

**MURTHA, CULLINA, RICHTER AND PINNEY**

CITYPLACE I

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HARTFORD, CONNECTICUT 06103-3469

TELEPHONE (860) 240-6000

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NEW HAVEN OFFICE

WHITNEY GROVE SQUARE

TWO WHITNEY AVENUE

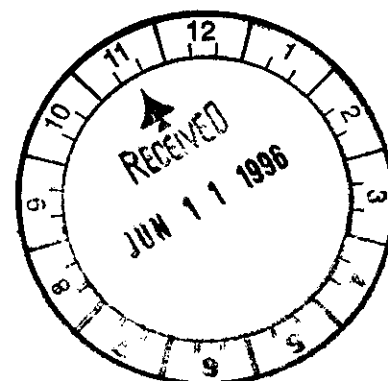
P. O. BOX 704

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TELEPHONE (203) 772-7700

WILLIAM J. KEENAN, JR.  
(203) 240-6028

June 5, 1996



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

Re: Standard-Knapp, Inc. Deferred Compensation Plan

To the Secretary of Labor:

Enclosed is a notice relating to the Standard-Knapp Deferred Compensation Plan. The plan is maintained primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees and this notice is filed in accordance with 29 C.F.R. § 2520.104-23.

Should you have any question concerning the enclosure, please do not hesitate to contact the undersigned.

Very truly yours,

A handwritten signature in cursive script, appearing to read 'William J. Keenan, Jr.'.

William J. Keenan, Jr.

Enclosure

2520190030750

June 3 , 1996

**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: Standard-Knapp, Inc. Deferred Compensation Plan

Dear Sir or Madam:

In accordance with Reg. 2520.104-23, please be advised that:

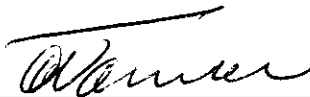
1. The name and address of the Employer is Standard-Knapp, Inc., 127 Main Street, Portland, Connecticut 06480.

2. The Employer Identification Number assigned by the Internal Revenue Service is 06-1119214.

3. The Employer adopted the Standard-Knapp, Inc. Deferred Compensation Plan on May 15, 1996. Standard-Knapp, Inc. maintains the Plan primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees within the meaning of the Employee Retirement Income Security Act of 1974. There is one plan. As of this date, the Plan covers 5 participants.

Dated this 3rd day of June, 1996.

STANDARD-KNAPP, INC.

By   
Its President