

STATEMENT OF UNFUNDED PLAN
FOR SELECT GROUPS OF MANAGEMENT
OR HIGHLY COMPENSATED EMPLOYEES:
"TOP HAT" PLAN

Employer's Name: Grandma's House Day Care Centers, Inc.

Employer's Address: Attn: Donna M. Ryan
3150 North Brookfield Road
Brookfield, WI 53005

Employer's Tax I.D.: 39-1586693

Plan Adoption Date: January 15 1999

Employer's Declaration
Regarding Plan:

The Employer, Grandma's House Day Care Centers, Inc., entered into two Split-Dollar Agreements (each agreement addressing the rights and obligations specific to certain insurance policies) with Thomas A. Ryan and Donna M. Ryan, employees of the Corporation, primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees. Any benefits from such plan are paid as needed solely from the employer's general assets or are provided exclusively through insurance contracts whose premiums are paid by the Employer from its general assets.

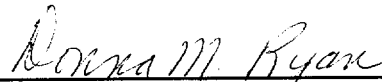
Number of Plans and
Number of Employees
in Each Plan:

Split-Dollar Agreements in force as of date of Filing: 2
Employees covered by Split-Dollar Agreements: 2

A complete copy of the plan documents are available upon request.

Dated this 15 day of January, 1999.

GRANDMA'S HOUSE DAY CARE
CENTERS, INC.



Donna M. Ryan, President

REINHART | BOERNER | VAN DEUREN
NORRIS & RIESELBACH, S.C.

ATTORNEYS AT LAW

February 23, 1999

CERTIFIED MAIL--
RETURN RECEIPT REQUESTED

Top-Hat Plan Exemption
Pension and Welfare Benefits Administration
Room N5644
U.S. Department of Labor
200 Constitution Avenue, NW
Washington D.C. 20210

Dear Sir or Madam:

Re: Alternative Reporting and
Disclosure Statement

I enclose a "Top Hat" Plan filing on behalf of Grandma's House Day Care Centers, Inc. I also enclose a copy of the "Top Hat" Plan filing and ask that you date-stamp the filing and return it to me in the envelope provided for retention in our files.

Please call me if you have any questions.

Yours very truly,



Timothy P. Reardon

MW2\69423TPR:CB

Encs.