

# WILENTZ GOLDMAN & SPITZER

ATTORNEYS AT LAW

A PROFESSIONAL CORPORATION

90 Woodbridge Center Drive  
Suite 900 Box 10  
Woodbridge, NJ 07095-0958  
(732) 636-8000  
Fax (732) 855-6117

Meridian Center I  
Two Industrial Way West  
Eatontown, NJ 07724-2265  
(732) 542-4500  
Fax (732) 493-8387

Wall Street Plaza  
88 Pine Street  
New York, NY 10005-1801  
(212) 267-3091  
Fax (212) 267-3828

<http://www.newjerseylaw.com>

Please reply to  
Woodbridge  
(732) 855-6429

DAVID T. WILENTZ (1919-1988)  
G. GEORGE GOLDMAN (1922-1959)  
HENRY M. SPITZER (1928-1988)

WARREN W. WILENTZ  
MATTHIAS D. DILEO  
ROBERT A. PETITO  
MORRIS BROWN<sup>4</sup>  
HAROLD G. SMITH  
FREDERIC K. BECKER<sup>1</sup>  
NICHOLAS L. SANTOWASSO  
RICHARD F. LERT  
JOHN A. HOFFMAN  
STANLEY L. BENN (1965-1989)  
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ROBERT J. CIRAFESI  
FRANCIS V. BONELLO  
VINCENT P. MALTESE  
DAVID M. WILDSTEIN  
ALAN M. DARNELL  
GORDON J. GOLUM  
FRANK M. CIUFFANI<sup>4</sup>  
MARVIN J. BRAUTH<sup>1</sup>  
STUART A. HOBERMAN<sup>2</sup>  
STEPHEN A. SPITZER  
RICHARD R. BONAMO<sup>1</sup>  
ANNE S. BABINEAU<sup>1</sup>  
CHRISTINE D. PETRUZZELL  
ROGER B. KAPLAN<sup>1</sup>  
PHILIP A. PAHIGIAN<sup>1,4,8</sup>  
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SHELDON E. JAFFE<sup>2</sup>  
STUART T. COX, JR.  
JOSEPH J. JANKOWSKI  
FREDERICK J. DENNEHY  
ROY H. TANZMAN<sup>1</sup>

STEVEN J. TRIPP  
CHRISTOPHER M. PLACITELLA<sup>1</sup>  
JAY J. ZIZNEWSKI  
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ANTHONY J. PANNELLA, JR.  
MICHAEL J. BARRETT  
JEFFREY R. RICH<sup>1</sup>  
MICHAEL F. SCHAFF<sup>1,4</sup>  
ANGELO JOHN CIFALDI  
LESUE JEDDIS LANG  
FRANCIS X. JOURNICK, JR.  
KEVIN M. BERRY<sup>1</sup>  
LOUIS T. DE LUCIA  
NOEL S. TONNEMAN  
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JOHN T. KELLY<sup>1</sup>  
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JON G. KUPILIK  
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ERIC JOHN MARCY  
ROBERT C. KAUTZ<sup>1,5</sup>  
VIOLA S. LORDI<sup>1</sup>  
JEFFREY K. EPSTEIN<sup>1</sup>  
LYNNE M. KIZIS  
STEVEN P. MARSHALL  
DOUGLAS WATSON LUBIC<sup>1</sup>  
CHERYL J. OBERDORF  
LISA A. GORAB  
HEIDI J. SORVINO<sup>1</sup>

COUNSEL  
MILTON B. CONFORD (1979-1989)  
ALFRED J. HILL  
RUSSELL J. FISHKIND<sup>1</sup>

ASSOCIATES  
LINDA LASHBROOK  
BETSY A. ROSENBLUM  
YVONNE MARGUSE  
SUSANNE S. ODOMOHUE<sup>2</sup>  
ELIZABETH C. DELL<sup>1</sup>  
CHARLES F. VUOTTO, JR.  
ISABEL MCGINTY  
RISA A. KLEINER<sup>2</sup>  
RUTH D. MARCUS<sup>5</sup>  
MITCHELL RAIT<sup>1,2</sup>  
RICHARD J. BYRNES  
JONATHAN P. FALK  
RICHARD A. CATALINA, JR.<sup>2,4</sup>  
ROBERT T. HAEFFEL<sup>2</sup>  
DONALD E. TAYLOR<sup>2</sup>  
FRED HOPKE  
DAVID P. PEPE  
DESIREE L. MASON-JIMERSON<sup>1</sup>  
STEVEN P. NGWOLTON<sup>1</sup>  
BARRY R. SUGARMAN<sup>1</sup>  
LISA MARTINEZ WOLMART<sup>1</sup>  
BRETT R. HARRIS<sup>1,4</sup>  
ROBERTO BENITES  
ALAN J. BRODY<sup>1</sup>  
MATTHEW M. WEISSMAN<sup>1</sup>  
ALFRED M. ANTHONY<sup>1</sup>  
LEE ANN MCCABE  
DARREN M. GELBER<sup>1</sup>  
HELEN C. LEE<sup>1</sup>  
JOSEPH O'NEIL, JR.<sup>1</sup>  
RANDY ROSENBLUM<sup>1</sup>  
ANTHONY COWELL<sup>2</sup>  
KELLY GORDON<sup>1,3</sup>  
CHRISTINE A. PELLIZZARI<sup>1</sup>  
CHRISTOPHER W. HAGER<sup>1</sup>

KEVIN R. PUVALOWSKI<sup>1</sup>  
JAMES E. TONREY, JR.<sup>1</sup>  
E. VICKI ARIANS<sup>1</sup>  
ELIZABETH MICHELETTI<sup>2</sup>  
LORI A. SCATTAGLIA  
KIRSTEN SCHEUERER  
JOSEPH M. ACCARDI  
ADRIAN D. HONCH  
SCOTT C. MATASAR<sup>1,8,9</sup>  
DONNA M. JENNINGS  
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GIOVANNI ANZALONE  
MEGAN K. GAJEWSKI  
O. GLEN POTTINGER  
STEVEN R. ENIS<sup>1</sup>  
JESSICA L. STEIN<sup>1</sup>  
KRISTINA K. PAPPA  
JOHN M. AUGUST  
MICHAEL C. MATHIS  
MARYANN S. SHEEHAN

< Certified Civil Trial Attorney  
o Certified Criminal Trial Attorney  
1 Also admitted in NY  
2 Also admitted in PA  
3 Also admitted in CT  
4 Also admitted in DC  
5 Also admitted in MA  
6 Also admitted in MD  
7 Also admitted in VI  
8 Only admitted in NY  
9 Also admitted in FL

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November 2, 1998

**BY CERTIFIED MAIL/RETURN RECEIPT REQUESTED**

Office of Pension and Welfare Benefit Programs  
Labor Management-Services Administration  
US Department of Labor  
Top Hat Plan Exemption  
Room N-5638  
200 Constitution Avenue, NW  
Washington, DC 20216

**Re: Employer: Physicians Health Alliance, P.A.  
Employer ID No.: 223518598  
Employer Address: 1777 Hamburg Turnpike  
Suite 302  
Wayne, NJ 07470**

Dear Sir/Madam:

This document constitutes the statement required by 29 C.F.R. 2520.104-23(a)(1) to be filed with the Secretary of Labor with respect to Deferred Compensation maintained by the above employer.

A PROFESSIONAL CORPORATION

The employer currently maintains Deferred Compensation Agreements for executives who are members of a select group of management or who are highly compensated.

The number of participants in each plan is: Ten (10).

Copies of all Deferred Compensation Agreements for the participants are enclosed.

Very truly yours,

WILENTZ, GOLDMAN & SPITZER, P.A.  
Attorneys for Employer

By: 

MICHAEL F. SCHAFF

Enclosures

cc: Lawrence D. Weinstein, M.D. (wo/enc.)  
Stanley Bernstein, M.D. (wo/enc.)  
Richard Puzo, CPA (wo/enc.)  
Nicole Huberfeld (wo/enc.)

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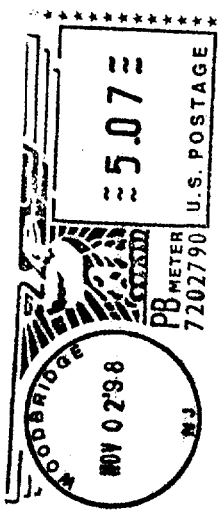
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**WILENTZ, GOLDMAN & SPITZER**  
 A Professional Corporation  
 90 Woodbridge Center Drive  
 P.O. Box 10, Suite 900  
 Woodbridge, New Jersey 07095

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 Labor Management-Services Administration  
 US Department of Labor  
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 Room N-5638  
 200 Constitution Avenue, NW  
 Washington, DC 20216