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RECEIVED
FEB 17 1998

William R. Wanger
Direct Dial (215) 661-9405
Internet Address: wwanger@frof.com
72082-023

February 17, 1998

VIA U.S. CERTIFIED MAIL
RETURN RECEIPT REQUESTED

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

RE: Alternative Reporting and Disclosure Statement for An Unfunded Deferred Compensation Plan

Dear Sirs:

In compliance with the requirements of the Alternative Method of Reporting and Disclosure under Part I of Title 1 of the Employee Retirement Income Security Act of 1974 for unfunded or insured pension plans for a select group of management or highly compensated employees, specified in Department of Labor Regulations, 29 CFR 2520.104-23, the following information is provided by the undersigned on behalf of Rex Heat Treat of PA, Inc. d/b/a J.W. Rex Company.

Name of Employer: Rex Heat Treat of PA, Inc. d/b/a J. W. Rex Company
Address: 8th Street & Valley Forge Road, Lansdale, PA 19446
Employer ID No.: 23-2113181

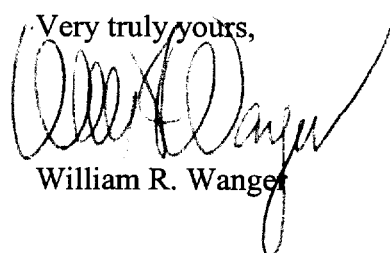
Rex Heat Treat of PA, Inc. d/b/a J. W. Rex Company maintains non-qualified deferred compensation plans primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees. Two (2) plans are currently sponsored. Each plan benefits one participant.



Top Hat Plan Exemption
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Please time-stamp the enclosed copy of this letter to indicate receipt, and return it to me in the self-addressed, stamped envelope.

Please feel free to contact me if you have any questions concerning this matter.

Very truly yours,

William R. Wanger

WRW/WLG/cb
Enclosure

WLG



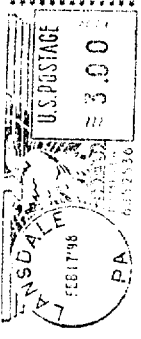
Fox, Rotinschild, O'Brien & Frankel, LLP
FORMED BY THE CONSOLIDATION OF PENNSYLVANIA
ATTORNEYS AT LAW FOUNDED 1907
1250 South Broad Street, Suite 1000 • Lansdale, PA 19446-0431

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