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December 30, 2003

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: Notice of Plan of Deferred Compensation

Gentlemen:

Pursuant to Dol Reg. Sec. 2520, 104-23, the undersigned employer hereby files the following information with respect to its plan of deferred compensation.

1. Name and Address of Employer:

School & Main Institute, Inc.
225 Friend Street
Boston, MA 02114

2. Federal Employer Identification No. (EIN): 04-3403302

3. The Employer maintains one plan of deferred compensation primarily for the purpose of providing deferred compensation to a select group of management or highly compensated employees.

4. Two employees are covered by such plan.

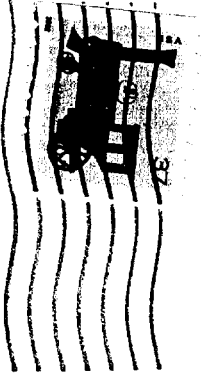
Very truly yours,

School & Main Institute, Inc.


By: Frank Adamo, Chairman
Board of Directors

School
&
Main

School & Main Institute, Inc.
225 Friend Street
#11, 7th Floor
Boston, MA 02114



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