

Date: 2/8/99

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Office of Employee Benefits Security
Labor Management Service Administration
U. S. Department of Labor
Washington, D.C. 20216

2520032904924

Re: Notice Of Plan(s) of Deferred Compensation

Gentlemen:

Pursuant to DOL Reg. Sec. 2520.104-23, the undersigned employer hereby files the following with respect to its plan(s) of deferred compensation.

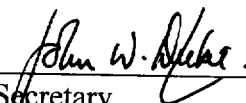
1. Name and Address of Employer:

ComSonics, Inc.
1350 Port Republic Road
Harrisonburg, VA 22801
2. Federal Employer Identification Number (EIN):

54-0903308
3. Name of Plan: ComSonics' Directors Phantom Stock Plan
4. The Employer maintains two (2) plans of deferred compensation primarily for the purpose of providing deferred compensation to a select group of management or highly-compensated employees.
5. Five (5) individuals are covered by such plan.

Very truly yours,

COMSONICS, INC.

By: 
Secretary