

Dataproducts Corporation
1757 Tapo Canyon Road
Simi Valley, CA 93063
(805) 578-4000
FAX (805) 578-4001

2520040154094



CERTIFIED MAIL,
RETURN RECEIPT REQUESTED

February 28, 1996

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: Adoption of Top Hat Plan

Dataproducts Corporation
1757 Tapo Canyon Road, Suite 100
Simi Valley, California 93063-3392

EIN: (41-0849373)

Dear Sir or Madam:

The above referenced employer maintains a Deferred Compensation Plan for a select group of management participants. This Plan currently has eight (8) participants and may have more in the future. Enclosed please find a copy of the Plan document.

This filing is also intended to be a filing for any future non-qualified deferred compensation plans adopted by this employer.

Very truly yours,

A handwritten signature in cursive script that reads 'Paul D. Weiser'.

Paul D. Weiser
Sr. Vice President