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PUBLIC DISCLOSURE  
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August 21, 1996

Top Hat Plan Exemption  
Pension and Welfare Benefits Administration, Room N- 644  
U.S. Department of Labor  
200 Constitution Avenue N.W.  
Washington, D.C. 20216

We understand that your department has general jurisdiction over Employee Benefits Plans. Therefore, we are notifying you of a nonqualified key executive deferred compensation arrangement which we are offering to selected key employees with our firm.

We are: SHAW-LUNDQUIST ASSOCIATES, INC.  
Address: 2805 Dodd Road  
St. Paul, Minnesota 55121  
Employer I.D. No. 41-1235783

The deferred compensation plan will cover only the following employees: Thomas J. Meyer, Wayne Workhoven, and John Sjoberg.

Claims or benefits under the arrangement may be filed with the Administrator on forms supplied by the employer. Written notice of the disposition of a claim will be furnished to the claimant within 90 days after the application is filed.

If the claim is denied, a letter of explanation will be sent to the claimant. This letter will include instructions on how to improve the claim, submit it for further consideration and request a hearing. The final decision on the claim will be made within 90 days of the review and will be communicated to the claimant. Specific reasons for the decision will be given.

The Plan Administrator is: Hoyt Hsiao  
2805 Dodd Road  
St. Paul, Minnesota 55121

Sincerely,



Hoyt Hsiao