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July 29, 1991

Hy Rubenstein, Esq.  
Premerger Notification Office  
Bureau of Competition  
Federal Trade Commission  
6th Street and Pennsylvania Avenue, N.W.  
Washington, D.C. 20580

Dear Mr. Rubenstein:

This letter is to confirm our telephone conversation of today, wherein you informed me that a filing pursuant to the Hart-Scott-Rodino Antitrust Improvements Act of 1976 is not required for a transaction in which two corporations will form a partnership and, as part of that formation, each will contribute assets valued in excess of \$15 million in exchange for its partnership interest.

If this does not accurately reflect the substance of our conversation, please call me at [REDACTED] Thank you very much for your assistance.

Very truly yours,

[REDACTED]

[REDACTED]

FEDERAL TRADE COMMISSION  
PREMERGER NOTIFICATION

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