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STINSON, MAG & FIZZELL
A PROFESSIONAL CORPORATION

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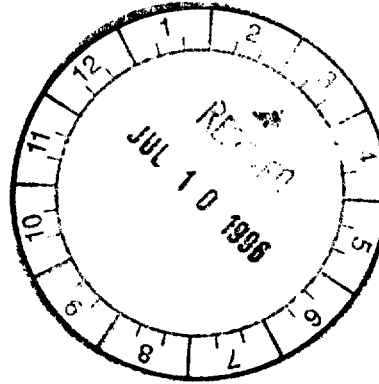
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July 3, 1996

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



Ladies and Gentlemen:

On behalf of Valley View Bancshares, Inc. ("Employer"), located at 7500 W. 95th Street, Overland Park, Kansas 66212, EIN ~~48~~ 0804902, pursuant to 29 C.F.R. § 2520.104-23 we hereby file the following statement as an alternative method of compliance with the reporting and disclosure requirements of Part I of Title I of the Employee Retirement Income Security Act of 1974, as amended. The Employer declares that it maintains the Deferred Compensation Plan and Agreement ("Plan") primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees. There is **one Plan with one employee** participating in the Plan.

Very truly yours,

Colleen E. Medill

CEM/slm