

PO. BOX 8937
THE WOODLANDS, TEXAS
77387-8937
PHONE 713 377 5060

EBSA/PUBLIC DISCLOSURE
2011 AUG 23 PM 2:37

August 18, 2011

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, D.C. 20210

Re: **CYNTHIA AND GEORGE MITCHELL NONQUALIFIED DEFERRED
COMPENSATION PLAN**

Dear Sir or Madam:

Pursuant to the provisions of Department of Labor regulations at 29 CFR §2520.104-23, you are hereby notified that the employer named in item (1) maintains a plan (as identified in item (2)) primarily for the purpose of provisioning deferred compensation to a select group of management or highly compensated employees. Item (3) sets out the approximate number of participants in the plan as of the date of this letter.

Item (1): Name, Address and Employer Identification Number of Employer maintaining plan

Name: The Cynthia and George Mitchell Foundation
Address: 24 Waterway Avenue, Suite 300, The Woodlands, Texas 77380
EIN: 74-2170127

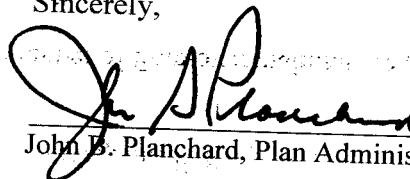
Item (2): Name and Plan Identification Number of plan to which this Notification applies:

Plan Name: Cynthia and George Mitchell Foundation Nonqualified Deferred Compensation Plan
Plan Number: PSWRYJ4M

Item (3): The approximate number of participants in the plan is two (2).

Kindly acknowledge receipt of this filing by signing and returning to the sender the enclosed copy of this statement which is intended to serve as acknowledgment of receipt of this statement. A stamped, self-addressed envelope is enclosed for your convenience.

Sincerely,


John B. Planchard, Plan Administrator

CERTIFIED MAIL



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