

MARCIA S. WAGNER, ESQ. & ASSOCIATES, P.C.

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MWAGNER@CYBERCOM.NET

November 6, 1998

Certified Mail No. P 307 546 464
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: Peabody & Arnold, LLP Nonqualified Plan

Dear Sir/Madam:

This notice is provided in accordance with Regulations §2520.104-23, to advise you that Peabody & Arnold, LLP, Employer Identification Number 04-2164116, maintains a plan primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees. The plan is the Peabody & Arnold, LLP Nonqualified Plan. The employees covered by this Plan are as follows:

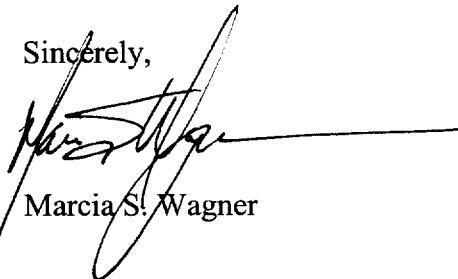
John G. Brooks
Clifford A Clark
Georgie D. Lowden

Virginia Minot
Catherine Power

Peabody & Arnold, LLP will provide Plan documents to the Secretary of Labor upon request as required by Section 104(a)(1) of the Employee Retirement Income Security Act of 1974.

Thank you for your attention to this matter.

Sincerely,



Marcia S. Wagner

MARCIA S. WAGNER, ESQ. & ASSOCIATES, P.C.
77 NORTH WASHINGTON STREET
BOSTON, MASSACHUSETTS 02114-1993

CERTIFIED

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