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2520040763382

February 4, 2004

BOSTON

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BRUSSELS

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

FRANKFURT

HARRISBURG

HARTFORD

LONDON

Re: Sheetz, Inc. NonQualified ESOP Make-Up Plan

LUXEMBOURG

Dear Sir or Madam:

NEW YORK

This notice is being filed pursuant to Department of Labor Regulation § 2520.104-23 on behalf of Sheetz, Inc. (the "Company"), 5700 Sixth Avenue, Altoona, Pennsylvania 16602 (EIN: 25-1202108).

NEWPORT BEACH

PALO ALTO

The Company maintains the Sheetz, Inc. NonQualified ESOP Make-Up Plan (the "Plan"), a plan described in section 201(2) of the Employee Retirement Income Security Act of 1974, as amended. The Plan is maintained primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees. The plan currently covers 22 employees.

PARIS

Sincerely,

PHILADELPHIA

PRINCETON

Mimi P. Singh

SAN FRANCISCO

cc: R. Michael Cortez, Esquire
Paul S. Kimbol, Esquire

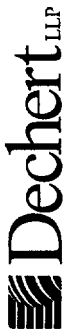
WASHINGTON

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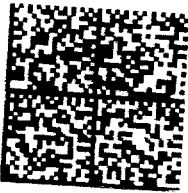
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