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FEDERAL TRADE
COMMISSION
PREMERGER NOTIFICATION
OFFICE

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August 31, 1995

Via Facsimile
Mr. Patrick Sharpe, Compliance Specialist
Federal Trade Commission
600 Pennsylvania Avenue N.W.
Room 321
Washington, DC 20680

Re: Hart Scott Rodino Premerger Notification Exemption

Dear Mr. Sharpe:

This letter will confirm our telephone conversations in which you agreed with our understanding that the following transaction is exempt from notification under the Hart Scott

Company A, which owns and manages health facilities, proposes acquiring, pursuant to an asset purchase agreement, a hospital operated by Authority, a non-corporate county hospital authority created pursuant to state legislation authorizing "for each county and municipal corporation of the state a public body corporate and politic to be known as the 'hospital authority' consisting of a

The remaining assets, such as equipment and accounts receivable, are owned by the Authority.

it a state political subdivision I agree

Based on the above facts, we understand the acquisition is exempt from notification under 15 U.S.C. § 18(a)(c)(4) as a transfer from a state political subdivision, and/or under 16 C.F.R. § 901.1(c) because the hospital authority would not be considered a person within the meaning

For purposes of this letter, we assume the size of the parties and size of the transaction tests would be satisfied if Authority were considered a person for Hart Scott Rodino purposes

SENT BY: [REDACTED]

Page 2
Mr. Patrick Sharpe
August 31, 1995

Please let me know immediately if I misunderstood your advice that the above is true.

[REDACTED]