802.2(d)

LAW OFFICES

[redacted]

April 7, 1999

Certified Mail, Return Receipt Requested
Mr. Michael Verne
Premerger Notification Office
Bureau of Competition
Room #303
Federal Trade Commission
6th Street & Pennsylvania Ave., N.W.
Washington, DC 20580

Re: Premerger Notification Requirements Under the Hart - Scott - Rodino Antitrust Improvement Act of

[redacted]

I am writing to confirm our telephone conversations on April 6, 1999. During our conversations I briefly described a proposed transaction as follows:

> Seller is selling a parcel of real estate to purchaser for a price in excess of $30 million. Purchaser owns other assets that exceed $100 million in value. The real estate is improved as a mobile home park and is located in Illinois. The [redacted] mobile home from the park operator.

You advised me that the transaction was exempt from the Premerger Notification Requirements under the Hart [redacted] therefore exempt under Section 802.2(d) of the Code of Federal Regulations. Should your opinion be different than I have above stated, please notify me immediately. Unless I hear from you to the contrary, I will assume the proposed transaction is exempt from the premerger notification requirements and the parties will not file the Notification And Report Form (FTC Form C4).

Sincerely,

[redacted]

AGREE - Michael Verne
4/14/99