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January 22, 1992

By Messenger

Mr. Thomas F Hancock

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Washington, D.C. 20580

Dear Mr. Hancock:

On March 6, 1991, you advised me that, in certain circumstances, the acquisition of an experiment payment that is "in the control of the Hart-Scott-will be exempt from the premerger notification requirements of the Hart-Scott-

1992, in which you advised me that the acquisition by entities within the Acquiring Person described in the Prior Letter of payments that are will also be exempt from the premerger notification fequirements of the Act as the acquisition of "goods . . . in the ordinary course of husiness" under Section 7A(c)(1) of the Act. As in the Prior Letter it is contemplated.

Page 2

In addition, please retain this letter in your files. I appreciate very much your assistance and helpful advice in this matter

Very truly yours,

1/23/92

OK CK TFH