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September 18, 1998

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

Re: Supplemental Retirement Plan of The H. Smith Richardson Testamentary Trust
Supplemental Retirement Plan of Smith Richardson Foundation, Inc.

Dear Sirs:

On behalf of The H. Smith Richardson Testamentary Trust and Smith Richardson Foundation, Inc., we hereby inform you of the existence of the above-referenced plans pursuant to Labor Reg. § 2520.104-23.

Details about the plans are included on the attached page.

Sincerely yours,



William M. Wilcox IV

cc: Robert Larry Coble, Sr.
J. Gary Smith

DEPARTMENT OF LABOR

DISCLOSURE AND FILING STATEMENT -

ERISA Sections 110, 201(2), 301(a)(3), 401(a)(1); Labor Reg. Section 2520.104-23

The Employer below has entered into a nonqualified supplemental retirement plan with the Employee below, which arrangement may be considered to be a plan subject to the referenced statutory filing and disclosure requirements.

Employer: The H. Smith Richardson Family Trust
FEIN: 56-1105068

The Employer maintains the plan primarily for the purpose of providing nonqualified supplemental retirement benefits for a select group of management or highly compensated employees.

Number of Plans Maintained: One (1)

Number of Employees Eligible to Participate in the Plan as of September 16, 1998: One (1)

Number of Employees Participating in the Plan as of September 16, 1998: One (1)

The Employer, by filing this document, agrees to provide plan documents to the Department of Labor if requested to do so.

DEPARTMENT OF LABOR

DISCLOSURE AND FILING STATEMENT -

ERISA Sections 110, 201(2), 301(a)(3), 401(a)(1); Labor Reg. Section 2520.104-23

The Employer below has entered into a nonqualified supplemental retirement plan with the Employee below, which arrangement may be considered to be a plan subject to the referenced statutory filing and disclosure requirements.

Employer: Smith Richardson Foundation, Inc.
FEIN: 56-0611550

The Employer maintains the plan primarily for the purpose of providing nonqualified supplemental retirement benefits for a select group of management or highly compensated employees.

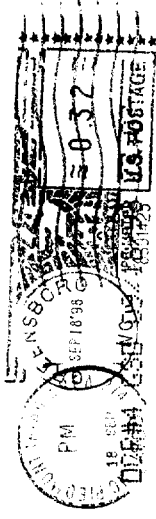
Number of Plans Maintained: One (1)

Number of Employees Eligible to Participate in the Plan as of September 16, 1998: One (1)

Number of Employees Participating in the Plan as of September 16, 1998: One (1)

The Employer, by filing this document, agrees to provide plan documents to the Department of Labor if requested to do so.

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10/17

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