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William F. Miller & Associates, LLC

P.O. BOX 150529 - 3814 CLEGHORN DR.
NASHVILLE, TENNESSEE 37215
TELEPHONE (615) 298-4444
FAX (615) 269-4954

May 2, 2000

MANUFACTURER'S REPRESENTATIVES

CELEBRATING OUR 43RD YEAR

**CERTIFIED MAIL
RETURN RECEIPT REQUESTED**

Top-Hat Plan Exemption
Pension and Welfare Benefits Administration
Room N-5638
200 Constitution Avenue, N.W.
U.S. Department of Labor
Washington, D.C. 20210

U.S. DEPT. OF LABOR
PENSION AND WELFARE ADMINISTRATION
00 MAY 11 PM 2:16

Dear Sir or Madam:

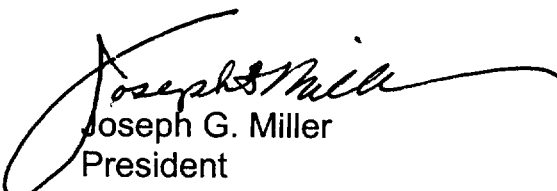
Please be advised that William F. Miller & Associates, LLC (the "Company") has instituted a Deferred Compensation Plan and Agreement for the purpose of providing deferred compensation for an employee who is one of the Company's select group of management or highly compensated employees. The Company does not maintain any other top-hat plans. Presently, one employee participates in the Deferred Compensation Plan and Agreement.

The name, address, and employer identification number of the plan sponsor are as follows:

William F. Miller & Associates, LLC
3814 Cleghorn Avenue
P.O. Box 150529
Nashville, Tennessee 37215
Employer Identification No. 62-1663606

This notice is sent to you in accordance with Section 2520.104-23 of the Department of Labor Regulations as an alternative method of compliance with the reporting and disclosure requirements of ERISA.

Sincerely,


Joseph G. Miller
President

CERTIFIED MAIL



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200 Constitution Avenue, N.W.
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Washington, D.C. 20210**

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