

[REDACTED]

January 22, 1992

Mr. Patrick Sharpe
Premerger Office
H-303
Federal Trade Commission
Washington, D.C. 20580

Re: Exemption from Filing

Dear Mr. Sharpe:

This letter is to confirm our telephone conversation of January 21, 1992, in which you told me that the Commission's view was that a proposed transaction involving a [REDACTED] described in the January 16, 1992 letter attached hereto from [REDACTED] of my office, was exempt from the filing requirements of the Hart-Scott-Rodino Antitrust Improvements Act of 1976, as amended, for the reasons stated in that letter. You mentioned to me that you have confirmed this advice with others in the Premerger Office. I want to thank you for your prompt response to our request.

Very truly yours,

[REDACTED]

[REDACTED]