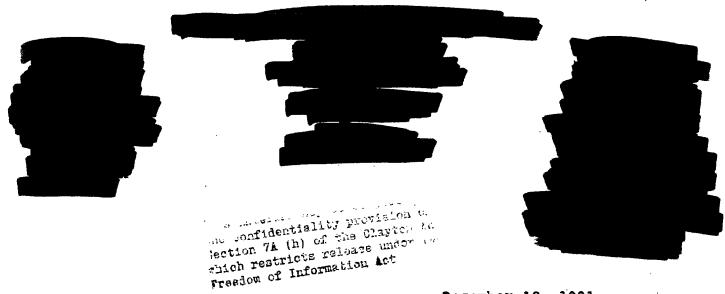
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December 10, 1991

Federal Trade Commission 6th and Pennsylvania Avenue, N.W.

Room 303

Washington, D.C. 20580 Attention: Ms. Nancy Ovuka

Compliance Specialist

FAX: (202) 326-2050

Re: Advice Concerning Hart-Scott-Rodino

Antitrust Improvements Act of 1976 (the "Act")

## Dear Ms. Ovuka:

We refer to our letter of even date herewith (the "Request Letter") requesting advice with respect to certain purchase transacproposes to tions to which become a party. This letter will confirm your oral advice that the Staff concurs in our view (as expressed in the Request Letter) as to the inapplicability of the reporting requirements of the Act to such transactions. If you have any questions or if you need any further information, please do not hesitate to call me at

Sincerely,

