

5358 Kidron Rd.
P.O. Box 14
Kidron, OH 44636



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April 24, 1997

Top Hat Plan Exemption
Pension and Welfare Benefits Administration
Room N-5644
U.S. Department of Labor
200 Constitution Avenue
Washington, DC 21210

Gentlemen:

In compliance with Department of Labor Regulation 2520.104-23, we are filing the following disclosure statement regarding the unfunded compensation plan maintained by Kidron Electric, Inc., a corporation organized under the laws of the State of Ohio ("the Corporation"), for the benefit of certain key employees.

Employer Name: Kidron Electric, Inc.
Employer Address: 5358 Kidron Rd, PO Box 14, Kidron, OH 44636
Employer Identification Number: 34-0819492

Under penalties of perjury, I declare that the Corporation named herein maintains 1 (one) unfunded plan for the benefit of a select group of employees totaling 1 (one). The primary purpose of this plan is to provide deferred compensation for the select group of employees.

A copy of this plan is available upon request.

Kidron Electric, Inc.


Signature of authorized officer

2520032030281

William G. Ressler

VP of Finance

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