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October , 1997



Top Hat Plan Exemption
Pension and Welfare Benefits Administration
Room N-5638
U.S. Department of Labor
200 Constitution Avenue NW
Washington DC, 20210

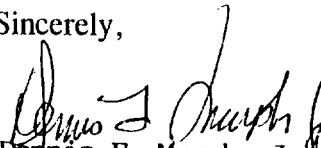
RE: D. Francis Murphy Insurance Agency, Inc. Deferred Compensation Plans

Dear Sir or Madam:

Pursuant to 29 CFR 2520.104-23(c), I am filing this letter as an alternative form of compliance with ERISA reporting and disclosure requirements. The name of the employer is D. Francis Murphy Insurance Agency, Inc. ("Murphy Insurance"). The primary business address for Murphy Insurance is 50 Main Street, Hudson, Massachusetts 01749. The EIN assigned by the IRS for Murphy Insurance is 04-2295309. Murphy Insurance maintains plans primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees. There are 4 of such plans and 1 employee participate in each plan.

Murphy Insurance has also filed the first page of a Form 5500 C/R and a penalty check in accordance with the Pension and Welfare Benefits Administration in accordance with the Delinquent Filers Voluntary Compliance Program. Please contact me if you require any other information regarding the D. Francis Murphy Insurance Agency Inc. Deferred Compensation Plans in order for Murphy Insurance to qualify for the Delinquent Filers Voluntary Compliance Program.

Sincerely,


Dennis F. Murphy Jr.

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DELIVERED
MURPHY INSURANCE AGENCY

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