

ITEM 5

From: Michael Verne
To: [REDACTED].SERIUS.FTC
Date: 5/30/02 3:54 PM
Subject: Re: Workshop on the Notification and Report Form

The revenues attributable to those assets should be reported as Products Added in 5(b)(ii) with the most recent year revenues by 10-digit code. The theory is that unless you acquired a controlling interest in voting securities or substantially all of the assets of the entity, you would not have received the books necessary to provide base year information, but could provide most recent year information.

>>> [REDACTED] 5/30/02 2:53 PM >>>

One question from your message. If a company acquires assets that constitute well below 50 percent of an entity in a on reportable transaction must the 1997 revenue attributable to these assets be reported in future filings by the buyer, if available? I believe the answer is affirmative but wanted to doublecheck. Thanks.

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MY RESPONSE.
B. Michael Verne
5/31/02