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This Sample Top-Hat Statement is to be Used Solely as a Guide for the Tax-Exempt Employer's Attorney.

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Name of Tax-Exempt Employer:

Minnesota Association of School Administrators

Address of Tax-Exempt Employer:

1884 Como Ave

St. Paul, MN 55108

E.I.N.:

41-0880260

Top-Hat Statement

By Plan Administrator

Minnesota Association of School Administrators (MASA) (the "Employer"), hereby declares that the purpose of the 457(b) Deferred Compensation Plan of MASA (the "Plan") is to provide deferred compensation primarily for a select group of management and highly compensated employees. The number of employees covered under the Plan is 1. In addition, the Employer maintains 0 unfunded top-hat plans described in Department of Labor Regulation Section 2520.104-23(b). The number of employees covered under such plans is 0.

Date:

October 9, 2002

By:

Stephanie Kerstaus

Title:

Accounting

(On Behalf of the Plan Administrator)

Minnesota Association  
of School Administrators

1884 Como Avenue  
St. Paul, Minnesota 55108

651-645  
6272

Top Hat Plan Exemption  
Pension and Welfare Benefits Administration

Room N-1513

U.S. Dept of Labor

200 Constitution Avenue, NW

Washington, D.C. 20210