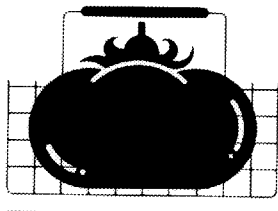


General Produce Co.  
A CALIFORNIA LIMITED PARTNERSHIP



1330 North B Street  
P.O. Box 308  
Sacramento, CA 95812  
Phone 916/441-6431  
FAX 916/441-2483

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FBI - SAC, SACRAMENTO

December 19, 1996

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

Re: Alternative Notice Requirement for Top Hat Plan

Dear Secretary:

This letter is intended to satisfy the alternative method of compliance for reporting and disclosure pursuant to Part 1 of Title 1 of the Employment Retirement Income Security Act of 1974, for unfunded and unsecured pension plans maintained by an employer for a select group of management or highly compensated employees. This disclosure statement is made pursuant to Department of Labor regulations section 2520.104-23.

The purpose of this letter is to report to you the existence of and current information on the subject executive deferred compensation plan. This letter advises you of the following:

1. Name and Address of Employer:

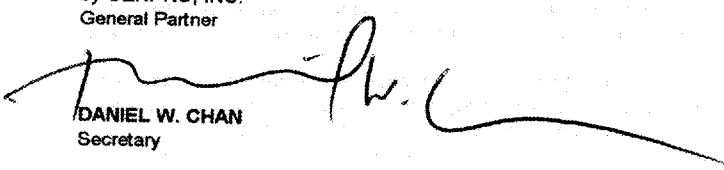
GENERAL PRODUCE CO., a California Limited Partnership  
c/o GENPRO, INC.  
Daniel W. Chan  
1330 North B Street  
Sacramento, CA 95814  
Telephone No: (916) 441-6431  
Taxpayer No: EIN 94-0501561

2. Declaration by Employer. This executive deferred compensation plan is maintained primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees. General Produce Co., a California Limited Partnership sponsors and maintains one (1) top hat executive deferred compensation plan in which one (1) employee participates.

Under penalties of perjury, I declare that I have examined this statement, and to the best of my knowledge and belief, the fact presented herein are true, correct, and complete.

GENERAL PRODUCE CO., a California Limited Partnership

by GENPRO, INC.  
General Partner

  
DANIEL W. CHAN  
Secretary