

TOP-HAT PLAN EXEMPTION STATEMENT¹

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

Employer Name: Z. Smith Reynolds Foundation Incorporated

Address: 147 S. Cherry St., Suite 200, Winston-Salem, North Carolina 27101

Employer EIN: 58-6038145

Name of Plan:² Z. Smith Reynolds Foundation Incorporated 457 Plan

The Plan is maintained for a select group of management or highly compensated employees.

Number of Plans: 1

Number of Employees in Plan(s): 1

¹ A tax-exempt organization must maintain a 457 plan as a "top-hat plan" within the meaning of ERISA to avoid application of certain ERISA provisions that are inconsistent with the requirements of Code §457. The employer must file this statement to exempt the top-hat plan from ERISA Title I reporting and disclosure requirements. The employer must submit this statement to the DOL no later than 120 days after the plan becomes subject to Part 1 of Title 1 of ERISA. DOL Reg. §2520.104-23(b). A plan generally becomes subject to Part 1 of the Title 1 of ERISA on the later of the date of adoption or the effective date of the plan. See DOL Reg. §2520.104b-2(a)(3). A governmental 457 plan is not subject to ERISA and need not file this statement.

² See DOL Reg. §2520.104.23. Although the regulations do not require the name of the plan, the employer could include the plan name.

BROOKS, PIERCE, McLENDON, HUMPHREY & LEONARD, L.L.P.

ATTORNEYS AND COUNSELLORS AT LAW

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January 7, 2004

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Washington, D.C. 20210

RE: Top Hat Filing for Z. Smith Reynolds Foundation Incorporated 457 Plan

Dear Sirs:

Enclosed please find the Top Hat Filing for the Z. Smith Reynolds Foundation Incorporated 457 Plan. If you have any questions or concerns, please contact me at 336-271-3109.

Thank you in advance for your assistance.

Sincerely,



Allison M. Grimm

AMG/fhs

Enclosure

cc: Tom Ross, Z. Smith Reynolds Foundation Incorporated

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BROOKS, PIERCE, MCLENDON, HUMPHREY & LEONARD, LLP.

ATTORNEYS AND COUNSELLORS AT LAW

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