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January 30, 1998

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

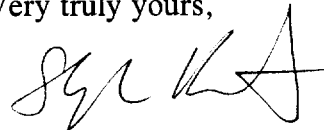
Re: J.J. Taylor Companies, Inc., EIN 04-2234512

Dear Sir or Madam:

On behalf of the above-referenced employer, enclosed herewith please find a "Top Hat" statement required under Department of Labor Regulation Section 2520.104-23.

Please confirm receipt of this letter and its enclosures by stamping the receipt copy hereof and returning it to the undersigned in the enclosed self-addressed, stamped envelope.

Very truly yours,



Stephen C. Kolocotronis

cc: Henri J. DesPlaines
Marian A. Tse, Esq.

"TOP HAT" PLAN FILING

(Statement Required Under
Alternative Method of Compliance
with ERISA Reporting and
Disclosure Rules (DOL Reg. §2520.104-23))

1. Name and Address of Employer:

J.J. Taylor Companies, Inc.
Golden Bear Plaza
11780 U.S. Highway 1, Suite 204
N. Palm Beach, FL 33408
2. Employer Identification Number:

04-2234512
3. The Employer maintains one or more plans primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees.
4. The Employer adopted a deferred compensation agreement for one of its executives in December 1997.
5. Number of Participants: One

AFTER 9 DAYS RETURN TO

DWIN PROCTER & HOAR LLP

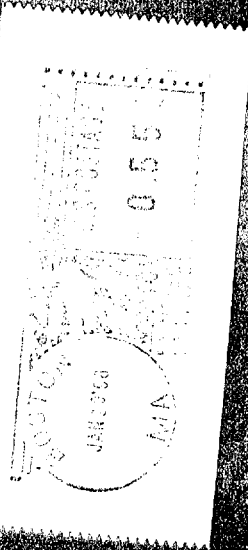
EXCHANGE PLACE

BOSTON MA 02109

First Class Mail

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