

February 27, 1987

Subject to
the Act

Linda Heban, Esq.

NO

NO

Federal Trade Commission
Washington, D.C. 20580

Re: [redacted] : Acquisition of
Interest in [redacted]

4/11/87

Dear Ms. Heban:

I am writing this letter to confirm our telephone

proposed acquisition of an interest in [redacted]

In our conversation, you asked me whether or not
the irrevocable Proxies that [redacted] will receive
will be coupled with any interest in the [redacted]
in addition to the Options and rights arising under the Con-
vertible Note, Warrant and Debenture described in my February
19 letter. As examples of such possible interests, you men-
tioned the opportunity for gain and risk of loss in stock

you that the acquisition [redacted] will receive no other

that understanding, the staff believes that the
conclusions set forth in that letter are correct.

Linda Neenan, Esq.
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Thank you for your assistance in this matter.

Very truly yours,

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