

801.10

Johnson, Janice C.

From: [REDACTED]
Sent: Friday, September 28, 2007 7:48 PM
To: Johnson, Janice C.
Cc: [REDACTED]
Subject: Summary for HSR Analysis

10/3/07

I informed Mr. [REDACTED] that
 the only potentially reportable
 part of this transaction is the
 grant of the exclusive license
 to E.

J. Johnson
 M. Verne
 CONCURS

Dear Ms. Johnson

I apologize for not sending the attached chart and summary of the proposed transaction to you yesterday after you spoke to my partner [REDACTED] and me. It took me a little longer to prepare

Please let me know next week when it would be convenient to discuss the proposed transaction. You mentioned that you have some guidance regarding the rules relating to licensing transactions and we are most appreciative of your help on that issue in particular.

Best regards,

[REDACTED]

[REDACTED]

[REDACTED]

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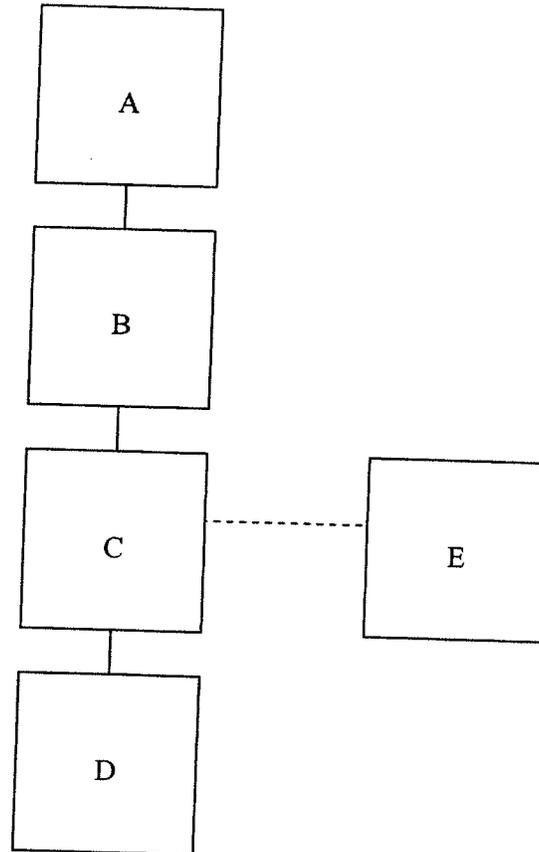
10/3/2007

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another party a partnership or other entity, investment plan or arrangement. There is no limitation on the disclosure of the tax treatment or tax structure of the matter discussed herein.

SUMMARY OF TRANSACTION TERMS

I. STRUCTURE



- *List of Entities.*
 - *A.* A private equity fund.
 - *B.* a newly formed limited liability or partnership entity owned by A
 - *C.* A newly formed limited partnership controlled by B.
 - *D.* A newly formed corporate entity owned by C.
 - *E.* An existing service business.

