

\$ 802.40  
3 801.40

[REDACTED] Oct 30 5 00 PM '95 [REDACTED]

October 30, 1995

VIA HAND DELIVERY

~~John M. Siple - Executive~~

~~Promoter Notification Office~~

6th & Pennsylvania Avenue, N.W.  
Washington, D.C. 20580

Re: [REDACTED]

Dear John:

This letter is a follow up to my letter of May 19,  
~~1995 to you regarding the proposed affiliation of certain~~

[REDACTED]  
In my original letter, a copy of [REDACTED]

Under the revised transaction structure, [REDACTED] would contribute, in addition to the assets described in my original letter, [REDACTED]

[REDACTED] would retain the [REDACTED] with assets of \$32.9 million.

[REDACTED] had an opportunity to review these changes, please call me with your comments.

John M. Sipple, Jr., Esquire  
October 30, 1995

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Very truly yours,

Enclosure

cc: [REDACTED] (w/o enclosure)  
[REDACTED] (w/o enclosure)

Advised the registrant that the change in  
structure does not alter the advise previously  
given. The transaction is still exempt under  
§ 202.40. Although the contributor organization  
is contributing additional operations, it will play  
no role in what appears to be a meaningful way

and will continue to exert  
a significant influence on the

ongoing operations of the  
joint venture corporation.

EX-102

After

OCT 31 9 55 AM '95

