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This material may be subject to the confidentiality provision of the Clayton Act

April 18, 1986

Mr. Wayne Kaplan
Premerger Notification Office
Federal Trade Commission
Washington, D.C. 20580

Dear Wayne:

Confirming our telephone conversation today, I understand that the Premerger Notification Office continues to express the long-standing informal position that the determinants of control as defined in Rule 801.1(b) of the Premerger Notification Rules does not apply to partnerships. I further understand that this position is currently under review by the Commission.

While I realize that this informal opinion does not carry the force of law, I will continue to advise my clients based on the assumption that this position is continuing. Accordingly, I would appreciate it if you would notify me immediately if there is any impending change in this position.

If you have any questions, please call.

