



Shamrock Enterprises

DIVISION OF ROBERT P. O'BRIEN ENTERPRISES, INC.

9748 FLATTOP DR.
CINCINNATI, OHIO 45251
PHONE (513) 385-0174
PHONE (513) 931-9641
FAX (513) 931-9644

2520032542198

Date: September 10, 1992

Office of Employee Benefits Security
Labor Management Service Administration
U.S. Department of Labor
Washington, D.C. 20216

Re: Reporting and Disclosure Requirements - Part I of Title I of ERISA for deferred compensation plans maintained for a select group of management or highly compensated employees as outlined in Re. Sec. 2520.104-23.

Robert P. O'Brien Enterprises, Inc.
Shamrock Enterprises Div.
9748 Flattop Drive
Cincinnati, Ohio 45251

EIN: 31-1144358

Declaration: The employer maintains one (1) plans primarily to provide deferred compensation to a select group of management or highly compensated employees.

Effective date of Plan	Number of Covered Employees
July 2, 1992	One (1)

Please confirm receipt of this declaration by returning a copy in the enclosed, self-addressed envelope.

Sincerely,

A handwritten signature in cursive script that reads "Robert P. O'Brien".

Robert P. O'Brien/President

SEP 29 1992



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SALARY CONTINUATION PLAN CORPORATE RESOLUTION

Because Robert P. O'Brien has rendered valuable service to the Company and it wishes the benefit of his continued service and counsel, and to assist him provide for the contingency of old age, the Company desires to establish a salary continuation plan for his benefit.

Be it resolved that the Company adopts a salary continuation plan for Robert P. O'Brien, which plan is set forth in the documents which are attached to this board resolution.

Be it further resolved that Robert P. O'Brien is authorized to purchase and pay for any investments thought desirable to meet and measure the Company's obligations under this plan. The Company will be the sole owner of any investments so purchased.

Be it further resolved that the appropriate Company personnel will take the steps necessary to properly administer the salary continuation plan.

Robert P. O'Brien
Company President

(Robert P. O'Brien)

Robert L. Kushman
Company Secretary

(Robert L. Kushman)

James W. Long
Treasurer

(James W. Long)

SEP 29



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SALARY CONTINUATION BENEFICIARY DESIGNATION

Robert P. O'Brien, under the terms of a certain Salary Continuation Agreement entered by the Executive and the Robert P. O'Brien Enterprises, Inc. - Shamrock Enterprises Div. Corporation, dated the 2nd day of July, 1992, hereby designates the following beneficiary or beneficiaries to receive any payments or death benefits under the Salary Continuation Agreement following his death:

PRIMARY BENEFICIARY: Mollie C. O'Brien -- Spouse
SECONDARY BENEFICIARY: The Estate of the Insured

This beneficiary designation revokes any prior designations which may have been in effect. The beneficiary designation may only be revoked by a subsequently executed beneficiary designation.

Date: July 2nd, 1992

Robert P. O'Brien Executive
(Robert P. O'Brien - President)

Robert L. Kuchman
Witness

James W. Long
Witness

SEP 29



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SALARY CONTINUATION AGREEMENT

AGREEMENT entered into as of the 2nd day of July, 1992, between Robert P. O'Brien Enterprises, Inc., Shamrock Enterprises Div., a domestic corporation having its principal office in Cincinnati, Ohio (hereinafter referred to as the Company) and Robert P. O'Brien (hereinafter referred to as the Employee).

Because the Employee has rendered valuable service for many years to the Company and the Company desires the benefit of his continued loyalty, service and counsel and, also, desires to assist him in providing for the contingency of old age dependency, the Company and the Employee mutually agree as follows:

1. RETIREMENT BENEFITS - starting on the 31st day of December, 1992, the Company shall pay benefits to the Employee in monthly installments. Each installment shall be \$4,167.00 for a continuous period of sixty (60) months. In the event the Employee dies before the expiration of said sixty (60) month period, the Company will pay the remaining installments to those beneficiaries designated by the Employee either in a lump-sum payment discounted to present value, using the then-current prime interest rate, or as installments for the remainder of the installment period.
2. ASSIGNABILITY - Except to the extent this provision may be contrary to law, no assignment, pledge, collateralization or attachment of any of the benefits under this Agreement shall be valid or recognized by the Company.
3. EMPLOYMENT RIGHTS - This agreement creates no rights in the Employee to continue in the Company's employ for any specific length of time, nor does it create any other rights in the Employee or obligations on the part of the Company, except those set forth in this Agreement.
4. LAW GOVERNING - This Agreement shall be governed by the law of the State of Ohio.
5. THIS AGREEMENT is solely between the Company and the Employee. Moreover, the Employee and his beneficiaries shall have recourse only against the Company for enforcement.



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However, it shall be binding upon the beneficiaries, heirs, executors and administrators of the Employee and upon the successors and assigns of the Company.

EXECUTED as of the day first written above.

COMPANY Robert P. O'Brien Enterprises, Inc.
Shamrock Enterprises Div.

BY: Robert L. Kishman

WITNESS:

James F. Stewart

James W. Long

Secretary Title
Robert P. O'Brien
Employee

SEP 29
1977