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365 Highland Avenue • Suite 201 • Cheshire, CT 06410
203-272-4745 • FAX 203-272-2459

May 5, 1994

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

RE: The Private Industry Council of Southern Connecticut, Inc.
Supplemental Retirement Plan

Dear Sir/Ms:

This statement is filed pursuant to DOL Reg. Sec. 2520.104-23,
Alternative method of compliance for pension plans for certain
selected employees.

Employer: Private Industry Council of Southern Connecticut, Inc.

Address: 181 Middle Street
Bridgeport, CT 06604

Employer ID # 06-0854288

The above noted plan is maintained primarily for the purpose of
providing deferred compensation for a select group of management
or highly compensated employees. Currently, this is the only such
plan and there are four employees participating.

I am submitting the following on behalf of the above named
employer:

1. A copy of the Corporate Resolution adopting the plan
on April 26, 1994.
2. A copy of the plan document adopted on April 26, 1994.

If I can be of any further assistance on this matter, please feel
free to call me at (203) 272-4745.

Sincerely,

Thomas R. Hiten
Future Benefits, Inc.

CERTIFICATE OF CORPORATE RESOLUTION

The undersigned Secretary of the Private Industry Council of Southern Connecticut, Inc. (the Corporation) hereby certifies that the following resolutions were duly adopted by the board of directors of the Corporation on April 26, 1994, and that such resolutions have not been modified or rescinded as of the date hereof:

RESOLVED, that the form of Supplemental Retirement Plan effective January 1, 1994, presented to this meeting is hereby approved and adopted and that the proper officers of the Corporation are hereby authorized and directed to execute and deliver to the Administrator of the Plan one or more counterparts of the Plan.

RESOLVED, that the Supplemental Retirement Plan is to be a non-qualified retirement plan which pays an annual benefit of 70% of final pay less Projected Offsets and Projected Company Benefits (as these terms are defined in the Plan).

The undersigned further certifies that attached hereto is a true copy of the Private Industry Council of Southern Connecticut, Inc. Supplemental Retirement Plan

C. Timothy Paul
Secretary

Date: 4/29/94

PRIVATE INDUSTRY COUNCIL OF SOUTHERN CONNECTICUT, INC.
SUPPLEMENTAL RETIREMENT PLAN

The Private Industry Council of Southern Connecticut, Inc. Supplemental Retirement Plan (the "Plan") is adopted effective January 1, 1994. The Plan is established and maintained by Private Industry Council of Southern Connecticut, Inc. (the "Company") solely for the purpose of providing retirement benefits for certain of its key employees. This Plan shall be a plan or arrangement described under Section 457(f) of the Internal Revenue Code. Accordingly, the Company hereby adopts the Plan pursuant to the terms and provisions set forth below:

ARTICLE I - ELIGIBILITY

Participants shall be key employees selected by the Company's Board of Directors. Such key employees selected for the Plan shall be listed on the Exhibit I attached to this document.

ARTICLE II - CONTRIBUTIONS

The Company may, in its sole discretion, either set aside funds or pay out the retirement obligations from current working capital ("pay-as-you-go"). If funds are set aside, they will remain Company assets and continue to be subject to the risk of creditors.

ARTICLE III - DISTRIBUTIONS

A Participant's retirement benefit under the Plan shall be distributed to or with respect to a Participant only upon death, disability, or retirement, according to the method chosen under Article VI.

ARTICLE IV FORFEITURES

A Participant's entire retirement benefit under the plan shall be subject to a substantial risk of forfeiture. As stated in Article III, distributions will only be made upon the death, disability or retirement of the Participant. If the Participant separates from service (quits, resigns, laid off or fired), prior to the events listed in Article III, then the entire retirement benefit shall be forfeited.

ARTICLE V - CALCULATION OF BENEFITS

The retirement benefit calculated under the Plan shall be 70% of the participant's Final Pay less Projected Offsets and Projected Company Benefits. Final Pay shall be defined as the participant's annual salary for the 12 months immediately prior to death, disability or retirement. Projected Offsets are the projected annual benefits from Social Security and any other prior employer pension plans. Projected Company benefits are any projected annual benefits from any Company pension plans, any 403(b) plans or any rollovers to a Company plan. Projected Company benefits will include those benefits previously rolled over into Individual Retirement Accounts (IRAs).

If the Projected Offsets and the Projected Company Benefits are greater than 70% of the participant's Final Pay, then no benefit shall be paid under this plan.

ARTICLE VI DISTRIBUTION OPTIONS

Upon the death, disability or retirement of the participant (or the participant's beneficiary), an election form shall be completed for the method of distributing the Plan benefits (see Exhibit II for a sample election form). The optional forms of benefit payments under this Plan shall be a single life annuity, a 50% joint and survivor annuity, a life annuity with 10 year certain or a 10 year fixed payout. Once the benefit payable is determined, payments will be made monthly. On the first anniversary (and every anniversary thereafter) of the first monthly benefit paid, the monthly benefit will increase by 4% (annual cost of living adjustment).

ARTICLE VI - PLAN ADMINISTRATION

The Company shall be responsible for the general operation and administration of the Plan and for carrying out the provisions thereof. The Plan Administrator for this Plan shall be named by the Company.

ARTICLE VIII - AMENDMENT OR TERMINATION

The Company intends the Plan to be permanent but reserves the right to amend or terminate the Plan when, in the sole opinion of the Company, such amendment or termination is advisable. Any such amendment or termination shall be made pursuant to a resolution of the Company's Board of Directors and shall be effective as of the date of such resolution.

No amendment or termination of the Plan shall directly or indirectly reduce the accrued benefit of a Participant. Upon termination of the Plan, benefits accrued to a Participant will be distributed at the time described in Article IV. No additional benefits shall accrue after termination of the Plan.

ARTICLE IX - GENERAL PROVISIONS

The right of a Participant shall be an unsecured claim against the general assets of the Company. All accrued benefits for a Participant shall constitute general assets of the Company and may be disposed of by the Company at such time and for such purposes as it may deem appropriate.

Nothing contained in the Plan shall constitute a guaranty by the Company or any other person or entity that the assets of the Company will be sufficient to pay any benefit hereunder.

The Plan shall be construed and administered under the laws of the State of Connecticut.

Notwithstanding any of the preceding provisions of the Plan, neither the Company nor any individual acting as employee or agent of the Company shall be liable to any Participant, former Participant or other person for any claim, loss, liability or expense incurred in connection with the Plan, excepting claims of a Participant against the Company for the benefits provided under the Plan.

PRIVATE INDUSTRY COUNCIL OF SOUTHERN CONNECTICUT, INC.
SUPPLEMENTAL RETIREMENT PLAN

EXHIBIT I - PARTICIPATING KEY EMPLOYEES

<u>Participating Key Employee</u>	<u>Date Key Employee Named as a Plan Participant</u>
Mr. Henry Durell	January 1, 1994
Mr. Timothy Paul	January 1, 1994
Ms. Barbara Stracka	January 1, 1994
Mr. Joseph Angelica	January 1, 1994

PRIVATE INDUSTRY COUNCIL OF SOUTHERN CONNECTICUT, INC.
SUPPLEMENTAL RETIREMENT PLAN

EXHIBIT II - ELECTION FORM FOR BENEFIT PAYOUTS

I hereby elect the following form of benefit payout from the
Private Industry Council of Southern Connecticut, Inc.
Supplemental Retirement Plan:

- Single Life Annuity
- 50% Joint and Survivor Annuity
- Life Annuity with 10 Year Certain
- 10 Year Fixed Payout

DATE

PARTICIPANT (OR BENEFICIARY) SIGNATURE