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E. Frank Cornelius, J.D., Ph.D.
Director, Compliance Group

February 13, 1996



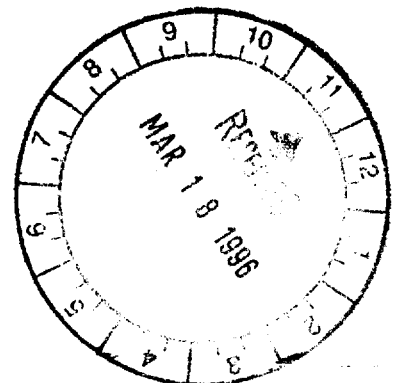
**Top Hat Plan Exemption
Pension and Welfare Benefits Administration
Room N-5644
U. S. Department of Labor
200 Constitution Avenue, NW
Washington, DC 20210**

**Re: American Mutual Life Insurance Company
EIN 42-0175020**

Gentlemen:

We are employee benefits consultants to American Mutual Life Insurance Company, 611 Fifth Avenue, Des Moines, Iowa 50309. American Mutual has entered into the Employment Agreement of Sam C. Kalainov, which, in part, provides deferred compensation to Mr. Kalainov as Chairman of the Board of Directors. He is the only individual covered by the agreement. Either we or American Mutual will provide DOL with a copy of the agreement, upon request. This filing is made pursuant to 29 CFR §2520.104-23.

American Mutual is in the process of amending and restating its supplemental executive retirement plans and will make supplemental filings pursuant to §2520.104-23, as soon as that task is completed.



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If you have any questions, you may contact me (at the address and phone number shown above) or Ms. Laurie Roepsch, American Mutual's Benefits Manager, at (515) 283-3314.

Very truly yours,

E. Frank Cornelius

E. Frank Cornelius

EFC/bl

cc: Ms. Laurie L. Roepsch
Benefits Manager
American Mutual Life Insurance Company

