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August 10, 2006

**VIA CERTIFIED MAIL
RETURN RECEIPT REQUESTED**Top Hat Plan Exemption
Employee Benefits Security Administration
Room N-1513
U.S. Department of Labor
200 Constitution Avenue NW.
Washington, DC 20210Re: G. W. Williams Co.
Our File No. 12074-001-010

Dear Sir or Madam:

In compliance with the requirements of the alternative method of reporting and disclosure under Part I of Title I of the Employee Retirement Income Security Act of 1974 for unfunded or insured pension plans maintained for a select group of management or highly compensated employees, enclosed please find a statement for filing pursuant to the provisions of Department of Labor Regulations at 29 CFR §2520.104-23.

Should you have any questions or comments regarding the enclosed, please do not hesitate to call me on my direct line, (408) 938-2526.

Very truly yours,

BERLINER COHEN



SETH J. COHEN

E-Mail: seth.cohen@berliner.com

Enclosure

cc: Alan Pinner, Esq. w/ Encl.

06 AUG 16 AM 12:57

U.S. DEPT. OF LABOR
OFFICE OF EMPLOYMENT
SECURITY ADMINISTRATION

FILING STATEMENT

Pursuant to the provisions of Department of Labor Regulations at 29 CFR §2520.104-23, the undersigned administrator hereby declares as follows:

1. The name and address of the employer is G. W. Williams Co., 3190 Clearview Way, Suite 200, San Mateo, CA 94402.
2. The Employer Identification Number (EIN) assigned by the Internal Revenue Service is 94-1060487.
3. The Employer maintains plans primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees.
4. The number of such plans is three (3); the first of such plans (which previously covered four (4) participants) now covers three (3) participants, the second of such plans covers two (2) participants, and the third of such plans (and the reason for this Filing Statement) covers one (1) participant (who had previously been the fourth participant covered by the first of such plans).

IN WITNESS WHEREOF, the undersigned has executed this Filing Statement, effective as of August 3, 2006.

PLAN ADMINISTRATOR:

G. W. WILLIAMS CO.,
a California corporation

By: Scott W. Williams
SCOTT W. WILLIAMS, President

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ADMINISTRATION
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