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December 19, 1990

DIRECT DIAL NUMBER:

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FBI - WASHINGTON

Mary Ann Bruno, Esq.
Premerger Notification Office
Bureau of Competition
Room 303
Federal Trade Commission
Washington, D.C. 20580

Re: Premerger Notification Compliance
under the Hart-Scott-Rodino Act

Dear Ms. Bruno:

Thank you for your assistance by telephone today. I appreciated the opportunity to clarify and confirm our interpretation of the rules implementing the Hart-Scott-Rodino Act as a follow-up to my November 30, 1990, letter to Mr. Patrick Sharpe. This letter is to confirm my understanding based on our discussion by telephone today.

With respect to acquisitions of certain kinds of real property, if a structure is deemed to be an "office building" at the time of acquisition, and the value of non-office space in that structure is \$15 million or less, the acquisition will be exempt from the requirements of the Hart-Scott-Rodino Act.

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Mary Ann Bruno, Esq.
Premerger Notification Office
December 19, 1990
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If my understanding is incorrect, please notify me as soon as possible. My phone number is stated above.

Very truly yours,

[REDACTED]

[REDACTED]

cc: [REDACTED]

[REDACTED]