

[REDACTED]

[REDACTED]

[REDACTED]

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Premerger Notification Office
Bureau of Competition

BY TELECOPIER
7202 326-7050

Washington, DC 20580

Attention: John Patrick Sharpe

Re: Premerger Notification Requirements under the Hart-Scott-Rodino Antitrust Improvements Act of 1976

Dear Mr. Sharpe:

This will confirm our telephone conversation on October 31, 1990, which arose out of our earlier conversations and my letter of October 24, 1990.

~~The circumstances presented in your letter of October 24, 1990, would lead to add together the~~

1. The amount being paid to the Selling Division in this transaction for assets other than inventory.
2. The amount of "premium" which is being added to the inventory purchases between now and the closing date.
3. The amount of all assets purchased by the buyer from the Selling Division (other than inventories in the ordinary course of business) during the 180-day period immediately preceding the date of the letter of intent or the date of the asset purchase agreement, which the buyer estimates it will have on hand on the closing date of the transaction. ok, in

4. That portion of the amount of inventories purchased by the buyer from the Selling Division during the 180-day period immediately preceding the date of the letter of intent or the date of the asset purchase agreement, which the buyer estimates it will have on hand on the closing date of the transaction.

[REDACTED]

[REDACTED]

John Patrick Sharpe
November 5, 1990
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If this is not accurate, or if you should have any further questions, please let me know.

Sincerely,

[REDACTED]

[REDACTED]

called [REDACTED]

11-7-90, I concur

(RS) concurs

[REDACTED]