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May 3, 1993


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

Dear Sir or Madam:

Enclosed please find a statement to comply with the reporting and disclosure requirements to 29 CFR § 2520.104-23 for the Technicote, Inc. Phantom Stock Plan. If you have any questions concerning this matter, please call me.

Very truly yours,

TECHNICOTE, INC.

By: 
Douglas N. Garwood
Secretary, Treasurer

Enclosure
cc: Ronald L. Rowland

MAY 14 1993
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STATEMENT TO COMPLY
WITH PART 1 OF TITLE I OF ERISA

This statement is being filed pursuant to 29 CFR § 2520.104-23 for Technicote, Inc. Phantom stock Plan ("Plan"). The Plan is maintained by Technicote, Inc. ("Employer") primarily for the purpose of providing deferred compensation for a select group of management or highly-compensated employees. The Employer maintains no other plan which provides such benefits to a select group of employees. Benefits from the Plan are paid as needed from the general assets of the Employer. Other relevant information concerning the Plan is:

Employer - Technicote, Inc.
222 Mound Avenue
Miamisburg, OH 45342

Employer Identification No. - 34-1313085

No. of Employees in Plan - 7

All relevant documents governing the Plan will be provided to the Department of Labor upon request.

MAY 14 1993