


SANDEN INTERNATIONAL (U.S.A.), INC.

 601 SOUTH SANDEN BLVD., WYLIE, TX 75098-4999
 TEL. NO. (214) 442-8400 TELEX 212306 (SANDEN DAL)

September 16, 1992

 Top Hat Plan Exemption
 Pension and Welfare Benefits Administration
 Room N-5644
 U.S. Department of Labor
 200 Constitution Avenue NW
 Washington DC 20210

Re: Notice of Nonqualified Retirement Plan

This notice is provided for purposes of meeting the reporting and disclosure requirements of ERISA.

Name and Address of Employer Sanden International (U.S.A.), Inc.
 601 South Sanden Blvd.
 Wylie TX 75098-4999

Employer Identification No. 75-1458726

Declaration Sanden International (U.S.A.), Inc. maintains a non-qualified retirement plan primarily for purposes of providing deferred compensation for a select group of management or highly compensated employees. The benefits of this plan are paid as needed from the general assets of the employer.

| <i>Plan and Coverage</i> | <u>Plan Name</u> | <u>Participants Covered</u> |
|--------------------------|--|-----------------------------|
| | Sanden International (U.S.A.), Inc. Executive Retirement Plan | 16 |

Written plan documents are available upon request.

Sincerely,

 Rodger E. Taylor
 General Manager, Human Resources

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September 16, 1992

Pension & Welfare Benefits Administration
P. O. Box 75212
Washington DC 20013-5212

To: DOL Division of Reporting Compliance:

Enclosed are two items:

- A statement regarding nonqualified retirement plans as described in paragraph (b)(1) of 2520.104-23
- A check for \$1,000 made payable to the U.S. Department of Labor.

We intend this filing and payment to meet the requirements published by the Labor Department in the Federal Register (57 FR 14436) on April 20, 1992, regarding amnesty for civil penalties under ERISA Section 502(c)(2) for the late filing of annual reports/returns.

We understand the payment and enclosed statement will be sufficient to settle the matter.

Please let us know if any additional information is needed from us and if there are any other issues we should be aware of.

Sincerely,

Rodger E. Taylor
General Manager, Human Resources

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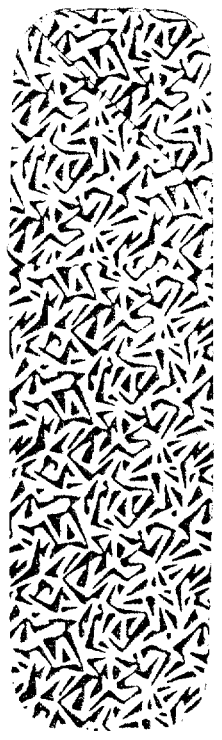
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SANDEN INTERNATIONAL (U.S.A.), INC.
601 SO. SANDEN BLVD., WYLLIE, TEXAS 75098-4999

CERTIFIED
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MAIL

APR 17 1992
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