

[REDACTED]

WRITER'S DIRECT DIAL NUMBER

June 10, 1999

Via Facsimile

Richard B. Smith, Esq.  
Federal Trade Commission  
Premerger Notification Office -  
Bureau of Competition - Room 303  
Sixth Street and Pennsylvania Avenue, N.W.  
Washington, D.C. 20580

1999 JUN 17 P 3:07  
FEDERAL TRADE  
COMMISSION  
PREMERGER NOTIFICATION  
OFFICE

Dear Mr. Smith:

I am writing to seek confirmation of the advice you provided in our telephone conversation of June 8, 1999, that the transaction described below is exempt from the notification and waiting period requirements of the Hart-Scott-Rodino Antitrust Improvements Act of 1976 (the "Act") and the regulations promulgated thereunder (the "Rules") under Section 802.2(c) of the Rules which relates to acquisitions of "unproductive real property"

Buyer, a hospital corporation, proposes to acquire a building (the "Building") from Seller, another hospital. Prior to closing, Seller, whose medical specialty is totally distinct from that of Buyer, will close down all of its operations at the Building and cause all of its equipment and other personal property to be moved to other locations at which seller may now or in the future conduct its medical operations or sold to one or more third parties. Certain mechanical elements and fixtures that are intrinsic to the building as a structure but not the business formerly operated thereat (e.g., heating, air conditioning, ventilation and power generating

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Richard B. Smith

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equipment) will remain in the Building after the closing.

I would be pleased to answer any questions you might have regarding this transaction or to discuss the matter further. Thank you in advance for your attention to this request.

Very truly yours,

[REDACTED]

cc:

[REDACTED]