



MAZURSKY &
DUNAWAY, LLP

Randall A. Constantine
randall@constantine.com

Direct Dial: 404.888.8877
Facsimile: 404.898.9317

U.S. DEPT. OF LABOR
FROM PUBLIC DISCLOSURE
01 JUL 16 PM 2:30

July 13, 2001

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

2520052092051

**Re: The Paideia School, Incorporated Nonqualified Deferred Compensation Plan
for Paul F. Bianchi (the "Plan")**

Dear Sir or Madam:

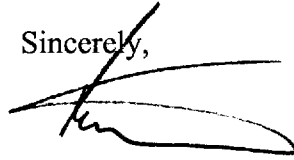
On behalf of the administrator of the above-named Plan, the undersigned submits this statement in compliance with ERISA Reg. §2520.104-23(b).

1. Name and Address of the Employer: The Paideia School, Incorporated
1509 Ponce de Leon Avenue
Atlanta, Georgia 30307
2. Employer Identification Number: 23-7089522
3. The Employer maintains the Plan primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees.
4. The number of employees in the Plan: 1

Top Hat Plan Exemption
Pension and Welfare Benefits Administration
July 13, 2001
Page 2

Please contact me if you have any questions or require further information.

Sincerely,

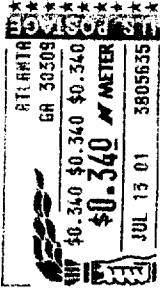



Randall A. Constantine

RAC/pps

cc: Mr. Paul F. Bianchi
Ms. Nancy Isom
Mr. George L. Howell, Esq.
Ms. Josephine Lindsey
Larry S. Pike, Esq.

REF:W:\Litigation\Paideia\Paul\Paul's def comp-top hat IRS ltr.wpd



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


Promenade Two, Suite 2440
1230 Peachtree Street • Atlanta, GA 30309-3533