

[Redacted signature and header information]

April 15, 1987

This material may be subject to the confidentiality provisions of Section 7A (b) of the Clayton Act which restricts release under the Freedom of Information Act

REC'D APR 20 12 14 PM '87

Mr. Andrew Scanlon
Premerger Notification Office
Bureau of Competition
Room 303
Federal Trade Commission
6th Street and Pennsylvania Avenue N.W.
Washington, D.C. 20580

Re: Federal Trade Commission Transaction Number [Redacted] Notification and Report Form for Certain Mergers and Acquisitions dated February 17, 1987
Filed by [Redacted]

Dear Mr. Scanlon:

This letter is being sent to you with regard to a Notification and Report Form for Certain Mergers and Acquisitions, dated February 17, 1987, which was filed on February 18, 1987 and amended by letter dated February 19, 1987 (the form, as amended, hereinafter referred to as the "Form"). The Form was filed by [Redacted] on behalf of International [Redacted] ("International") its ultimate parent entity at that time. The acquiring person designated in the Form was [Redacted]

The purpose of this letter is to inform you that [Redacted] is no longer controlled by International within the meaning of 16 Code of Federal Regulations §801.1(b). Furthermore, the acquisition described in the Form has not yet been completed. Accordingly, [Redacted] not International, is now the acquired person.

We have been advised by Mr. Wayne Kaplan of your office (in a conversation on April 6, 1987 with [Redacted] of our office) that with your receipt of the following information, [Redacted] will not have to make any further filing prior to completing the transaction described in the Form.

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Mr. Kaplan has confirmed to us that so long as the transaction described in the Form has not changed no additional filing is required because (i) the information in any new filing would be the same as in the Form, (ii) the antitrust analysis would be the same, and (iii) the entity certifying the Form, [REDACTED] is now the acquired person.

We would appreciate your written confirmation that under these circumstances there is no obligation upon [REDACTED] and [REDACTED] to file a new form. Accordingly, if you concur, please sign the extra copy of this letter in the space indicated below and return it to us, in the enclosed pre-addressed envelope.

If you have any questions regarding this matter, please contact the undersigned.

Yours truly,
[REDACTED]

[REDACTED]
cc: [REDACTED]

Confirmed in accordance
with the foregoing on
April _____, 1987.

Andrew Scanlon for the
Federal Trade Commission

0108f

4/15/87
Advised that I
concur with the
conclusion drawn by
this letter in
substantiating the
policy of the office to
repeal in writing
[Signature]