

2520032033885

DEFERRED COMPENSATION SPECIMEN ERISA MEMORANDUM STATEMENT

DATE: January 1, 1992

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

FROM: G. E. Mathis Company
Employer Identification No. 36-2272207
Address: 6100 South Oak Park Avenue
Chicago, Illinois 60638

This statement is with respect to Non-Qualified Deferred Compensation Plans maintained by Employers under the requirements of 29 CFR Section 2520.104-23(a).

Employer currently maintains one non-qualified deferred compensation plan for Executives who are members of a "select group of management" or who are "highly compensated."

The number of participants are:

Plan 1: 1

Plan Administrator: G. E. Mathis Company

Title: President/Treasurer

Employer: G. E. Mathis Company

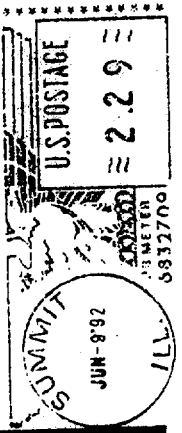
G. E. MATHIS COMPANY, an
Illinois corporation

By: Lael W. Mathis
LAEL W. MATHIS, President

LAW OFFICES
GOLDSTINE, SKRODZKI, RUSSIAN,
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