

002.20(6)

[REDACTED]
ATTORNEYS AT LAW
[REDACTED]

January 27, 2000

Via Facsimile

Mr. Michael Verne
Pre-Merger Notification Office,
Bureau of Competition
Room 303, Federal Trade Commission
Washington, D.C. 20580

Re: [REDACTED]

Dear Mr. Verne:

I am writing to confirm our conversation on January 27, 2000 regarding a purchase and sale transaction with respect to an automobile dealership in the Seattle area.

The buyers in the transaction, two individuals, [REDACTED] and [REDACTED] will purchase 89% of the stock in [REDACTED] a new and used car automobile dealership in [REDACTED]. The total purchase price will be [REDACTED]. The amount of stock actually acquired and the purchase price may be adjusted down based upon several factors, but the total amount of stock acquired will not be less than 80% of [REDACTED]. The two buyers, [REDACTED] and [REDACTED] will each individually acquire 45% or less of the voting stock in [REDACTED].

[REDACTED] and [REDACTED] presently own [REDACTED] a [REDACTED] corporation which owns four automobile dealerships and a lease company. One of these four dealerships had total revenues in 1999 in excess of \$100,000,000, while revenues from each of the other dealerships and the lease company were less than \$100,000,000. [REDACTED] had total revenues during 1999 in excess of \$200,000,000. [REDACTED] had revenues in excess of \$200,000,000.

Based upon this information you have informed me that it will not be necessary to provide to your Department a notification and report because the two individuals acquiring the stock in [REDACTED] will each acquire less than 50% of the ownership in [REDACTED] and because the purchase price is less than \$15 million. Based upon our conversation I will not be filing a notification and report under the Hart-Scott-Rodino Anti-Trust Improvements Act of 1976 and rules promulgated thereunder.

Mr. Michael Verne
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If you need any additional information please contact me. In addition, if I have mischaracterized or misunderstood our conversation on January 27, 2000, regarding the obligation to file a notification please contact me immediately.

