



January 22, 2004

Secretary of Labor  
Top-Hat Plan Exemption  
Pension and Welfare Benefits Administration  
Room N-5644  
U.S. Department of Labor  
200 Constitution Avenue, N.W.  
Washington, DC 20210

2520040763099

Re: Rappahannock Goodwill Industries, Inc. – 457-B

Dear Secretary:

Pursuant to Section 2520.104-23 of the Department of Labor's Regulations, this letter will serve as notice that, with respect to the Rappahannock Goodwill Industries, Inc. – 457-B (the "Plan"), the undersigned intends to utilize the alternative form of compliance with the reporting and disclosure requirements of Part 1 of Title 1 of the Employee Retirement Income Security Act of 1974 ("ERISA"), which alternative form of compliance is provided in the aforesaid Regulations Section.

Pursuant to Regulations Section 2520.104-23(b), the following information is provided:

1. Name and Address of Employer:

RAPPAHANNOCK GOODWILL INDUSTRIES, INC.

2. Employer's Employer Identification Number:

54-0808744

3. The Employer hereby declares that it maintains the Plan primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees, and that there are 25 employees in such plan at this time.

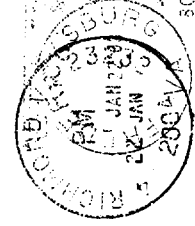
Pursuant to Regulations Section 2520.104-23(b)(2), the Employer will provide Plan documents, if any, to the Secretary of Labor upon request as required by Section 104(a)(1) of ERISA.

Very truly yours,  
Rappahannock Goodwill Industries, Inc.

By:   
C.W. Van Valkenburgh, President/CEO

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P.O. Box 905  
Fredericksburg, Virginia 22404  
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