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Office of Pension and Welfare Programs
February 19, 1999
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TO: Office of Pension and Welfare Programs
Labor Management Services Administration
U.S. Department of Labor
Washington, D.C. 20216

FROM: Employer: H-P Products, Inc.
EIN: 34-0685957
Address: 512 West Gorgas Street
Louisville OH 44641

Date: February 15, 1999

This is a statement required by 29 CFR Section 2520.104-23(a)(1) to be filed with the Secretary of Labor in respect to Nonqualified Deferred Compensation Plans maintained by the above employer.

The employer currently maintains one (1) Nonqualified Deferred Compensation Plan(s) for executives who are members of a select group of management or who are highly compensated.

The Plan is known as the H-P Products, Inc., Phantom Stock Plan adopted January 1, 1999.

The number of participants in the plan is presently two (2), as follows:

Allen Green
Bud Kirkpatrick

Plan Administrator: Paul R. Bishop

Title: President

Employer: H-P Products, Inc.



Paul R. Bishop, Plan Administrator

KRUGLIAK, WILKINS, GRIFFITHS & DOUGHERTY CO., L.P.A.

ATTORNEYS AT LAW

SAMUEL KRUGLIAK
F. STUART WILKINS
RAYMOND E. GRIFFITHS
RONALD W. DOUGHERTY
DAVID L. SIMIELE
FRED J. HAUPT
DANIEL A. PRAMUK

JOHN BOGNIARD
MICHAEL A. THOMPSON
RICHARD E. DAVIS
RANDALL C. HUNT
SAM O. SIMMERMAN
TERRY A. MOORE
KAREN SOEHNLEN MCQUEEN

JACQUELINE BOLLAS CALDWELL
DAVID E. BUTZ
LESLIE IAMS KUNTZ
CHARLES E. RINGER
THOMAS W. WINKHART
SUSAN CARSON RODGERS
EDWARD D. MURRAY

JAMES F. CONTINI II
ROBERT P. HARBERT II
JOHN M. TUCKER
KEITH R. KOST
W. THOMAS NEWELL
ADONIS A. CANERIS
SCOTT R. MILLER

March 31, 1999

Office of Pension and Welfare Programs
Labor Management Services Administration
U.S. Department of Labor
Washington, D.C. 20216

RE: *H-P Products, Inc.*

Dear Sir or Madam:

Please find enclosed on behalf of H-P Products, Inc., the statement required by 29 CFR Section 2520.104-23(a)(1) to be filed with the Secretary of Labor with respect to a Nonqualified Deferred Compensation Plan maintained by the above-referenced employer.

Please give me a call if you have any questions.

Very truly yours,

KRUGLIAK, WILKINS, GRIFFITHS
& DOUGHERTY CO., L.P.A.


John M. Tucker

JMT/saw

Enc.

pc: Paul R. Bishop

KRUGLIAK, WILKINS, GRIFFITHS & DOUGHERTY CO., L.P.A.

ATTORNEYS AT LAW

4775 MANKIN STREET NW

P.O. BOX 36963

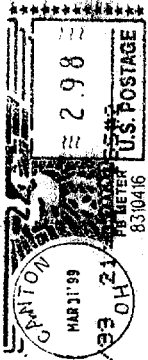
CANTON, OHIO 44735-6963

CERTIFIED

P 974 534 799

MAIL

RETURN RECEIPT REQUESTED



(Handwritten initials)

Office of Pension and Welfare Programs
 Labor Management Services Administration
 U.S. Department of Labor
 Washington, D.C. 20216

