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February 8, 2008

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**CERTIFIED MAIL**  
**RETURN RECEIPT REQUESTED**

Eric Winwood  
TEL +1 (214) 953-6930  
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eric.winwood@bakerbotts.com

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

Re: State Fair of Texas, Inc. Section 457(f) Deferred Compensation Agreement

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Ladies and Gentlemen:

This document is being filed with the Secretary of Labor on behalf of the State Fair of Texas, Inc., in accordance with Department of Labor ("DOL") Regulation Section 2520.104-23, within 120 days of the State Fair of Texas, Inc. Section 457(f) Deferred Compensation Agreements ("the Plan") becoming subject to Part I of the Employee Retirement Income Security Act of 1974, as amended, as required under DOL Regulation Section 2520.104-23(b)(2). This filing constitutes the statement required under DOL Regulation Section 2520.104-23(b)(1), with respect to the Plan, as the alternative form of compliance with the reporting and disclosure requirements of Part I of the Employee Retirement Income Security Act of 1974, as amended ("ERISA") for unfunded or insured pension plans (i.e., "top hat plans").

**1. The name and address of the Employer:**

State Fair of Texas, Inc.  
3921 Martin Luther King Jr. Blvd.  
P.O. Box 150009  
Dallas, TX 75315-0009

**2. The Employer Identification Number assigned to the employer by the Internal Revenue Service:**

75-6002511

**3. Required Declaration:**

The State Fair of Texas, Inc. maintains the Plan primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees.

**4. Top hat plans maintained by the State Fair of Texas, Inc. and the number of employees in each:**

The Plan, which was adopted effective February 1, 2008, is the only top hat plan maintained by the State Fair of Texas, Inc. The Plan currently covers two (2) employees.

The State Fair of Texas, Inc., as administrator of the Plan, will forward documents evidencing the existence of the Plan to the Secretary of Labor upon request as required by Section 104(a)(6) of ERISA and DOL Regulation Section 2520.104-23(b)(2).

If you have any questions, please contact me at 214-953-6930.

Very truly yours,



Eric Winwood

cc: Mr. Robert Smith  
Mr. Lee Winton

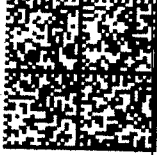
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