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December 31, 2002

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

RE: Schwan's Sales Enterprises, Inc. Supplemental Executive Retirement Plan

On behalf of this firm's client, Schwan's Sales Enterprises, Inc., this statement constitutes a filing under 29 C.F.R. §2520.104-23 for Schwan's Sales Enterprises, Inc., a Minnesota corporation (the "Employer"). The Employer's EIN is 41-0879087 and its address is 115 West College Drive, Marshall, Minnesota 56258. The Employer maintains the above-referenced plan primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees that presently covers six employees. This is one of two plans primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees presently maintained by the Employer. The other such plan and the number of employees presently covered are as follows:

Schwan's Sales Enterprises, Inc. Voluntary Nonqualified Deferred Compensation Plan. The number of employees presently covered is six.

DORSEY & WHITNEY LLP

Top Hat Plan Exemption
December 31, 2002
Page 2

If you need any further information, please call or write me.

Very truly yours,

A handwritten signature in black ink, appearing to read "Timothy B. Arends". The signature is fluid and cursive, with a large initial "T" and "B".

Timothy B. Arends

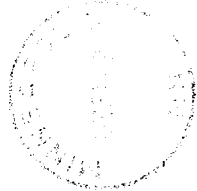
TBA/kld

cc: Sue Beary

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