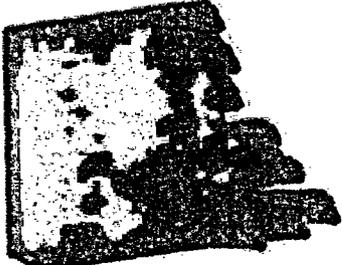
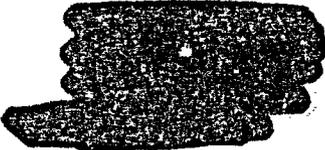




PS



February 20, 1985

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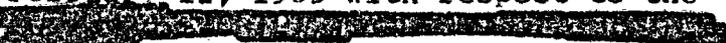
Premerger Notification Office
Bureau of Competition - Room 301
Federal Trade Commission
Washington, DC 20580

ATTN: Patrick Sharpe

RE: Proposed Merger of 



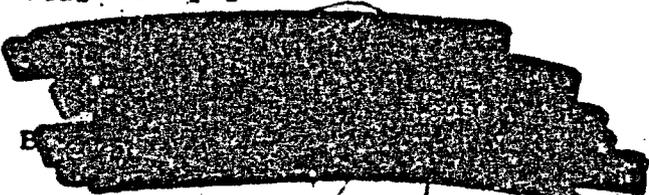
Dear Mr. Sharpe:

We wrote to you on February 12, 1985 with respect to the proposed merger of 

This will confirm our telephone conversation of yesterday's date in which you indicated to me that upon review of our February 12, 1985 correspondence that the proposed transaction is exempt under 16CFR §802.1, et seq., and the reporting requirements of the Hart-Scott-Rodino Anti-trust Improvements Act of 1976 and that as a result no further clearance is required from the Federal Trade Commission or the Department of Justice.

Thank you for your assistance in this matter.

Very truly yours,



ing, exempt under 802.20



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