

WOMBLE  
CARLYLE  
SANDRIDGE  
& RICE  
A PROFESSIONAL LIMITED  
LIABILITY COMPANY

200 West Second Street  
Winston-Salem, NC 27101

Mailing Address  
Post Office Drawer 84  
Winston-Salem, NC 27102  
Telephone: (910) 721-3600  
Fax: (910) 721-3660

DOL-DWBA  
PUBLIC DISCLOSURE  
57 MAR 25 11 09

John L. W. Garrou  
Direct Dial: 910-721-3622  
Direct Fax: 910-733-8339  
E-mail: j\_garrou@wcsr.com

March 12, 1997

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

Top Hat Plan Exemption  
Pension and Welfare Benefits Administration  
Room N-5644  
U.S. Department of Labor  
200 Constitution Avenue, N.W.  
Washington, D.C. 20210

Re: Supplemental Retirement Pay Agreement

Dear Sir or Madam:

The Employer described below has adopted an agreement (the "Agreement") which provides nonqualified deferred compensation to a select management employee. Benefits under such Agreement are to be paid as needed solely from the general assets of the Employer, or provided through insurance contracts or policies for which the premiums are paid directly by the Employer from its general assets.

Although the Employer does not believe that the Agreement constitutes a "plan" under ERISA, as a precaution, the following statement is filed in accordance with 29 C.F.R § 2520.104-23:

1. Name of Agreement: Supplemental Retirement Pay Agreement dated December 31, 1996, between Womble Carlyle Sandridge & Rice, PLLC and Dewey W. Wells.
2. Name and address of Employer: Womble Carlyle Sandridge & Rice, PLLC, Post Office Drawer 84, Winston-Salem, North Carolina 27102-0084.
3. Employer's taxpayer identification number: 56-0308470
4. Number of employees covered by the Agreement: 1

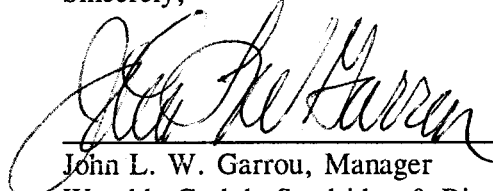
W#0607420.01

DOL - ERISA  
PUBLIC INFORMATION  
97 MAR 25 AM 9:11

5. Date Agreement became subject to ERISA: December 31, 1996.

Please contact the undersigned if additional information is required.

Sincerely,



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John L. W. Garrou, Manager  
Womble Carlyle Sandridge & Rice, PLLC

JLWG/dlm

cc: Mr. Hassel Parker  
William R. Whitehurst, Esquire  
Mr. Hails Foster