

1515 BANK IV Tower
534 Kansas Avenue
TOPEKA, KANSAS 66603
(913) 233-3600
Fax (913) 233-1610

FOULSTON & SIEFKIN L.L.P.

ATTORNEYS AT LAW
700 Fourth Financial Center
WICHITA, KANSAS 67202
(316) 267-6371
Fax (316) 267-6345

810 Frontview
P.O. Box 1147
DODGE CITY, KANSAS 67801
(316) 227-5186
FAX (316) 227-8451

KANSAS MEMBER: LEX MUNDI, A GLOBAL ASSOCIATION OF 186 INDEPENDENT LAW FIRMS

WICHITA

ROBERT L. HOWARD
CHARLES I. WOODEN
MIRAL L. STOUT
BENJAMIN C. LANGEL
PHILIP S. FRICK
STANLEY G. ANDERL
FREDERICK L. HAAG
RICHARD D. EWFY
DARRRELL L. WARTA
HARVEY D. JOHNSON
JAMES M. ARMSTRONG
MARY KATHLEEN BARCOCK

CHARLES P. EFFLANDT
JAMES D. OLIVER
GARY L. AYERS
GLORIA G. FARHA FLENTZ
LARRY G. RAPP
JAY P. POWLER
STEPHEN M. KERWICK
GARY E. KNIGHT
CHRISTOPHER M. HURST
VANONN BISHOPHOLDER
TERRY C. CUPPIS
WYATT M. WRIGHT
JIM H. GOEBCKI
WYATT A. HOCH

AMY S. LEMLEY
DOUGLAS L. HANISCH
DOUGLAS L. STANLEY
J. STEVEN MASSONI
TIMOTHY B. MUSTARD
JEFFERY A. JORDAN
TRESHA A. THELEN
WILLIAM R. WOOD II
ERIC F. MELGREN
KEVIN J. ARMEL
CRAIG W. WEST
C.A. BEER
ERIC K. KUHN
JAY M. DECTOR

MARK A. BIRNSTEIN
BOYD A. BYRES
JEFF D. DEODAPPENREID
HOLLY A. DYER
JAMES SCOTT MACBETH
MARTHA MADON ROSS
TODD W. TEDESCO
STEWART T. WEAVER
THOMAS W. YOUNG

TOPEKA

JAMES P. BARKIN
JAMES L. GORMES, JR.
ROBERT A. FOX

DODGE CITY

WILLIAM P. TRENKLE, JR.
DAVID J. REBERN
D. DOUGLAS REAGAN
D. SHANE BANGSBERGER
KENTON GLEASON

SPECIAL COUNSEL

NANCY M. CLIFTON
GAYE B. TIBBETS
DAVID M. TRASTER

OF COUNSEL

RICHARD C. HARRIS
GERALD SAWATZKY

RETIRED

WILLIAM H. DYE
ROBERT H. PARTIDGE
ROBERT M. SIEFKIN

CERTIFIED MAIL RETURN RECEIPT REQUESTED

ERISA LABOR DEPARTMENT STATEMENT STOCK APPRECIATION RIGHTS PLAN

TO: 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

FROM: Employer: Insurance Management Associates, Inc.
E.I.N.: 48-0805634
Address: 600 IMA Plaza, 250 North Water
Wichita, KS 67202

DATE: May 28, 1996

2520190030784

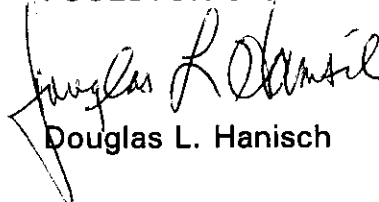
This document constitutes the statement required 29 C.F.R. Section 2520.104-23 to be filed with the Secretary of Labor.

The employer currently maintains two plans primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees. The number of employees currently participating in the Insurance Management Associates, Inc. Stock Appreciation Rights Plan is fifteen and the number participating in the other plan is one.

If you have any questions, please do not hesitate to contact the undersigned.

Very truly yours,

FOULSTON & SIEFKIN L.L.P.



Douglas L. Hanisch

DLH:cb
cc: Mick Lynch

George B. Powers
(1905-1987)

John F. Eberhardt
(1910-1991)

Robert C. Foulston
(1918-1998)