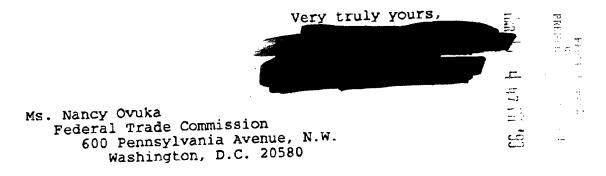


March 15, 1993

Dear Ms. Ovuka:

I refer to our letter to you dated March 12, 1993 (the "Letter"), concerning an exemption from the reporting requirements of the Hart-Scott-Rodino Antitrust Improvements Act of 1976, as amended (the "Act"). This is to confirm our telephone conversation this morning on which you concurred that, pursuant to Premerger Notification Rule 802.1 under Section 7A(c)(1) of the Act for ordinary course of business acquisitions, a filing under the Act is not required for the transfer described in the Letter.

Thank you for your prompt attention to the foregoing.



VIA FACSIMILE