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U.S. DEPT. OF LABOR
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August 20, 2002

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

Re: Top Hat Compliance Statement for the 457(b) Deferred Compensation Plan
of the United Negro College Fund, Inc.

Dear Sir or Madam:

Enclosed is the Statement of Compliance under Department of Labor Regulation
§ 2520.104-23 for the 457(b) Deferred Compensation Plan of the United Negro College Fund,
Inc. (the "Plan"). The Plan was effective as of July 1, 2002.

Very truly yours,



Sarah C. Richards

Enclosure

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

cc: LaJuan H. Lyles (w/encl.)
Peter N. Hillman, Esq. (w/encl.)
Marjorie M. Glover, Esq. (w/encl.)
Lauren D. Kelly, Esq. (w/encl.)

**STATEMENT OF COMPLIANCE
UNDER
DEPARTMENT OF LABOR
REGULATION § 2520.104-23**

This statement is being filed with the Department of Labor under Department of Labor Regulation § 2520.104-23 which provides an alternative method of compliance with the reporting and disclosure requirements of Part I of Title I of the Employee Retirement Income Security Act of 1974 (the "Act") for unfunded pension plans maintained by an employer for a select group of management or highly compensated employees, pursuant to the authority of the Secretary of Labor under section 110 of the Act.

The following is the information required to be disclosed:

1. Name and address of employer:

The College Fund (UNCF)
8260 Willow Oaks
Corporate Drive
P.O. Box 10444
Fairfax, Virginia 22031

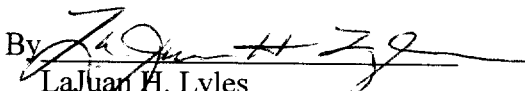
2. Internal Revenue Service Employer Identification Number:

13-1624241

3. UNCF maintains the 457(b) Deferred Compensation Plan of the United Negro College Fund, Inc. (the "Plan") primarily for the purpose of providing deferred compensation benefits for a select group of management or highly compensated employees of UNCF. The Plan was effective as of July 1, 2002.

4. UNCF does not maintain another unfunded pension plans for a select group of management or highly compensated employees. The Plan currently covers twelve employees.

THE COLLEGE FUND (UNCF)

By 
LaJuan H. Lyles

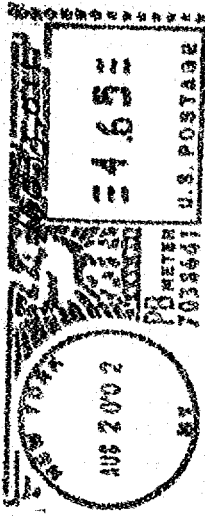
Date:

PLACE STICKER ON TOP OF ENVELOPE
TO THE RIGHT OF RETURN ADDRESS.
FOLD AT DOTTED LINE

CERTIFIED MAIL



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