

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
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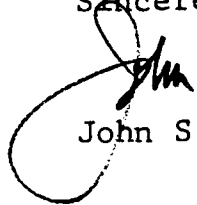
May 10, 1982

Mr. Alan S. Donnahoe
Media General
P.O. Box C-32333
Richmond, Va. 23293

Dear Alan:

Thanks very much for sending me a second copy of your letter of April 23rd. Your suggestion is very well taken. I have solicited the General Counsel's comments on it, with a view to modifying Section 14(b) as you suggest.

Sincerely,



John S.R. Shad