



R. BATES & SONS, INC.

GENERAL CONTRACTORS • SINCE 1919

57 LAWRENCE STREET • CLINTON, MASS. 01510 • (508) 365-4602 • FAX (508) 365-6847

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December 29, 1997

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Top Hat Exemption
Pension and Welfare Benefits Administration
Room N5644
U.S. Department of Labor
200 Washington Avenue, N.W.
Washington, DC 20210

RE: R.Bates & Sons, Inc. (the "Company")
R.Bates & Sons, Inc. Change-in-Control/
Deferred Compensation Plan (the "Plan")
Employer Identification No. 04-2282645

Dear Sir/Madam:

Pursuant to the provisions of Department of Labor Regulations Section 2520.104-23, the Company hereby advises the U.S. Department of Labor that the Company maintains an unfunded plan of deferred compensation.

The Company hereby certifies that the Plan is maintained primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees, and that benefits are (i) paid as needed solely from the general assets of the employer, (ii) provided exclusively through insurance contracts or policies, the premiums for which are paid directly by the employer from its general assets, and which are issued by an insurance company or similar organization qualified to do business in the Commonwealth of Massachusetts, or (iii) both. The Plan covers two (2) individuals.

The undersigned will provide copies of this document to the Secretary of Labor upon request.

Very truly yours,
R.Bates & Sons, Inc.

By: 

B R. BATES & SONS, INC.
57 LAWRENCE STREET
CLINTON, MA 01510

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