

[REDACTED]

July 7, 2000

VIA FACSIMILE (202) 326-2624

Mr. Patrick Sharpe
Federal Trade Commission
Pre-Merger Notification Office
Bureau of Competition, Room 303
6th Street and Pennsylvania Avenue, N.W.
Washington, D.C. 20580

2000 JUL - 7 P 6:28
FEDERAL TRADE COMMISSION
PRE-MERGER NOTIFICATION
OFFICE

Dear Mr. Sharpe:

I spoke with you yesterday seeking informal confirmation by the staff of the Pre-Merger Notification Office of my view that a proposed sale of all of the equity interests in my client ("Seller") does not require a "pre-merger" filing under the Hart-Scott-Rodino Antitrust Improvements Act of 1976 (the "Act").

[REDACTED]

each patient. Seller is paid on a per diem basis for the services it provides. These services require pharmacy licenses but not manufacturer's licenses.

because the activities described above do not meet the definition of "engaged in manufacturing" under the Act, we do not need to consider the sales of Seller for purposes of the Size-of-the-Parties Test and, for these reasons, the parties to this transaction will not need to make a filing under the Act.

[REDACTED]

Mr. Patrick Sharpe
July 7, 2000
Page 2

Many thanks for your help.

Very truly yours,
[REDACTED]

[REDACTED] called [REDACTED]
7/10/00 - I concur