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U.S. DEPT. OF LABOR
TOP SECRET PUBLIC DISCLOSURE

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515 Jones Street
Fort Worth, TX 76102-5444
817-212-2000

August 30, 2005

Top Hat Plan Exemption
Employee Benefits Security Administration
Room N-1513
U.S. Department of Labor
200 Constitution Avenue, N.W.
Washington, D.C. 20210

Re: *Alternative Method of Compliance with Reporting and Disclosure Requirements, Per Section 2520.104-23 of the Department of Labor Regulations*

Gentlemen:

This statement is being filed in accordance with the requirements of the captioned regulations and also in lieu of filing Internal Revenue Service Form 5500:

I. EMPLOYER NAME, ADDRESS AND TAXPAYER IDENTIFICATION NUMBER:

Bimbo Bakeries USA, Inc.
14401 Statler Blvd.
Fort Worth, Texas 76155
Taxpayer Identification Number: 75-2491201

II. STATEMENT AS TO PLANS:

Bimbo Bakeries USA, Inc. maintains, at the above address, four (4) Deferred Compensation Agreements ("Plans") which provide deferred compensation for a select group of management or highly compensated employees. Each of the Plans has the following number of participants:

- A. Bimbo Bakeries USA, Inc. Excess Benefits Plan for the Former Salaried Employees of George Weston Bakeries West—currently has one participant.*
- B. Bimbo Bakeries USA, Inc. Supplemental Savings Plan for the Former Salaried Employees of George Weston Bakeries West—currently has no participants.*
- C. Bimbo Bakeries USA, Inc. Deferred Compensation Plan for the Former

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- C. Bimbo Bakeries USA, Inc. Deferred Compensation Plan for the Former Salaried Employees of George Weston Bakeries West—currently has no participants--currently has four participants.*
- D. Mrs Baird's Supplemental Employee Retirement Plan—currently has no participants.*

*Number of participants listed for each plan includes current and former employees.

III. ERISA COMPLIANCE:

The Employer is making this filing solely as a protective measure in the event its Plan would be determined at some point to be an employee benefit plan as defined in section 3(3) of ERISA. This form and this filing are not, and should not be construed as, an admission by the Employer that the Plan is an employee benefit plan subject to ERISA for any purpose.

IV. COPY OF PLANS:

A copy of the Plans will be provided to the Department of Labor upon request.

Sincerely,



Kathy Melia
Bimbo Bakeries USA, Inc.

cc: Thomas A. Vaught, Bryan, Pendleton, Swats & McAllister, LLC
Henry Talavera, Jenkins & Gilchrist, P.C.
Josephine Stewart Harvey, Jenkins & Gilchrist, P.C.



BIMBO BAKERIES USA

HR/Retirement Benefits
BBU, Inc.
14401 Statler Blvd.
Ft. Worth, TX 76155-2861



7005 1160 0002 0093 1618

RETURN RECEIPT
BIMBO BAKERIES USA

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US Department of Labor
200 Constitution Ave. NW
Washington, DC 20210

