

2520040762705

TOP-HAT PLAN EXEMPTION FROM FILING REQUIREMENT

FEIN: 36-3186328

Employer: Ounce of Prevention Fund
Address: 122 South Michigan Avenue
Chicago, Illinois 60603

Pursuant to Department of Labor Regulations §2520.104-23, the above-captioned employer hereby declares that it has adopted and maintains an unfunded employee pension benefit plan that is primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees. The above-captioned employer sponsors one (1) such arrangement, which covers three (3) employees.

BONITA L. HATCHETT
312.807.4406
bhatchett@bellboyd.com
DIRECT FAX: 312.827.8193

THREE FIRST NATIONAL PLAZA
70 WEST MADISON STREET, SUITE 3300
CHICAGO, ILLINOIS 60602-4207
312.372.1121 FAX 312.372.2098

OFFICES IN CHICAGO
AND WASHINGTON, D.C.

December 15, 2003

Certified Mail

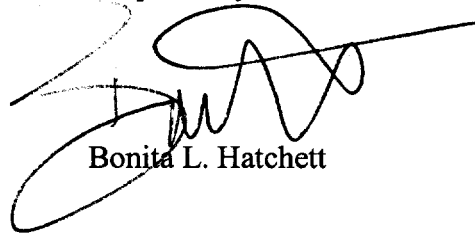
Top Hat Plan Exemption
Employee Benefits Security Administration
Room N-5644
U.S. Department of Labor
200 Constitution Ave., NW
Washington, D.C. 20210

RE: Ounce of Prevention Fund
FEIN: 36-3186328

Enclosed please find the top-hat exemption filing on behalf of the above-captioned employer, which is intended to comply with Department of Labor Regulations §2520.104-23, in addition to a statement of reasonable cause for the late filing.

Please feel free to contact the undersigned in the event you require additional information or explanation.

Respectfully,



Bonita L. Hatchett

BLH: blh

Encls.

cc: Mark Becker

STATEMENT OF REASONABLE CAUSE FOR LATE FILING

Employer: Ounce of Prevention Fund
FEIN: 36-3186328

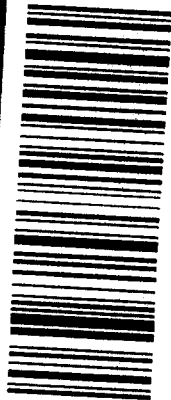
The enclosed top-hat exemption was not filed by July 31, 2003, the date on which the first Form 5500 was required to be filed on behalf of the deferred compensation arrangement referenced in the exemption, due to reasonable cause. The Ounce of Prevention Fund (the "Fund") retains numerous service providers who have been allocated the responsibility of preparing documentation in order to facilitate the legal compliance of the employee benefit arrangements sponsored by the Fund. The top-hat exemption was not filed when required, due to some confusion as to the party to whom the filing obligation had been allocated.

The Form 5500 filing requirement under ERISA §104 is imposed upon sponsors of ERISA covered employee benefit plans, in part, in order to enable the Employee Benefit Security Administration ("EBSA") to monitor compliance with the rules designed to protect the interests of non-highly compensated and non-management employees. The Fund believes, and the EBSA agrees as evidenced by the filing exemption for top-hat plans, that the regulatory requirements imposed upon ERISA covered plans which are designed to protect the interests of non-highly compensated and non-management employees are not as crucial with respect to arrangements which solely cover employees with a significant amount of bargaining power. Accordingly, no harm has been caused by the late filing.

The Fund sponsors other ERISA covered plans which cover non-highly compensated and non-management employees, and has historically diligently complied with the applicable regulatory requirements in the operation and administration of those arrangements. The Company therefore respectfully requests that no penalties be assessed due to the late filing of top-hat exemption on behalf of the top-hat plan.

PLACE STICKER AT TOP OF ENVELOPE TO THE RIGHT
OF RETURN ADDRESS FOLD AT DOTTED LINE

CERTIFIED MAIL



60 3901 9841 1439 1555

RETURN RECEIPT REQUESTED



BELL, BOYD & LLOYD LLC

THREE FIRST NATIONAL PLAZA
70 WEST MADISON STREET,
SUITE 3300
CHICAGO, ILLINOIS 60602-4207

BLH

Top Hat Plan Exemption
Employee Benefits Security Administration
Room N-5644
U.S. Department of Labor
200 Constitution Ave., NW
Washington, D.C. 20210

VIA CERTIFIED MAIL