

HISTORICAL SUMMARY OF MAJOR ACQUISITIONS, DIVESTITURES AND FINANCINGS SINCE 1985

		TRANSACTION	
	TYPE OF	OR FINANCING	
	TRANSACTION /	AMOUNT	
REPRESENTED	FINANCING	(Millions)	PARTIES INVOLVED
REFRESERVIED	THURITO	(IVIIIIOIIS)	THESHAUGEVED
PURCHASER	Asset Acquisition	\$35.0	Goldman, Sachs & Co.
	-		
			Mercantile National Bank
	Senior Debt Term		of Dallas, First National
BORROWER	and Revolving Loan	35.0	Bank of Oklahoma
	Subordinated		
ISSUER	Debentures	1.7	Margantila Dallag Corn
ISSUEK	Debellules	1./	Mercantile Dallas Corp.
DUDCHACED	Agast Agasisition	22.5	
PURCHASER	Asset Acquisition	22.5	
			M C C
			Mercantile Texas Credit
			Corp., Foley & Lardner
BORROWER	Revolving Loan	40.0	(attorneys)
SELLER	Asset Divestiture	2.5	
			Goldman, Sachs & Co.,
			Wachtell, Lipton, Rosen &
			Katz (attorneys), Kidder,
			Peabody & Co., Davis Polk
PURCHASER	Stock Tender Offer	71.0	& Wardwell (attorneys)
			Citicorp Industrial Credit,
	Senior Debt Term		Inc., Sidley & Austin
BORROWER	and Revolving Loans	71.0	(attorneys)
DOMINO WER	and Revolving Louis	71.0	(uttorneys)
SELLER	Asset Divestiture	1.3	
SELLER	Asset Divestitute	1.5	
CELLED	A anat Diventitue	0.2	
SELLER	Asset Divestiture	0.2	
CELLED	0, 1,0,1	0.6	
SELLER	Stock Sale	0.6	
SELLER	Stock Sale	1.7	
SELLER	Asset Divestiture	2.2	
SELLER	Asset Divestiture	16.0	

SELLER	Asset Divestiture	1.0	Gardner, Carton & Douglas (attorneys)
SELLER	Asset Divestiture	3.2	Faegre & Benson (attorneys)
SELLER	Asset Divestiture	5.5	
SELLER	Asset Divestiture	\$6.0	Godfrey & Kahn, P.C. (attorneys)
SELLER	Asset Divestiture	27.0	Thompson & Knight (attorneys)
PURCHASER	Asset Acquisition	7.0	
PURCHASER	Stock Acquisition	3.3	
SELLER	Asset / Stock Divestiture	10.0	Winstead, McGuire, Sechrest & Minick (attorneys)
PURCHASER	Stock Tender Offer	30.0	Sutro & Co. Incorporated, Lillick & McHose (attorneys)
PURCHASER	Stock Tender Offer	783.0	Merrill Lynch Capital Markets, The First Boston Corporation, Citicorp, N.A., Wachtell, Lipton, Rosen & Katz (attorneys)
SELLER	Asset Divestiture	25.0	Thompson & Knight (attorneys)
PURCHASER	Asset Acquisition	4.0	
PURCHASER	Asset / Stock Acquisition	259.0	Lazard Freres & Co., Davis Polk & Wardwell (attorneys)
BORROWER	Senior Debt Term and Revolving Loans	190.0	Citicorp, N.A., Sidley & Austin (attorneys)
ISSUER	Senior Subordinated Debentures	225.0	The First Boston Corp., Cravath, Swaine & Moore

PURCHASER	Asset Acquisition	12.0	Sidley & Austin (attorneys)
SELLER	Asset Divestiture	1.0	
GELLED.	A CD' C'	1.0	
SELLER	Asset Divestiture	1.0	
PURCHASER	Stock Acquisition	0.7	
			Cahaniaa Jahnatan
	Industrial Revenue		Cabaniss, Johnston, Gardner, Dumas & O'Neal
ISSUER	Bond Offering	1.9	(attorneys)
	<u> </u>		
DUDCHACED	C41- A	25.0	Monroe & Lemann
PURCHASER	Stock Acquisition	35.0	(attorneys)
			Sanwa Business Credit
			Corp., Goldman, Sachs &
			Co., Winston & Strawn,
	Senior Debt Term	21.0	Sullivan & Cromwell
BORROWER	and Revolving Loans	21.0	(attorneys)
			Saudi International Bank,
	Subordinated		Coudert Brothers
ISSUER	Debentures	10.0	(attorneys)
	_		Banque Paribas, Wilson,
Iddileb	Common and	фо. г	Sonsini, Goodrich & Rosati
ISSUER	Preferred Stock	\$8.5	(attorneys)
PURCHASER	Asset Acquisition	6.3	
101101111221		0.0	-
			Locke, Purnell, Rain,
PURCHASER	Asset Acquisition	9.5	Harrell (attorneys)
			Footbill Conital Com
	Senior Debt and		Foothill Capital Corp., Buchhalter, Nemer, Fields
BORROWER	Revolving Loans	12.0	& Younger (attorneys)
ISSUER	Subordinated Notes	1.5	
ISSUER	Common Stock	1.0	
			Dickson Minto W.S.
			(attorneys), Armstrong,
PURCHASER	Stock Acquisition	0.5	Teasdale, Schlafly, Davis & Dicus (attorneys)
TORCHIBLIC	Stock riequisition	0.5	Dieus (attorneys)

PURCHASER	Asset Acquisition	0.2	Tuggle, Duggins, Meschan & Elrod (attorneys)
TOROTHISER	Tisset Flequisition	0.2	& Enou (untorneys)
DUDCHACED	A agat A aguigition	0.2	
PURCHASER	Asset Acquisition	0.3	
	Senior Debt and		
BORROWER	Term Loans	0.3	
PURCHASER	Asset Acquisition	1.1	
BORROWER	Senior Debt and Term Loans	1.3	
DORROWER	Term Loans	1.5	
		22.2	Gibson, Dunn & Crutcher
SELLER	Asset Divestiture	80.0	(attorneys) Dickson Minto W.S.
			(attorneys), Edge & Ellison,
			Calow Easton (attorneys),
DUDCHACED	Asset / Stock	25.0	Buchanan Ingersoll
PURCHASER	Acquisition	25.0	(attorneys) Stark & Stark (attorneys),
			Greenbaum, Rowe, Smith,
PURCHASER	Asset Acquisition	0.3	Ravin & Davis (attorneys)
SELLER	Stock Divestiture	3.5	Brown & Bain (attorneys)
22221			
ISSUER	Bond Refinancing	2.6	Phelps Dunbar (attorneys)
	Senior Debt and		Citicorp, N.A., Sidley &
BORROWER	Revolving Loans	\$125.0	Austin (attorneys)
SELLER	Asset Divestiture	0.8	Calhoun, Gump, Spillman & Stacy (attorneys)
SEEEER	Tisset Bivestituie	0.0	co sucy (unomeys)
	Real Estate		
PURCHASER	Acquisition	1.6	
	Senior Debt		Texas Commerce Bank,
LENDER	Refinancing	10.5	National Association
			Chicam IICA I. D.
	Senior Debt		Citicorp USA, Inc., Banque Paribas, Gibson, Dunn &
BORROWER	Refinancing	105.0	Crutcher (attorneys)

	Real Estate		Job Development Authority (NY), Urban Development
BORROWER	Financing	10.0	Corp. (NY)
BORROWER	Senior Debt Refinancing	2.5	New York State Urban Development Corp., Sidley & Austin (attorneys)
PURCHASER	Asset Acquisition	1.0	
PURCHASER	Real Estate Acquisition	0.6	
BORROWER	Senior Debt Refinancing	20.0	Citicorp USA, Inc., Banque Paribas, Gibson, Dunn & Crutcher (attorneys)
SELLER	Asset Divestiture	1.9	
SELLER	Asset Divestiture	1.2	
LENDER	Foreclosure Sale	40.0	
SELLER	Asset Divestiture	1.2	
SELLER	Asset Divestiture	0.5	
PURCHASER	Asset Acquisition	0.2	
PURCHASER	Stock Acquisition	2.0	Edge & Ellison (attorneys), Ungerman Hill, P.C. (attorneys)
PURCHASER	Stock Acquisition	12.25	Goodwin Procter & Hoar, Rutan & Tucker, Groh, Carroll & Stern
PURCHASER	Asset Acquisition	20.0	King & Spalding (attorneys)
	Senior Debt Term		Foothill Capital Corp., Bell Atlantic, Tricon Leasing
BORROWER	and Revolving Loans	\$35.0	Corp.
ISSUER	Common and Preferred Stock	10.0	Eddie Haggar Limited, Inc., LKCM Venture Partners
IDDULK	1 ICICITED STOCK	10.0	LICHT VEHILLE I ATHIETS

CELLED	G. I.D	400.0	SnyderGeneral Corp., O.Y.L. Industries Berhad CS First Boston Corp., Smith Barney, Cahill, Gordon & Reindell (attorneys), Haynes &
SELLER	Stock Divestiture	400.0	Boone (attorneys)
			Bank of Nova Scotia, Bank Bumiputra Malaysia,
			Citicorp USA, Long-Term
			Credit Bank of Japan,
			Societe General, Mayer,
			Brown & Platt (attorneys),
			Kramer, Levin, Naftalis, et
DODD OWED	Senior Debt Term	250.0	al (attorneys), Haynes &
BORROWER	and Revolving Loans	270.0	Boone (attorneys)
	Subordinated Debenture		
ISSUER	Redemption	250.0	Chemical Bank
START-UP	Limited Partnership	1.0	Area Investors
START-UP	Limited Partnership	1.2	Area Investors
		1.0	Retail and Restaurant
ROLL-UP VENTURE	Senior Debenture	1.0	Growth Capital
ROLL-UP VENTURE	Convertible Preferred	1.0	Hunt Capital
	Stock for Stock		
SELLER	Exchange	5.0	Nautica Corporation