

FILL OUT



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802.40,
801.2(d)

October 4, 2000

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VIA FACSIMILE

Thomas F. Hancock, Esquire
Premerger Notification Office
Federal Trade Commission
Room 303
6th Street and Pennsylvania Avenue, N.W.
Washington, D.C. 20580

Dear Mr. Hancock:

As we recently discussed, please let me know whether the transaction described herein would qualify as the formation of a non-reportable, non-profit joint venture.

The Parties

Health System X (a non-profit health system) is the sole corporate member of Hospital

(b) (6) non-profit hospital.

Both Health Systems X and Y own significant other assets, including hospitals, which are not part of this proposed transaction and will remain separate. Furthermore, both X and Y will retain their separate corporate identities after this transaction.

(17)-(20) of (c).



