

February 4, 2002

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

Re: ERISA Reporting & Disclosure Statements

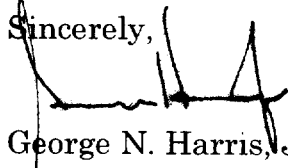
Dear Sirs:

Enclosed pursuant to 29 CFR § 2520.104-23 please find ERISA Reporting & Disclosure Statements for the following employers:

1. Cook Group Incorporated
2. Cook Incorporated
3. Cook Biotech Incorporated
4. Cook Vascular Incorporated
5. Vance Products Incorporated d/b/a Cook Urological Inc.

Please do not hesitate to telephone me at (202) 457-7210 should you require any additional information concerning this matter. Thank you.

Sincerely,

  
George N. Harris, Jr.

Enclosures

# ERISA REPORTING AND DISCLOSURE STATEMENT

DATE: 01/21/02

TO: 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

FROM: Name: Cook Group Incorporated ("Employer")

Address: 450 North Rogers

Bloomington, IN 47404-7380

EIN: 35-1084188

Pursuant to 29 CFR 2520.104-23, the Employer files this statement as an alternative means of complying with the reporting and disclosure requirements of Part 1 of Title I of ERISA.

The Employer currently maintains two plans, the Cook Group Deferred Compensation Plan and the Cook Group Incorporated 2001 Unit Bonus Plan, for the purpose of providing deferred compensation for a select group of management or highly compensated employees for which benefits are paid as needed solely from the general assets of the Employer.

This Disclosure Statement is for the Unit Bonus Plan. The number of participants in the Unit Bonus Plan is 5.

EMPLOYER

By:  J. R. K. 2  
EVP & CFO