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May 30, 1989

Pre-Merger Notification Office
Bureau of Competition, Room 303
Federal Trade Commission
600 Pennsylvania Avenue, N.W.

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

[REDACTED]

Dear Sir or Madam:

[REDACTED] is the Managing General Partner of [REDACTED] (the "Partnership"). On behalf of the Partnership, enclosed please find a copy of financial statements as of December 31, 1988 and 1987 together with auditor's reports prepared by [REDACTED]. These are the most recent regularly prepared basic financial statements for the Partnership. As you will notice, the balance sheet reflects total assets, after accumulated depreciation and amortization, of \$8,332,532.00. As this amount is less than \$10,000,000.00, we do not believe that this transaction falls within the scope of the Hart-Scott-Rodino Antitrust Improvements Act of 1976 and the rules promulgated thereunder. We particularly call your attention to note 1 in the Notes to Financial Statements where the organization and percentage interests of the various partners is detailed. We do not believe that [REDACTED]

[REDACTED]

allow us to proceed with this transaction.

Simultaneously with this letter, I am sending the same information to the Department of Justice.

[REDACTED]

Federal Trade Commission
May 30, 1989
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If you have any questions or require any further information.

[REDACTED]

Encls.

cc: [REDACTED]