

December 6, 2000

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

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

Re: Retirement Benefit Equity Plan of Armacell LLC (the "DB Plan")/
Non-Qualified Deferred Compensation Plan of Armacell LLC
(the "DC Plan")

Dear Sir or Madam:

Armacell LLC (the "Plan Sponsor"), a Delaware limited liability company with its principal office in Mebane, North Carolina, sponsors the DB Plan and the DC Plan. In compliance with the requirements of the alternative method of reporting and disclosure of Part I of Title I of the Employee Retirement Income Security Act of 1974, as amended, for so called "Top Hat Plans," the following statement is hereby filed in behalf of the Plan Sponsor in accordance with 29 C.F.R. § 2520.104-23:

I. DB Plan

1. Name of plan: Retirement Benefit Equity Plan of Armacell LLC
2. Name and address of Plan Sponsor: Armacell LLC, 7600 Oakwood Street Extension, Mebane, NC 27302
3. Employer identification number of Plan Sponsor: 51-0392836
4. Number of employees in plan: 2
5. Status of plan as a Top Hat Plan: The DB Plan is comprised of both an excess benefit plan and an unfunded plan maintained primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees. Benefits from the DB Plan are paid as needed solely from the general assets of the Plan Sponsor.

6. Effective Date: June 1, 2000. The DB Plan was approved by the Executive Committee of the Plan Sponsor and was executed on December 1, 2000.

II. DC Plan

1. Name of plan: Non-Qualified Deferred Compensation Plan of Armacell LLC
2. Name and address of Plan Sponsor: Armacell LLC, 7600 Oakwood Street Extension, Mebane, NC 27302
3. Employer identification number of Plan Sponsor: 51-0392836
4. Number of employees in plan: 13
5. Status of plan as a Top Hat Plan: The DC Plan is maintained primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees. Benefits from the DC Plan are paid as needed solely from the general assets of the Plan Sponsor.
6. Effective Date: June 1, 2000. The DC Plan was approved by the Executive Committee of the Plan Sponsor and was executed on December 1, 2000.

Please contact the undersigned if additional information is required.

Sincerely,


Michael D. Gunter

MDG/mcl

cc: Mr. Keith A. Norwood
Mr. Gray Hutchison



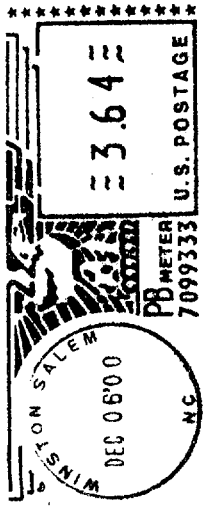
PLACE STICKER AT TOP OF ENVELOPE
TO THE RIGHT OF RETURN ADDRESS.
FOLD AT DOTTED LINE

CERTIFIED MAIL

AFTER FIVE DAYS RETURN TO
CARYLE SANDRIDGE & RICE
Professional Limited Liability Company
POST OFFICE DRAWER 84
WINSTON-SALEM, NC 27102



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FIRST CLASS MAIL

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

Handwritten signature