

The Section 7A...
which restricts re...
of Information Act.

APR

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Washington, D.C. 20580

PREMERGER
NOTIFICATION
OFFICE

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Re:

As we discussed on the telephone last Friday

parties are owned by limited partnerships

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highly unlikely that this transaction has any
antitrust significance.

partnerships in the past, it has waived the
usual interpretation of the Premerger Notification
Office that a partnership is its own parent.

required a number of nearly identical, but
separate filings by each limited
partnership and the buyer, and because each
partnership was presumably selling more than
\$15 million in assets to that buyer. By calling
the ultimate parent entity in the
above situation, duplicative filings were avoided
and all parties benefitted.

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not be forced into an inconsistent position.
However, it would appear that the intent of

transactions not exceeding \$10 million in value,
would be frustrated by requiring a filing in
present transaction with
the [redacted] limited partnerships. This
should particularly be the case where, as here,
the transaction has no antitrust significance.

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that crude oil producing properties are never
exempt from filing under §802.1 as acquisitions
made "in the ordinary course of business."
I am sure that you are aware that the vagueness
of the "ordinary course of business" standard

other
ethed

that your interpretation of §802.1 as never
applying to crude oil producing properties

my

of crude oil producing properties in the
ordinary course of business. I would like
the opportunity to discuss this subject with
you in greater detail if this becomes necessary.

However, regarding the transaction at hand,
this issue need not be addressed if we are

threshold set forth in §802.20 is not reached.