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**Kearney
National**

Kearney-National Inc.
Five Corporate Park Drive
Suite 114
White Plains, NY 10604-3805
(914) 694-6700

November 28, 1990

CERTIFIED MAIL
RETURN RECEIPT REQUESTED



Top Hat Plan Exemption
Pension & Welfare Benefits Administration
U.S. Department of Labor
200 Constitution Avenue N.W., Room N-5644
Washington, D.C. 20210

RE: Notice of Plan of Deferred Compensation

Gentlemen:

Pursuant to DOL Regulation Section 2520.104-23, the undersigned Employer hereby files the following information with respect to its plan of deferred compensation.

1. Name and Address of Employer:

Kearney-National Inc.
Five Corporate Park Drive
Suite 114
White Plains, New York 10604-3805

2. Federal Employer Identification No. (EIN):

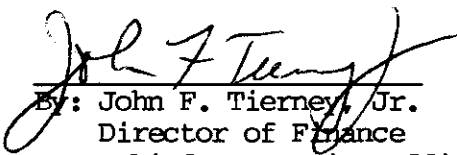
36-2392007

3. Kearney-National Inc. maintains one (1) plan of deferred compensation primarily for the purpose of providing deferred compensation to a select group of management or highly-compensated employees.

4. There are three (3) employees who are covered by the plan.

Very truly yours,

Kearney-National Inc.


By: John F. Tierney, Jr.
Director of Finance
Chief Accounting Officer

JFT/tt

cc: M. J. Zilinskas
E. W. Rataj