

State of Utah

DEPARTMENT OF COMMERCE
Division of Securities

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October 28, 1992

Mr. J.I.M. Choate
173 Hubbard Avenue
Stamford, CT 06905

Re: Collision Automotive Repair Services, Inc. (CARS) File # 002-5853-21/A15779-21

Dear Mr. Choate:

This letter is in response to your letter dated September 21, 1992, regarding your request for a no-action letter for the offer of shares in Collision Automotive Repair Services, Inc. ("CARS"), a Delaware non-profit mutual benefit cooperative corporation. Such transaction is more fully described in your letter.

Based on the facts presented, the Division will not recommend enforcement action. In arriving at this position the Division notes, in particular, the following representations:

- (a) Collision Automotive Repair Services, Inc. is properly organized as a consumer cooperative, for the purpose of allowing members to buy products, such as paint or parts, at competitive prices.
- (b) CARS, complies with subchapter "T" of the Internal Revenue Code.
- (c) Class A Common Stock merely represents membership interest in CARS.
- (d) Sales or transfers of shares can only be done with prior written consent of the Board of Directors.
- (e) Inasmuch as the certificates cannot be transferred, the membership certificates cannot be pledge or hypothecated.
- (f) Redemption of shares may only occur upon termination of membership.

Based upon the facts presented, the Division will not recommend any enforcement action if the sell of the securities are effected as described in your letter.


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Because this position is based upon the representations made to the Division of Securities it should be noted that any different facts or conditions of a material nature might require a different conclusion. Further, this response does not purport to express any legal conclusion on the questions presented.

Please note that this no-action letter relates only to the referenced transaction and shall have no value for future similar offerings.

Very truly yours,

EARL S. MAESER, DIRECTOR
UTAH DIVISION OF SECURITIES



Steven J. Nielsen
Director of Registration

jmj