

PARKER, MILLIKEN, CLARK, O'HARA & SAMUELIAN  
A PROFESSIONAL CORPORATION  
ATTORNEYS AT LAW  
333 SOUTH HOPE STREET, 27TH FLOOR  
LOS ANGELES, CALIFORNIA 90071-1488  
TELEPHONE (213) 683-6500

WILLIAM W. REID

U.S. DEPT. OF LABOR  
P/WBA/P/PL/10  
00 APR 10 PM 12:49  
DISCLOSED

CLAUDE I. PARKER (1871-1952)  
JOHN B. MILLIKEN (1893-1981)  
RALPH KOHLMEIER (1900-1976)  
JOHN F. O'HARA (RETIRED 1996)

FACSIMILE (213) 683-6669

WRITER'S DIRECT DIAL NUMBER:  
(213) 683-6521

April 2, 2001

2520042392970

**Certified Mail - #7000 1670 0005 9480 2034**  
**Return Receipt Requested**

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

Re: Systems Source, Inc.

Dear Sirs:

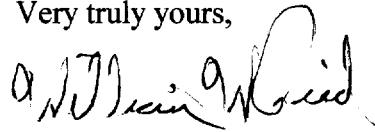
Pursuant to DOL Regulation Section 2520.104-23, please be advised that Systems Source, Inc. has adopted a plan primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees. The following information is accordingly provided to you:

Name of Employer:	Systems Source, Inc.
Address of Employer:	4100 Newport Place, Suite 150 Newport Beach, CA 92660
EIN:	95-3707183
Number of Applicable Plans:	1
Name of Plan:	Systems Source, Inc. Performance Share Plan
Effective Date:	February 1, 2001
Number of Covered Employees:	2

Top Hat Plan Exemption  
April 2, 2001  
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If you should require any further information in this regard, please contact the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "William W. Reid". The signature is written in a cursive style with a large, prominent initial "W".

William W. Reid

cc: Rosemarie Smith, President  
Systems Source, Inc.

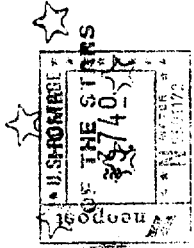
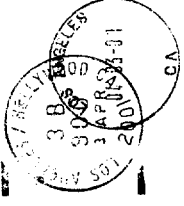
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LOS ANGELES, CALIFORNIA 90071-1482

**CERTIFIED MAIL**



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