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May 14, 1997

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

To Whom It May Concern:

Enclosed is the required statement regarding registration of a deferred compensation agreement by and between Peterson Benson, President and Search Institute, a non-profit organization. This deferred compensation agreement is a type of pension plan and requires notification of the federal government.

You may reach me at Search Institute if you have any questions or concerns.

Yours truly,

A handwritten signature in cursive script that reads "Jack S. Jackson".

Jack S. Jackson  
Chief Operating Officer

00L-PWBA  
PUBLIC DISCLOSURE  
97 MAY 28 AM 5:02

STATEMENT PURSUANT TO 29 CFR 2520.104-23

( May 13 , 1997)

Search Institute, 700 South Third Street, Thresher Square  
West, Suite 210, Minneapolis, Minnesota 55415-1138, E.I.

# 41-0811842 adopted the Deferred Compensation Agreement on  
Feb. 5 , 1997. This agreement constitutes a plan primarily  
for the purpose of providing deferred compensation for a select  
group of management or highly-compensated employees. The number  
of employees in the plan is one. The employer agrees to provide  
documents relating to the plan to the Secretary of Labor upon  
request.

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