[redacted]

March 29, 1996

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BY TELECOPY

Richard Smith, Esq.
Senior Attorney
Premerger Notification Office
Bureau of Competition
Room 303
Federal Trade Commission
6th Street and Pennsylvania Avenue N.W.
Washington, D.C. 20580

Re: Joint request to FTC for Informal HSR Interpretation

Dear Mr. Smith:

The enclosed Joint Request for an Informal Interpretation is submitted by us, as counsel for the acquiring person, and by [redacted] LLP, as counsel for the acquired person. The facts and the issue on which we request your opinion are set forth in the enclosure. We understand that you had a telephone conversation on this matter several days ago wit[redacted] firm.

We would greatly appreciate your early attention to this request because the parties have been proceeding on the understanding that no filing would be required. Should this not be the case, they will have to file rapidly in order to disrupt as little as possible their schedule of events.

Thank you very much for your consideration of this request.

Sincerely yo[redacted]