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October 8, 2008

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

Re: ***Informational Filing Under DOL Reg. Sec. 2520.104-23***

Dear Sir/Madam:

In accordance with DOL Reg. Sec. 2520.104-23, Zachry Corporation (the "Plan Sponsor") hereby declares that it maintains a plan primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees. The name of the Plan is the *Zachry Corporation Deferred Compensation Plan* (the "Plan"). The Plan covers approximately 50 employees.

The name, address and employer identification number of the Plan Sponsor are:

Zachry Corporation
12625 Wetmore Road, Ste 301
San Antonio, TX 78247
EIN: 26-0868629

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

Respectfully submitted,

A large, stylized handwritten signature in black ink, appearing to read 'Timothy A. Watt', written over a horizontal line.

On Behalf of Zachry Corporation
Timothy A. Watt
Senior Vice President/General Counsel

Zachry Construction Corporation

CONFIDENTIAL

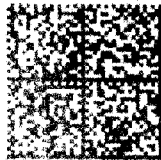


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ACHRY

Construction Corporation
240130, San Antonio, TX 78224-0130

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