



December 24, 1992

Top Hat Plan Exemption
Pension and Welfare Benefits Administration
P. O. Box 75212
Washington, D.C. 20013-5212

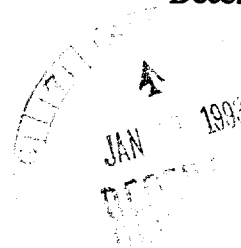
Re: Shaker Heights Country Club Company
EIN: 34-0522730
3300 Courtland Blvd.
Shaker Heights, OH 44122

Dear Sirs:

Pursuant to Section 2520.104-23 of Title 29, Chapter XXV, Subchapter C, Part 2520, Subpart D of the Code of Federal Regulations, the above referenced employer, an Ohio professional corporation, hereby declares that it has in existence one arrangement primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees. The arrangement currently benefits two individuals, both of whom are employees of the employer.

This statement is being filed pursuant to the terms of the Department of Labor Notice dated July 24, 1992, and published in the Federal Register at 57 FR 33019-01 (the "Notice"). The filing of this statement is intended to comply with the requirements set forth in the Notice (as modified by the September 16, 1992 notice regarding the extension of the filing date) and, except to the extent required by the Notice, is not an admission or acknowledgement that the described arrangements are subject to the provisions of ERISA, to the jurisdiction of any regulatory agency, or are "top hat" plans as described in the Notice. The employer waives no rights with respect to the arrangements described above except as specifically required by the Notice.

Respectfully submitted,

By: Title: Vice President

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WILSON
JAN 17 1993
RECEIVED

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Walthall & Drake
 Certified Public Accountants

1300 Keith Building
 Cleveland, Ohio 44115-2182



U.S. DEPARTMENT OF LABOR
 TOP HAT EXEMPTION
 PENSION AND MERIT BENEFITS ADMINISTRATION
 P.O. BOX 45212
 WASHINGTON, D.C. 20013-45212