

[REDACTED]

Mr. Patrick Sharp
Compliance Officer
Federal Trade Commission

802 209 0011
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Dear Mr. Sharp:

This firm represents [REDACTED] a non-profit corporation, which operates a variety of health-care related facilities, either directly or through subsidiaries. This letter is in conformity with my telephone

pre-merger notification requirements of 18 USC §18a and related regulations. You informed me that I could confirm our discussion by

that your initial conclusion expressed [REDACTED]

in any health care lines of business. Upon closing of the sale, approximately 90% of the office building will be leased to [REDACTED] and the balance will be occupied by various subsidiaries and/or affiliates of [REDACTED]. The lease will provide that, over a period of seven years, the amount of space occupied by [REDACTED] will decrease and the amount of space occupied by [REDACTED] will correspondingly increase until [REDACTED] and its subsidiaries and affiliates occupy 100% of the building and [REDACTED] occupies none of the building.

The purchase price for the building exceeds \$15 million. The applicable threshold monetary levels described in 18 USC §18a(2). The building is now used and is planned in the future to be used

[REDACTED]

Mr. Patrick Sharp
June 19, 1991
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Note: as long as the non-office portion is valued at less than \$15.0 mm - exempt.

employee-only cafeteria in the building, and a small barber shop and credit union office for the exclusive use of [REDACTED] employees. [REDACTED] plans to utilize the building, when fully occupied, exclusively for offices and research laboratories.

In my conversation with you, I asked whether this proposed transaction would be exempt from the pre-merger notification requirements under 15 USC §18a(c)(1), as an "acquisition of ... realty transferred in the ordinary course of business". You concluded that the transaction as described is, in fact, exempt under 18 USC §18a(c)(1).

If you need any further information to evaluate the proposed transaction, or if any of the facts set forth in this letter cause you to alter your conclusion that the transaction is exempt from [REDACTED]

please contact me.

Sincerely,

[REDACTED]

cc: [REDACTED]

I concur - called

[REDACTED] (BS)