

EDUCATION FINANCE RESOURCES CORPORATION

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July 16, 2002

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

2520032902049

Dear Sir/Madam:

On behalf of Education Finance Resources Corporation, we wish to file the following registration for a pension plan under ERISA, established primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees of Education Finance Resources Corporation.

Employer: Education Finance Resources Corporation
1676 International Drive
Suite 501
McLean, Virginia 22102

Employer Identification Number: 52-1509402

The employer maintains a plan or plans primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees.

Number of Top Hat Plans: 1

Number of covered employees: 2

If you have any questions or require further information, please do not hesitate to contact

Very truly yours,

Education Finance Resources Corporation

By: Paula K. Darling
Paula K. Darling, Chief Operating Officer

EDUCATION FINANCE RESOURCES CORPORATION

Name of Tax-Exempt Employer: Education Finance Resources Corporation

Address of Tax-Exempt Employer: 1676 International Drive, Suite 501
McLean, Virginia 22102

E.I.N.: 52-1509402

Top-Hat Statement By Plan Administrator

Education Finance Resources Corporation (the "Employer") hereby declares that the purpose of the 457(b) Deferred Compensation Plan of Education Finance Resources Corporation (the "Plan") is to provide deferred compensation primarily for a select group of management and highly compensated employees. The number of employees covered under the Plan is 2. In addition, the Employer, maintains 0 unfounded top-hat plans described in Department of Labor Regulation Section 2520.104-23(b). The number of employees covered under such plans is 2.

Date: July 16, 2002

By: Paula K. Darling
Paula K. Darling, Chief Operating Officer

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1676 INTERNATIONAL DRIVE, SUITE 501
MCLEAN, VIRGINIA 22102
703-442-3000

TOP HAT PLAN EXEMPTION
PENSION AND WELFARE BENEFITS ADMINISTRATION
ROOM N-5644
U.S. DEPARTMENT OF LABOR
200 CONSTITUTION AVE., N.W.
WASHINGTON, D.C. 20210