



March 16, 1989



Premerger Notification Office Bureau of Competition Room 303 Federal Trade Commission Washington, D.C. 20580

Re: Proposed Transaction between and

Dear Mr. Kaplan:

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15, 1989, wherein you responded to my letter of March 9, 1989, on the abovementioned transaction.

At that time, you informed me that the transaction as I described it on page 2 of my letter is a reportable event in the opinion of the Federal Trade Commission, as normally a not-for-profit becoming the sole corporate member of another not-for-profit corporation is considered an "acquisition" for your purposes.

proposed transaction fits within the minimum dollar exemption of

term used in the regulation. You did agree, however, that the

I asked if I was to file any additional documents, and you indicated that was not necessary but that you would keep my letter of March 9, 1989, on file.



Mr. Jeffrey Kaplan March 16, 1989 Page 2

