Federal Trade Commission  
600 Pennsylvania Ave., NW, Rm. H-113  
Washington, DC 20580

I also certify that I delivered via electronic mail a copy of the foregoing document to:

The Honorable D. Michael Chappell  
Administrative Law Judge  
Federal Trade Commission  
600 Pennsylvania Ave., NW, Rm. H-110  
Washington, DC 20580

I further certify that I delivered via electronic mail a copy of the foregoing document to:

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*Counsel for Respondents AmeriGas Partners, L.P., and  
UGI Corporation*

**CERTIFICATE FOR ELECTRONIC FILING**

I certify that the electronic copy sent to the Secretary of the Commission is a true and correct copy of the paper original and that I possess a paper original of the signed document that is available for review by the parties and the adjudicator.

August 27, 2014

By: /s/ Thomas H. Brock  
Attorney