

WOMBLE
CARLYLE
SANDRIDGE
& RICE

A PROFESSIONAL LIMITED
LIABILITY COMPANY

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April 8, 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: Southern National Corporation Non-Qualified Defined Contribution Plan (the "Defined Contribution SERP") and Southern National Corporation Non-Qualified Defined Benefit Plan (the "Defined Benefit SERP") (collectively, the "Plans")

Dear Sir or Madam:

Southern National Corporation (the "Plan Sponsor"), a North Carolina corporation with its principal office in Winston-Salem, North Carolina, sponsors the Defined Contribution SERP and the Defined Benefit SERP. In compliance with the requirements of the alternative method of reporting and disclosure of Part 1 of Title I of the Employee Retirement Income Security Act of 1974, as amended, for so called "Top Hat Plans," the following statement is hereby filed in behalf of the Plan Sponsor in accordance with 29 C.F.R. § 2520.104-23:

I. Defined Contribution SERP

1. Name of plan: Southern National Corporation Non-Qualified Defined Contribution Plan
2. Name and address of Plan Sponsor: Southern National Corporation
200 West Second Street, Winston-Salem, North Carolina 27101
3. Employer identification number of Plan Sponsor: 56-0939887
4. Number of employees in plan: 380
5. Status of plan as a Top Hat Plan: The Plan Sponsor maintains the Defined Contribution SERP primarily for the purpose of providing deferred compensation for a select group of management or highly compensated

employees. Benefits from the Defined Contribution SERP are paid as needed solely from the general assets of the Plan Sponsor.

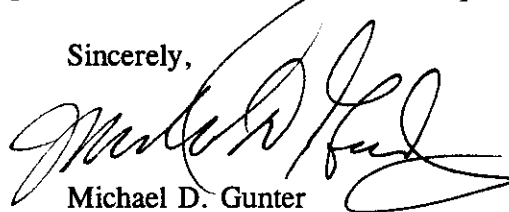
6. Effective Date: January 1, 1997. The Defined Contribution SERP was approved by the Board of Directors of the Plan Sponsor on February 25, 1997, and was executed on March 25, 1997.

II. Defined Benefit SERP

1. Name of plan: Southern National Corporation Non-Qualified Defined Benefit Plan
2. Name and address of Plan Sponsor: Southern National Corporation
200 West Second Street, Winston-Salem, North Carolina 27101
3. Employer identification number of Plan Sponsor: 56-0939887
4. Number of employees in plan: 17
5. Status of plan as a Top Hat Plan: The Plan Sponsor maintains the Defined Benefit SERP primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees. Benefits from the Defined Benefit SERP are paid as needed solely from the general assets of the Plan Sponsor.
6. Effective Date: January 1, 1997. The Defined Benefit SERP was approved by the Board of Directors of the Plan Sponsor on February 25, 1997, and was executed on March 25, 1997.

Please contact the undersigned if additional information is required.

Sincerely,



Michael D. Gunter

MDG/dlb

cc: Mr. Henry M. Skinner, Jr.
Mr. Robert K. Borbet
Mr. Steven L. Reeder
Patrick M. Allen, Esquire