

AmSouth Bank  
Post Office Drawer 1628  
Mobile, Alabama 36633-1628  
(205) 694-1400

2520032544546

**AMSouth**

July 29, 1994

Aug 15 1994  
RECEIVED

Top Hat Plan Exemption  
Pension and Welfare Benefits Administration  
U.S. Department of Labor  
Room N-5644  
200 Constitution Avenue N.W.  
Washington, D.C. 20210

ATTENTION: Pension and Welfare Benefits Administration  
Room N-5644

Re: Statement of The J.L. Bedsole Foundation pursuant to DOL  
Regulation Section 2520.104-23

Gentlemen:

The J.L. Bedsole Foundation is providing the following information in order to satisfy the filing requirement for the alternative method of compliance with ERISA's reporting and disclosure requirements with respect to an unfunded agreement primarily for the purpose of providing deferred compensation to a managerial employee (DOL Reg. 2520.104-23).


1. Employer name and address: The J.L. Bedsole Foundation  
c/o AmSouth Bank as Trustee  
P. O. Drawer 1628  
Mobile, Alabama 36633-1628
2. Employer EIN: 23-7225708
3. The Plan: The J.L. Bedsole Foundation has an employment agreement with one managerial employee providing for deferred compensation. The Foundation currently has no intention of entering into similar agreements with other managerial employees and does not believe this employment agreement constitutes a "plan" under ERISA. This filing is made out of caution and is not an admission that a plan exists.

Please contact us if you require further information.

Top Hat Plan Exemption  
July 29, 1994  
Page Two

Very truly yours,

AmSouth Bank as Trustee

By:   
\_\_\_\_\_  
Kenneth E. Niemeyer  
As its Vice President and Trust Officer

cc: J. Thomas Hines, Jr.  
Robert E. Henderson  
Vivian G. Johnston, Jr.  
Mabel Bedsole Ward