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January 9, 2002

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

RE: Notice Under DOL Reg. 2520.104-23 for Exemption for Top Hat Plan
Maintained by Brock & Company, Inc., EIN 23-1294892

Via: Certified Mail – Return Receipt Requested #7099 3400 0005 8880 4274

Ladies and Gentlemen:

This letter is intended to constitute a statement meeting the requirements of DOL Reg. 2520.104-23 providing an alternative method of compliance with the reporting and disclosure requirements applicable under the Employee Retirement Income Security Act of 1974 as amended (the "Act") to pension plans for selected employees. The information required under DOL Reg. 2520.104-23 is as follows:

- 1) Employer: Brock & Company, Inc.
- 2) Address: 77 Great Valley Parkway
Malvern, PA 19355
- 3) EIN: 23-1294892
- 4) Brock & Company, Inc. maintains the Executive Deferred Compensation Plan (the "Plan") primarily for the purpose of providing deferred compensation for a select group of management and highly compensated employees. The Plan was adopted December 23, 2002. Under the Plan, benefits are paid as needed solely from the general assets of Brock & Company, Inc.. Brock & Company, Inc. maintains one plan of this type.
- 5) The Plan covers 5 employees.
- 6) The Plan Administrator, will provide to the Department of Labor any plan documents relating to the plan upon request as required by section 104(a)(1) of the Act.

Please acknowledge receipt of the filing of this Notice by signing the enclosed duplicate copy of this statement and returning it to me in the envelope provided.

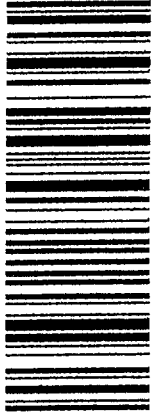
Very truly yours,

Brock & Company, Inc.
Plan Administrator

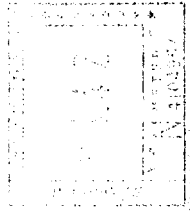
By: Guinan Brock



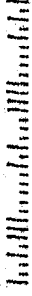
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