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Nov. 30, 1973

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Mr. Bruce Breitman  
Securities and Exchange Commission  
500 North Capital Street  
Room 5.9  
Washington, D.C. 20549

Dear Mr. Breitman:

In reponse to your phone call of yesterday concerning the 900 shares of restricted stock of Downe Communications, Inc. which I own, the answers to your questions are as follows:

On May 1, 1968 I purchased 300 shares of stock at a net price of \$9.25 per share for a total cost of \$2,775.00.

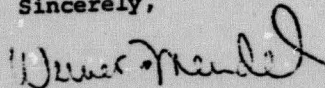
Carter, Berlind & Weill, Inc. (now Hayden Stone, Inc.) were underwriters of a public offering of the stock on May 1, 1968 at a public offering price of \$10.00 per share.

Partners and certain employees of the firm were offered shares at the offering price less costs which came to \$9.25 per share. I purchased my 300 shares at \$9.25 per share net on the day the stock was offered to the public.

I hope I have answered your questions to your satisfaction and would be happy to provide you with any other information you may need.

I look forward to hearing from you,

Sincerely,



Werner Mendel

WM: ljb