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January 4, 1999

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

Dear Sir or Madam:

Etoc Company, Inc. hereby supplies the following information pursuant to Department of Labor Regulation S2520.104-23:

A. Name and Address of Employer

Etoc Company, Inc.
5201 Eden Circle
Suite 202
Edina, MN 55436

B. Employer Identification Number: 41-0242405

C. Etoc Company, Inc. maintains the following plans for a select group of management or highly compensated employees:

1. Name of Plan: Cote Family Companies Compensation Deferral Plan
Number of Participants: 5

This plan was adopted on November 14, 1998. This notice is being filed within 120 days of adoption, therefore, no penalties are applicable.

Very truly yours,
Etoc Company, Inc.



By James F. Olson
Its Chief Financial Officer