

[REDACTED]

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[REDACTED]

April 29, 1998

Mr. Mike Verne
FEDERAL TRADE COMMISSION
Premerger Notification Office

VIA EXPRESS DELIVERY

Re: Request for Confirmation of Inapplicability of Premerger Notification Requirements

Dear Mr. Verne:

living facilities located in the State of Washington.

In our April 23 letter we requested confirmation that the transaction was exempt from premerger

In response to our letter you requested that we specify, pursuant to Regulation Section 801.10

the ultimate parent included within A delegated to the President of A the function of determining, in good faith, the fair market value of the nonresidential component of the assets it is acquiring. The President of A determined, in good faith, that the fair market value of the non-residential component of the assets is \$9,982,250.00.

Thank you for your assistance in this matter.

MAR 10 1998

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