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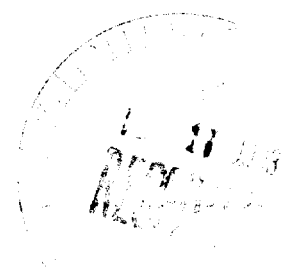
Phone: 312/278-5171
Fax 312/278-4026



2700 NORTH PULASKI ROAD • CHICAGO, ILLINOIS 60639

December 31, 1992

Top Hat Plan Exemption
Pension and Welfare Benefits Administration
Room N-5664
U.S. Department of Labor
200 Constitution Avenue, N.W.
Washington, D.C. 20210



Re: North American Signal Company
Non-Qualified Deferred Compensation Plan (Top Hat Plan)

Gentlemen:

33887

Pursuant to the provisions of 29CFR2520.104-23(b), North America Signal Company hereby submits this statement and declaration regarding the above-named plan.

The Plan is an unfunded top hat plan eligible for the alternative method of compliance with the report and disclosure requirements of Part I of Title I of the Employee Retirement Income Security Act of 1974 described in Section 2520.104-23. We are filing this statement and declaration under the Department of Labor's notice published in the Federal Register (57 FR 33019; July 24, 1992), which provides that the Department will not seek to enforce the compliance with the annual reporting provisions of Title I of ERISA, provided we comply with the notice by filing this statement no later than December 31, 1992.

The following information meets the requirements of the notice:

Name and Address of
the Employer:

North American Signal Company
2700 N. Pulaski, Chicago, IL 60639

Employer EIN:

36-3765787

Declaration

North American Signal Company maintains this Plan primarily for the purpose of providing deferred compensation solely for a select group of management employees. This is the only Top Hat Plan maintained by the company. There are a total of 2 participants in this Plan.



AUTOMOTIVE WARNING LITES AND SIRENS





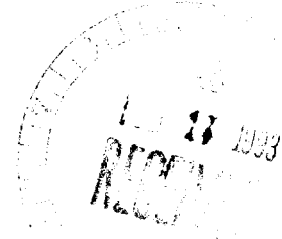
NORTH AMERICAN
SIGNAL COMPANY

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Page Two



Enclosed please find check number 3356 in the amount of \$1,000 as full payment of the civil penalties assessed pursuant to your notice.

If you have any questions, please contact the undersigned at (312) 278-5171.

Sincerely,

NORTH AMERICAN SIGNAL CO.

William Lee Neiman

WILLIAM LEE NEIMAN
VICE-PRESIDENT



AUTOMOTIVE WARNING LITES AND SIRENS

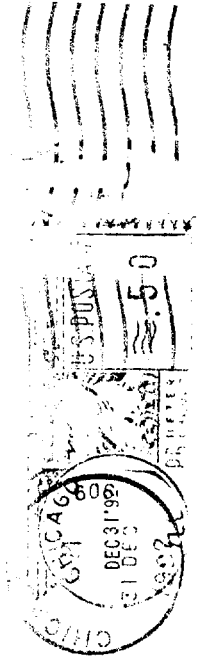




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