

TOP SECRET
July 1, 1994

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Office of Executive Benefits Security
Labor-Management Services Administration
U. S. Department of Labor
Washington, D.C. 20216

To the Secretary of Labor:

This document constitutes the statement required by 29 C.F.R. section 2520.104-24 to be filed with the Secretary of Labor in respect to Split Dollar Insurance Plans to be maintained by the employer listed below.

1. The name of the employer is: M & D Industries Corporation
2. The mailing address of the employer is: 2701 N.W.39th St., Oklahoma City, OK 73112
3. The employer's federal identification number is: 73-0985254
4. During 1994 the employer established two Split Dollar Insurance Plans. Each of the two plans has one participant. The Plan Administrator of both plans is M. & D. Industries Corporation.

The above-named employer maintains this plan primarily for the purposes of providing deferred compensation to a select group of management or highly compensated employees. The employer will provide a copy of the agreements to the Secretary of Labor upon request.

M. & D. INDUSTRIES CORPORATION

By

Fanny W. Winters
President