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Mr. Paull Mines  
The Multistate Tax Commission  
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Dear Mr. Mines and Mr. Buff,

We are pleased to enclose our views concerning The Second Initial Public Participation Working Draft of the Constitutional Nexus Guideline for Application of a State's Sales and Use Tax to an Out-of-State Business (draft 09/97).

First, we commend the drafters for enhancing the clarity of the language in the Sales and Use Guideline, especially as to the use of active voice rather than passive voice.

Second, we oppose the phraseology of the term "silly premise," but not the substance in such rules contained in the Guideline. We suggest that you consider alternative phraseology.

Six examples in the Second Draft would extend nexus to beyond the point that we believe is intended by the U.S. Constitution:

**1. Two-day Solicitation**

The example on lines 116-128 of the red-lined version of the Guidelines and on lines 103-115 of the Second Draft.

**2. Representatives - Customer Complaint and Warranty Services**

The example on lines 335-347 of the red-lined version of the Guidelines and on lines 303-315 of the Second Draft.

**3. Representatives - Market Conditions**

The example on lines 361-375 of the red-lined version of the Guidelines and on lines 329-343 of the Second Draft.

**4. Regular and Systematic Solicitation**

The example on lines 569-591 of the red-lined version of the Guidelines and on lines 480-493 of the Second Draft.

**5. Two Occassions as Regular and Systematic**

The example on lines 592-616 of the red-lined version of the Guidelines and on lines 494-506 of the Second Draft.

**6. The Definition "Regular" without regard to Frequency**

The example on lines 686-689 of the red-lined version of the Guidelines and on lines 611-613 of the Second Draft.

Further, we suggest that the amount stated in the small sale example (\$100) lines 555-568 of the red-lined version of the Guidelines and on lines 494-506 of the Second Draft be changed to the price of a typical used corporate car, eg. \$10,000.

Please let us know what further thoughts you might have in this matter.

Very truly yours,

*Robert Feinschreiber*  
Robert Feinschreiber

*MK*  
Margaret Kent