

*Answered  
06/26/91*

June 26, 1991

*agree w/  
conclusion based  
on facts as set  
out in this  
letter.*

VIA FACSIMILE

Jeffrey Kaplan, Esq.  
Federal Trade Commission  
Pre-Merger Notification Office  
Bureau of Competition

Dear Mr. Kaplan:

*U*

To assist you in connection with the hypothetical situation which I posed



General partner A is the corporate general partner of and owns non-controlling partnership interests in limited partnerships A1, A2, A3, A4, A5, B1, B2, B3, B4, B5.

[REDACTED]

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partnerships B1 through B5. Company X, a corporation having more than \$100

[REDACTED]

acquisitions, however, will be from partnerships and corporate general partners who are each their own ultimate parent entity. None of the partnerships A1 through A5 or B1 through B5 are controlled by any other person and none of the corporate

amount of assets acquired is \$45 million, less than \$15 million in assets will be

of the person tests are met, it is my preliminary conclusion that no report is required because there is no transaction in which the acquiring person will hold \$15 million or more of any given acquired person's assets.

When you have reviewed this letter please give me a call and let me know

Very truly yours,

[REDACTED]

[REDACTED]