

Rule 802.5 (b)

[Redacted]

[Redacted]

December 5, 1996

By Fax (202)326-2624
Alice Villavicencio
Federal Trade Commission
Washington, DC 20580

Re: Exemption 802.5 to Hart-Scott-Rodino Act

Dear Alice:

DEC 5 5 49 PM '96
FEDERAL TRADE COMMISSION
PREMEREGER NOTIFICATION OFFICE

As per our phone conversation on Wednesday, December 4, 1996, I am requesting an informal ruling that the transaction described below would satisfy exemption 802.5 and would therefore not require a filing under the Hart-Scott-Rodino Act.

The contemplated transaction would involve the purchase by an institutional investor of ten (10) industrial parks, all of which are currently leased to entities unrelated to the purchaser or are being held for market rental. The purchase price exceeds the \$15 million threshold. The institutional investor is making this purchase solely for investment purposes and has no intention of occupying any space in any of the industrial parks. The transaction will also include the purchase of assets incidental to the real property such as rental receivables, prepaid taxes and insurance and the like. The transaction does not involve the purchase of any business operated at any of the industrial parks.

Please let me know if any additional information is needed to make the informal ruling. Otherwise I will look forward to receiving your ruling by Friday, December 6, 1996. Thank you.

Sincerely,

[Redacted Signature]

*12/10/96:
Called writer to confirm that this transaction is exempt under Rule 802.5 (b).*

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