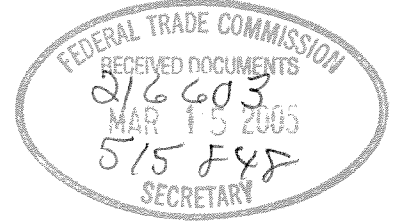


UNITED STATES OF AMERICA
BEFORE FEDERAL TRADE COMMISSION

ORIGINAL



PUBLIC RECORD VERSION

COMMISSIONERS: Deborah Platt Majoras, Chairman
Orson Swindle
Thomas B. Leary
Pamela Jones Harbour
Jon Leibowitz

In the Matter of)
)
)

**MAGELLAN MIDSTREAM
PARTNERS, L.P.,**)
a limited partnership.)

**Docket No. C-4122
File No. 041-0164**

and)
)
)

SHELL OIL COMPANY,)
a corporation.)
)

WITHDRAWAL OF PETITION OF MAGELLAN MIDSTREAM PARTNERS, L.P.

PUBLIC RECORD VERSION

Petition based on concerns raised by Commission Staff regarding a minority ownership interest
in SemFuel that was acquired by one of the owners of Magellan at approximately the same time

as the signing of the agreement between Magellan and SemFuel for the divestiture of the OKC

Terminal.

Dated: March 15, 2005

Respectfully submitted,

MAGELLAN MIDSTREAM PARTNERS, L.P.

By: 

Tom D. Smith, Esq.

Gregory P. Luib, Esq.

JONES DAY

51 Louisiana Avenue, NW