

[REDACTED]

PS

[REDACTED]

Writer's Direct Dial Number

[REDACTED]

February 28, 1991

RECEIVED  
MAR 1 10 31 AM '91  
PRE-MERGER NOTIFICATION  
NOTICE OFFICE

VIA AIRBORNE

Richard B. Smith, Esq.  
Staff Attorney  
Federal Trade Commission  
Pre-Merger Notification Section  
Room 303  
Sixth & Pennsylvania Ave., N.W.  
Washington, D.C. 20580

Re: Pre-Merger Notification Under the Hart-Scott-Rodino Antitrust Improvements Act of 1976 (the "Act")

Dear Mr. Smith:

This refers to my letter to you of February 25 and our conversation today concerning a proposed transaction in which my client (identified as "Company A" in my prior letter) proposes to purchase and lease back to the seller rights with respect to certain coal reserves.

This will confirm my oral advice that neither Company A, its parent company nor any subsidiary of either Company A or its parent company is engaged in the business of mining coal or operating coal production facilities. Hence, neither Company A, its parent company nor any subsidiary of either competes with Company B (the seller) in the business of producing and mining coal.

If you should have any other questions concerning this matter, please do not hesitate to call me at 804-629-2818.

Very truly yours,

[REDACTED]

3/18/91 - advised [REDACTED] that sale/leaseback transaction described in his 2/25/91 letter, and supplemented by his 2/28/91 letter, was done in compliance with Rule 801.63

[REDACTED]