

AAA Michigan
1 Auto Club Drive
Dearborn, Michigan 48126-9982



April 28, 1997

(313) 336-1047

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

Re: Alternative Method of Compliance Under 29 CFR §2520.104-23

Dear Sir or Madam:

Enclosed for filing is a statement intended to comply with 29 CFR §2520.104-23, regarding the alternative form of compliance with the reporting and disclosure requirements of ERISA Title I, for plans maintained by an employer to provide deferred compensation to a select group of management or highly compensated employees ("top-hat plans").

Previously, the employers (Auto Club Insurance Association and Automobile Club of Michigan) had filed a top-hat exemption statement for their Supplemental Executive Retirement Plan. At this time, the employers are establishing an additional top-hat plan, the AAA Michigan Long-Term Incentive Plan. The enclosed statement is being filed to ensure that this new top-hat plan complies with 29 CFR §2520.104-23.

If you have any questions, please call me at (313) 336-1047.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Janice M. Radlick', written over the typed name.

JANICE M. RADLICK
Assistant General Counsel
JMR:lm
Enclosure

2520032030286

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**AUTO CLUB INSURANCE ASSOCIATION
AUTOMOBILE CLUB OF MICHIGAN**

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STATEMENT REGARDING TOP-HAT PLANS

Employers: Auto Club Insurance Association
Automobile Club of Michigan

EIN: 38-0477270
38-0822800

Employers' Address: 1 Auto Club Drive
Dearborn, MI 48126

No. of Top-Hat Plans maintained by Employers: 2

Plan Names: No. of Participants

Automobile Club of Michigan and
Auto Club Insurance Association
Supplemental Executive Retirement Plan 20

AAA Michigan Long-Term Incentive Plan 8

This statement is filed pursuant to 29 CFR §2520.104-23, as an alternative form of complying with the reporting and disclosure requirements of Title I of ERISA.

Both plans named above are maintained by the employers primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees.

Benefits under both plans named above are paid solely from the general assets of the employers, as needed.

NO. 10-0-00000
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