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January 9, 1998

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FEDERAL TRADE COMMISSION  
WASHINGTON, D.C. 20580

VIA HAND DELIVERY

Mr. Richard B. Smith  
Premerger Notification Office  
Federal Trade Commission  
Room H-323  
6th & Pennsylvania Avenue, N.W.  
Washington, D.C. 20580

Re: Sale of Real Property - Reportability under the  
Hart-Scott-Rodino Antitrust Improvements Act of  
1976, 15 U.S.C. § 18a ("HSR Act")

Dear Dick:

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Seller is a retail department store company which is contemplating selling its fee simple title to certain real property which is improved with a retail department store containing approximately 203,000 square feet. Purchaser is another retail department store company who after the sale will operate a retail department store on the property under Purchaser's trade name. The building and Seller's trade fixtures and other personal property are included in the sale. Seller is not selling its accounts receivable, inventory, trade name, or

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qualified for open positions.

This material may be subject in the  
confidentiality provisions of section  
7A(b) of the Freedom of Information Act which restricts  
release under the Espionage Act.

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