

MAUPIN TAYLOR & ELLIS, P.A.

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May 27, 1998

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

Dear Sir or Madam:

Pursuant to the Department of Labor regulations, 29 C.F.R. § 2520.104-23, promulgated pursuant to section 110 of the Employee Retirement Income Security Act of 1974, as amended ("ERISA"), Physicians East, P.A. (the "Company") provides the information set forth below with respect to several employment agreements that may constitute, in part, employee pension benefit plans within the meaning of section 3(2) of ERISA.

- (1) Name and address of plan sponsor:

Physicians East, P.A.
620 South Memorial Drive
Greenville, North Carolina 27834

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- (2) Employer identification number: 56-1968491

- (3) The Company has entered into an employment agreement (the "Agreement") with each of the following employees:

John C. Hale, M.D.
Richard M. Larson, M.D.
William L. Rucker, M.D.
Howard D. Robertson, M.D.
William W. Tipton, M.D.
Richard Frederick Williams, Jr., M.D.

under which each such employee will become entitled to certain deferred compensation benefits.

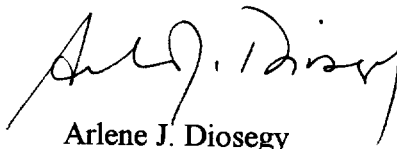
The Company believes that the severance pay provisions of each Agreement may constitute an employee pension benefit plan for purposes of ERISA. However, the Company further believes that any such plan would constitute a pension plan for a select group of management or highly compensated employees within the meaning of 29 C.F.R. § 2520.104-23. As a result, the Company is making this filing pursuant to 29 C.F.R. § 2520.104-23 in order to satisfy the reporting and disclosure requirements of Part 1 of Title I of ERISA with respect to the Agreements.

- (4) The Agreements are the only arrangements covered by this filing. The employees listed above are the only employees of the Company who participate in the Agreements.

Please contact the undersigned if you require further information regarding the deferred compensation provisions of the Agreements.

With best wishes, I am

Very truly yours,



Arlene J. Diosegy

cc: John J. Wheeler

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