

2520040154014

ELROD & THOMPSON

ATTORNEYS AT LAW
1500 PEACHTREE CENTER-SOUTH TOWER
225 PEACHTREE STREET, N.E.
ATLANTA, GEORGIA 30303
404/659-1500

ANN M. OVERBECK
DIRECT DIAL
404/880-4750

TELECOPY: 404/880-4754

March 13, 1996

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Secretary of Labor
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

Re: Venture Construction Company Executive Retirement Plan

Dear Sir:

As legal counsel to the Administrator of the Venture Construction Company Executive Retirement Plan (the "Plan"), we are submitting the information in this letter to satisfy Department of Labor Regulations Section 2520.104-23 (the "Regulation"). The Regulation's alternative method of compliance with the reporting and disclosure requirements of Part 1 of Subtitle B of Title 1 of the Employee Retirement Income Security Act of 1974, as amended, is available to the Plan because it is a pension plan maintained primarily for the purpose of providing deferred compensation to a select group of management or highly compensated employees and benefits are paid as needed solely from the general assets of Venture Construction Company (the "Plan Sponsor").

In accordance with the Regulation:

1. The name and address of the Plan Sponsor is: Venture Construction Company, 5660 Peachtree Industrial Boulevard, Venture Park, Building 3, Norcross, Georgia, 30071.
2. The Employer Identification Number of the Plan Sponsor is: 58-1077028.
3. The Plan Sponsor maintains the Plan primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees of the Plan Sponsor and any affiliated employers of the Plan Sponsor. At this time, there is no participating employer other than the Plan Sponsor, and the Plan is the only "top hat" plan maintained by the Plan Sponsor.
4. At this time, the number of employees participating in the Plan is thirteen (13).

Please stamp the enclosed copy of this letter "Received" and return it to me.

Secretary of Labor
March 13, 1996
Page 2

Please do not hesitate to contact me if you have any questions or if you need additional information.

Very truly yours,



Ann M. Overbeck

AMO:st

Enclosure

cc: Mr. E. Ray Morris (w/o encl.)
Mr. Barry Schimler, C.P.A. (w/o encl.)
Charles E. Elrod, Jr., Esq. (w/o encl.)