

7A(c)(2)

From: [REDACTED]
To: mverne@ftc.gov <mverne@ftc.gov>
Date: 5/15/02 11:10AM
Subject: FW: Hart-Scott-Rodino Question

Mike, my e-mail to you from yesterday was returned undelivered. I think I have the right e-mail address for you now. I would appreciate if you would reply just so I can confirm that you received this. Thanks.

> -----Original Message-----
> From: [REDACTED]
> Sent: Tuesday, May 14, 2002 4:44 PM
> To: 'mfern@ftc.gov'
> Subject: Hart-Scott-Rodino Question

>
> Thank you again for discussing our proposed transaction scenario with me
> this afternoon and opining with respect to the need for a notice filing
> under the Hart-Scott-Rodino Antitrust Improvements Act of 1976, as amended
> ("HSR Act"), prior to consummating the transaction. As discussed, the
> transaction would involve the one-time bulk sale by Seller to Buyer of
> more
> than \$80 million of real-estate secured consumer loan receivables. You
> indicated that since the assets in question were limited to loan
> receivables
> secured by real estate, that the transaction would not be reportable in
> accordance with the exemption set forth in the HSR Act at 15 U.S.C.
> Section
> 18a(c)(2).

>
> I would ask that, if the above is consistent with your understanding of
> our
> conversation, that you please confirm this fact by replying in the
> affirmative to my e-mail. If my understanding of your advice is not
> correct, or if you have further questions concerning the transaction,
> please
> contact me.

[REDACTED]

AGREE. ANY LOAN SECURED
BY REAL PROPERTY UNDER
THE MORTGAGE PROVISION IN
7A(C)(2). N. OVURA
CONCURS.

B. Michael Verne
5/15/02

>
> *****
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