

Coppersmith Inc.

CUSTOMS BROKERS • INTERNATIONAL FORWARDERS • CARGO INSURANCE • FMC - 234

July 12, 1999

**VIA CERTIFIED MAIL
RETURN RECEIPT REQUESTED**

2520042394094

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: Alternative Method of Compliance
Under 29 CFR 2520.104-23**

Dear Sir or Madam:

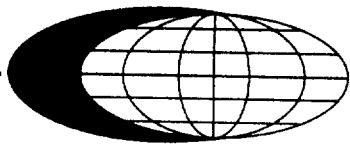
The purpose of this letter is to comply with the "Alternative Method of Compliance" for reporting and disclosure (as set forth in 29 CFR 2520.104-23) with respect to the Coppersmith, Inc. Performance Unit Plan (the "Plan") established by Coppersmith, Inc. (the "Employer"). In accordance with such Alternative Method of Compliance, we provide you with the following:

1. Name and Address of the Employer:
Coppersmith Inc.
2041 Rosecrans Avenue, 3rd Floor
El Segundo, California
2. Employer Identification Number
95-2127927
3. Declaration:
The employer indicated above maintains a plan or plans primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees. The number of such plans is one and the number of employees in that plan is 3.

Continued Page 2.

LOS ANGELES	2041 Rosecrans Avenue, Third Floor, El Segundo, CA 90245 - Phone (310) 607-8000 - Fax (310) 607-8001 Mail: P.O. Box 90151, Los Angeles, CA 90009
SAN FRANCISCO	434 Rozzi Place, South San Francisco, CA 94080 - Phone (650) 872-1225 - Fax (650) 872-1070
FRESNO	5588 N. Palm Avenue, Suite 1N, Fresno, CA 93704 - Phone (209) 436-1017 - Fax (209) 436-1019
HOUSTON	3014 Airfreight Road, Suite 200, Houston, TX 77032 - Phone (281) 233-0200 - Fax (281) 233-0202
DALLAS	756 Port America Place, Suite 300, Grapevine, TX 76051 - Phone (817) 481-1260 - Fax (817) 488-8833
CHICAGO	160 Martin Lane, Elk Grove, IL 60007 - Phone (847) 427-1133 - Fax (847) 427-1178
ATLANTA	650 Atlanta South Parkway, Suite 150, College Park, GA 30349 - Phone (404) 766-0111 - Fax (404) 766-9007
NEW YORK	155-04 145th Avenue, Jamaica, NY 11434 - Phone (718) 341-3222 - Fax (718) 341-0271

Website: www.coppersmith.com



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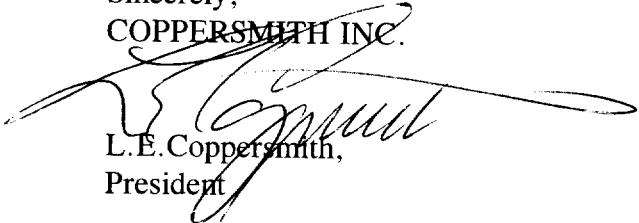
4. Documents:

With respect to any such plan, the employer will provide the Secretary of Labor, upon its request, plan documents as required by Section 104 (a)(1) of the Employee Retirement Income Security Act of 1974

Enclosed is a copy of this letter, which we request that you date-stamp and return to us in the enclosed self-addressed, postage-paid envelope.

If you should have any questions about this letter, please do not hesitate to contact the undersigned.

Sincerely,
COPPERSMITH INC.



L.E. Coppersmith,
President

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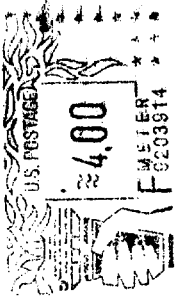
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P.O. BOX 90151 LOS ANGELES, CA 90009-0151

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