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*Via Certified Mail, Return
Receipt Requested - P 103 741 927*

October 26, 1999

Pension and Welfare Benefits Administration
Room 5664
United States Department of Labor
Washington, DC 20210

Re: The Hodges Companies Deferred Compensation & Retirement Plan Agreement

Dear Mr. Secretary:

Pursuant to DOL Regulation § 2520.104-24(c), the undersigned on behalf of The Hodges Companies, a Texas corporation, hereby provides the following information regarding the "Top Hat" plan of deferred compensation adopted by The Hodges Companies:

Name of Employer: The Hodges Companies, a Texas corporation

Address of Employer: 115 W. 7th Street, Suite 1310
Fort Worth, Texas 76102

Employer's EIN: 75-2240508

Name of Plan: Deferred Compensation and Retirement Plan Agreement by and
between The Hodges Companies and John W. Creecy

Effective Date of Plan: September 1, 1999

Purpose of Plan: The above-referenced plan is maintained primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees. The number of such "exempt top hat plans" maintained by the employer as of the date of this filing is one, and it is known as the Deferred Compensation and Retirement Plan Agreement by and between The Hodges Companies and John W.

Pension and Welfare Benefits Administration
October 26, 1999
Page -2-

Creecy. The number of employees who will participate in the Plan is one.

The Hodges Companies will provide a complete copy of the Plan, and the related Hodges Companies Deferred Compensation and Retirement Plan Trust F/B/O John W. Creecy which is a Rabbi trust created pursuant to and under the Plan, upon the request of the Department of Labor.

Please contact the undersigned or Mr. John W. Creecy at The Hodges Companies, telephone number 817-877-4646, if you have any questions or need any additional information.

Sincerely,

A handwritten signature in cursive script, appearing to read "Thomas F. Dunn".

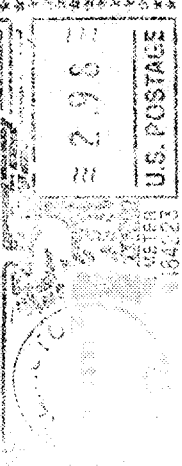
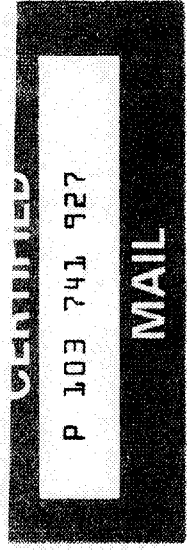
Thomas F. Dunn

TFD/bg

cc: Mr. John W. Creecy

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