

802.10
January 5, 1989

Mr. Richard Smith
Premerger Notification Office
Bureau of Competition
Federal Trade Commission
Room 303
Washington, D.C. 20580

Dear Mr. Smith:

This confirms our telephone conversation yesterday. I represent a partnership which owns an office building in [REDACTED]. The partnership has signed an agreement of sale to sell the office building to a real estate investment trust for a purchase price of approximately \$19,500,000. The assets of the partnership are in excess of \$20,000,000. One of the partners of the partnership is a wholly owned subsidiary of a national real estate developer with assets well in excess of \$100,000,000. We have been informed that the buyer has assets in excess of \$100,000,000.

The building which is subject to the agreement of sale is an office building with no retail uses at the present time.

This confirms our conversation yesterday that the transaction outlined above is not reportable under the Hart, Scott, Rodino Act under the "ordinary course" exemption. I understand that you will contact me if the above is not an accurate confirmation of our conversation, and that you will not contact me if the above is an accurate confirmation of our conversation.

Thank you very much.

Very truly yours,
[REDACTED]

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