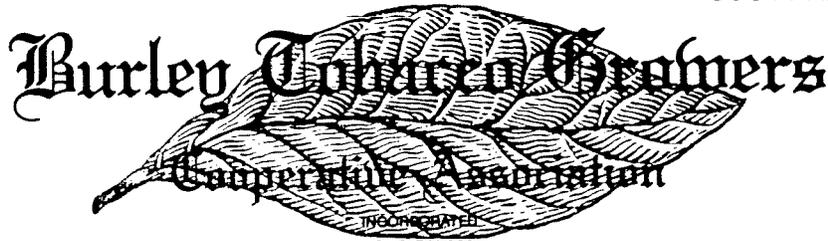


JOE WRIGHT, PRESIDENT
RAY BRANSTETTER, VICE PRESIDENT

DANNY MCKINNEY, CHIEF EXEC. OFFICER
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SCOTT ALTHAUSER, LEAF PROCESSING



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Lexington, Kentucky 40587

October 13, 1994

Ms. Anne K. Bingaman
Assistant Attorney General
Antitrust Division
U. S. Department of Justice
Tenth and Constitution Avenue, N.W.
Room 3107
Washington, DC 20530

Dear Ms. Bingaman:

We are writing on behalf of the Burley Tobacco Growers Cooperative Association to request a business review letter pursuant to 28 C.F.R. § 50.6. The Association is proposing a course of action which will result in the sale of its inventories of tobacco to domestic cigarette manufacturers and merchants.

A similar course of action was followed in 1985. The Department issued a business review letter on January 23, 1985 which stated that it had no enforcement intentions with respect to the development of an agreement to offer the inventories which existed at that time to domestic purchasers. A subsequent series of negotiations led to an agreement which included legislative, administrative, and contractual actions.

The need for a similar solution exists today. It has been recommended to the Association that we seek a business review letter at this time as a means of facilitating such a solution. It is my understanding that the office of Senator Wendell Ford has initiated contact with Mr. John Filipini and Mr. Neil Roberts of the Antitrust Division with respect to the development of a similar agreement. It is expected that Members of Congress will directly participate in this process, which may involve the sale of the current inventories in a manner similar to that provided in 1985, and potential legislative changes in the federal tobacco program.

Burley Tobacco Growers Co-operative Association

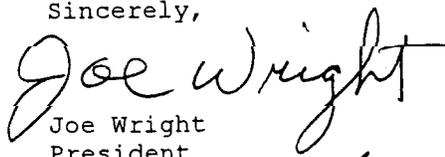
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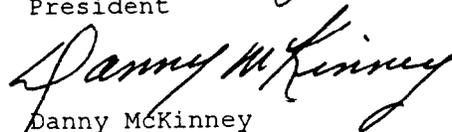
Ms. Anne K. Bingaman
October 13, 1994
Page two

We respectfully request a review of this proposed course of action and a business review letter relating to any enforcement intentions which the Department may have. Any correspondence may be directed to either of us - however Mr. McKinney is usually more accessible.

Sincerely,



Joe Wright
President



Danny McKinney
Chief Executive Officer

JW/DMcK/ks