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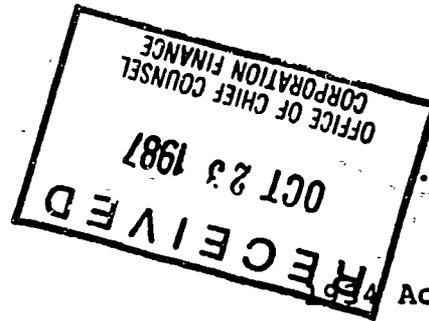
October 22, 1987

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Division of Corporate Finance  
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PUBLIC AVAILABILITY DATE: 12-16-87

ACT	SECTION	RULE
1934	13	---
1934	15(d)	---

Act/§12(h)

Dear Mr. Morley:

This firm is counsel to Great American Communications Company ("GACC") and its wholly-owned subsidiary GACC Holding Company ("Holding"). GACC is registered under Section 12(g) of the Securities Exchange Act of 1934 (File No. 1-8283). Holding became subject to the reporting requirements of the Securities Exchange Act of 1934 through an underwritten issue of Notes registered under the Securities Act of 1933 on Form S-2 (No. 33-16955) effective September 29, 1987 and listed its Notes on the Cincinnati and Pacific Stock Exchanges. The Notes were issued in connection with the acquisition by Holding, through partnership form, of all of the outstanding Common Stock of Taft Broadcasting Company.

Holding's Notes are fully and unconditionally guaranteed by GACC. GACC's guarantee was also registered under the Securities Act of 1933 and its presence in the registration enabled Holding to utilize Form S-2.

Holding has separate operations through its ownership of Mid-Continent Casualty Company and Taft Broadcasting. Summarized financial information concerning Holding, as prescribed by Rule 1-02(aa)(1) of Regulation S-X, will be presented in GACC's consolidated financial statements.

Footnote 2 of Topic 1-G of Staff Accounting Bulletin No. 53 indicates that an exemption pursuant to Section 12(h) of the Securities Exchange Act of 1934 is appropriate with the providing of summarized disclosure as stated in Topic 1-G.

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William E. Morley, Esq.  
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We believe that, so long as GACC remains subject to the reporting requirements of the Securities Exchange Act of 1934 and includes summarized financial information as prescribed in Rule 1-02(aa)(1) of Regulation S-X in its financial statements, an exemption from the reporting obligation under the 1934 Act on behalf of Holding will be consistent with the public interest and protection of investors and also consistent with similar positions taken by the Staff in Ocean Showboat (May 7, 1987), Mobil Oil Corporation (March 17, 1987); Agway Financial Corporation (February 23, 1987); Burroughs Corporation (December 2, 1986) and US West, Inc. (October 30, 1986). Separate filings by Holding would be largely duplicative of those by GACC and, therefore, be of little benefit to the investing public.

Therefore, we request the Staff's concurrence that in the circumstances set forth above, Holding would not be required to make periodic filings pursuant to Section 13 of the Securities Exchange Act of 1934. We understand that the filing requirements of Section 13(a) will not be applied to Holding while this letter is pending. Please call if further information would be of assistance.

An original and seven copies of this letter are being provided.

Yours truly,

KEATING, MUETHING & KLEKAMP

BY:

  
Gary P. Kreider

slh

cc: Mr. William E. Toomey

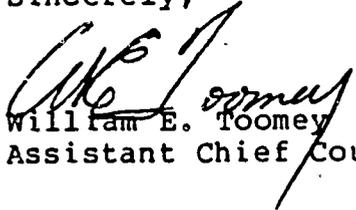
November 16, 1987

RESPONSE OF THE OFFICE OF CHIEF COUNSEL  
DIVISION OF CORPORATION FINANCE

Re: Great American Communications Company ("GACC")  
GACC Holding Company ("Holding")  
Incoming letter dated October 22, 1987

Based on the facts presented, and considering that GACC has guaranteed the obligations on the notes of Holding, this Division will not raise any objection if Holding does not file periodic reports with respect to the notes pursuant to Sections 13 and 15(d) of the 1934 Act. As you know, this position is subject to the condition that the 1934 Act reports of GACC contain summarized financial information concerning Holding which should include at least the information described in Rule 1-02(aa) of Regulation S-X.

Sincerely,

  
William E. Toomey  
Assistant Chief Counsel