

401(k) PLAN ENROLLMENT PAC

Use this Enrollment Pac to...

- Learn the basics about 401(k) plans in general and our company plan in particular
- Join our company plan and indicate your deferral, investment and beneficiary designations
- Decline joining our company plan

EMPLOYEES...

Congratulations! Our company sponsors a 401(k) plan for its employees. 401(k) plans are arguably the best retirement savings vehicle available to workers today. If you decide to join our company plan, you'll not only save money for retirement but also cut your current state and federal income taxes in the process!

The attached materials will help you understand our company plan and make investment decisions that suit your retirement savings' goals. (And don't worry — our plan is flexible: You're never locked into the investment or salary deferred decisions you make; you can change them at any time. Please make sure you initial each page before returning the Enrollment Pac to our Plan Administrator.

TO BEGIN...

Especially if you are unfamiliar with 401(k) plans, start by reading the three Summary pages. They describe the basics about 401(k) plans. If you have not already received one, you should request a Summary Plan Description from our Plan Administrator; it contains important information about our company plan and your rights as a plan participant.

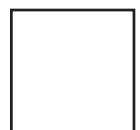
BEFORE YOU INVEST...

Along with this Enrollment Pac you may also receive an Investment Decisions Pac. It contains worksheets that will help you determine your personal investor profile and the types of investments that best suit that profile. After looking it over, consider the investments offered within our company plan. Go online for investment prospectuses on any investments that interest you and seem to fit your investment profile. You may also want to consult a financial planning professional in making your 401(k) investment decisions.

401(k) AT-A-GLANCE

401(k) ENROLLMENT PAC SUMMARY PAGES

- The 401(k) is a COMPLETELY VOLUNTARY retirement savings program. You decide if it's right for you.
- You determine how much money to save with a 401(k).
- The 401(k) program makes saving money easy. The amount you indicate in your 401(k) Enrollment Form that you want to save from each paycheck is deducted automatically *before* you receive your paycheck, helping you save money you might otherwise spend.
- You maintain complete control over your savings at all times and decide how your funds are to be invested. You have free on-going access to investment information to help you determine which investments are right for you.
- You can invest your 401(k) savings in money market funds, various stock mutual funds, bond mutual funds — or all three. The choice is up to you--and under your direct control and supervision via the Internet.
- 401(k) plans are flexible; you can change your investment choices or contribution amounts as time goes by and your personal needs change. You're never locked in!
- You can print a personal 401(k) account statement online--at the click of a mouse.
- With 401(k) you get year-end tax deductions during your wage earning, 401(k) contributing years. That means keeping more of what you earn!
- The money you put into your 401(k) grows and compounds tax-free until you withdraw the funds at retirement. (Note: If you withdraw any of your 401(k) money before you retire or reach age 59 1/2, the amount you withdraw will be subject to a 10% federal penalty plus taxes for the year in which it's withdrawn.)
- Your 401(k) is portable. If you leave our company, your 401(k) funds go with you in the form of an IRA Rollover. You maintain complete control over them.



initial here

BENEFITS OF 401(k) PARTICIPATION

401(k) ENROLLMENT PAC SUMMARY PAGES

1. TAX-DEFERRED INVESTMENT INCOME

The money you invest in your personal 401(k) account goes to work to earn more money for you in the form of capital appreciation and distributions of interest, dividends, capital gains, or all three, depending on the investments you select. Because this is a tax-deferred account, you don't pay taxes on your earnings until you withdraw the money, generally at retirement, at which time you may be in a lower tax bracket. The power of tax-sheltered compounding works for you over the full life of your 401(k) participation.

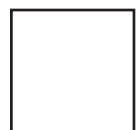
2. INVESTMENT FLEXIBILITY

With the 401(k) there are several investment options you may choose from. You may select one or more of the available investments. You can also change the way your account is invested to suit your changing financial goals as time goes on and your financial needs and objectives change.

FOR FURTHER INFORMATION...

Please refer to the Summary Plan Description for more details. You can request and receive a copy from our Plan Administrator.

The Summary Plan Description is a readable summary of our plan's features and offerings. In the event of any conflict between the summary and the actual plan document, the provisions of the plan control. You can request a copy of the actual, IRS-approved plan from our Plan Administrator.



initial here

401(k) PLAN ENROLLMENT FORM

PLAN OVERVIEW

PLAN YEAR

Our company 401(k) plan operates on a January 1 through December 31 plan year.

CONTRIBUTIONS & ALLOCATIONS

You may elect to make salary savings contributions to the 401(k) plan of up to \$15,500 per year (for 2008) from your annual compensation; contributions must be made in whole percentages or a fixed dollar amount per month. Certain participants may be subject to lower limits.

As of January 1, 2008, if you are 50 years or older you can contribute an additional \$5,000 as a "catch-up" contribution. This is in addition to the \$15,500 pre-tax contribution allowed for all plan participants.

FOR FURTHER INFORMATION...

Please refer to the Summary Plan Description for more details. You can request and receive a copy from our Plan Administrator.

The Summary Plan Description is a readable summary of our plan's features and offerings. In the event of any conflict between the summary and the actual plan document, the provisions of the plan control. You can request a copy of the actual, IRS-approved plan from our Plan Administrator.

401(k) Enrollment Pac

I. EMPLOYEE INFORMATION

LAST NAME

FIRST NAME

MIDDLE INITIAL

HOME ADDRESS

CITY

STATE

ZIP

SOCIAL SECURITY NUMBER

DATE OF BIRTH

DATE OF HIRE

- Check here if you have contributed THIS YEAR to a 401(k) plan other than our company plan. Please indicate the exact amount you have contributed THIS YEAR: \$_____.
- Check here if you have set up IRA Rollovers in the past. Please indicate the approximate current consolidated value of these IRA Rollovers: \$_____.
- Check here if you have retirement assets currently held in a former employer's 401(k) or other employer-sponsored pension plan.

If you have checked any of the above, you might want to consider consolidating your retirement monies within our company 401(k) plan:

- **You'll have a larger potential sum to borrow from should 401(k) loans be available, and**
- **You'll be able to apply a comprehensive investment strategy to all your retirement funds.**

To consolidate money from a IRA Rollovers into our company 401(k) plan or transfer money from a previous employer's plan, please request an Asset Transfer Pac from our Plan Administrator.

II. PARTICIPATION ELECTION & VOLUNTARY CONTRIBUTION DESIGNATION

PARTICIPATION ELECTION

Participation in our company 401(k) plan is completely voluntary. Please indicate your participation election (check one):

401(k) Enrollment Pac

- I hereby *ELECT TO PARTICIPATE* in the company 401(k) Retirement Savings Plan and agree to the terms of the Plan.
- I hereby *ELECT TO DECLINE PARTICIPATION* in the company 401(k) Retirement Savings Plan, with the understanding that I may participate at a future date, if eligible. (Skip to Step IV. Employee Declarations and Signature.)

VOLUNTARY SALARY DEFERRAL ELECTION

Plan participants can choose to defer into the 401(k) plan either a fixed percentage of monthly pre-tax compensation or a fixed dollar amount of that compensation. Please indicate your deferral choice (check one):

I elect to defer the following fixed percentage of my monthly pre-tax compensation into the 401(k) plan:
_____%

I elect to defer the following fixed dollar amount of my monthly pre-tax compensation into the 401(k) plan:
\$_____.

Your monthly pre-tax contributions will be placed into individual investment account(s) setup on your behalf within the investment(s) you choose and in the amounts you indicate in this Enrollment Form. Please complete the below Section III of this Enrollment Form to make your investment selections for your 401(k) contributions.

III. INVESTMENT SELECTION

THE INVESTMENTS

Our company 401(k) plan offers the investments listed on the following page to its 401(k) participants. Please write in the appropriate blank the percentage of your 401(k) contribution you want allocated to that investment. Make sure the sum of your allocations equals 100%. (For example, 25% of your contributions to Fund A, 25% to Fund B, and 50% to Fund C = 100% of your 401(k) contributions.)

IV. BENEFICIARY DESIGNATION

I hereby designate the following as my beneficiary(ies) in the event of my death, and I reserve the right to change this designation at a future date.

NAME OF BENEFICIARY (PLEASE PRINT)	RELATIONSHIP	STATUS*
ADDRESS (INCLUDE CITY, STATE AND ZIP CODE)		

*Indicate whether a beneficiary is Primary or Contingent by writing "P" or "C" for "Status". Contingent means in the event the Primary beneficiary is no longer living.

NAME OF BENEFICIARY (PLEASE PRINT)	RELATIONSHIP	STATUS*
ADDRESS (INCLUDE CITY, STATE AND ZIP CODE)		

IMPORTANT:

If you are married and have not named your spouse as sole beneficiary, your spouse must indicate his/her agreement to your election by signing below. The consent is irrevocable unless you revoke this election or provide otherwise under a qualified domestic relations order.

I, the spouse of the employee named in this 401(k) Enrollment Form, understand that by signing this form any death benefit due to my spouse under this 401(k) plan will be paid to the above named beneficiary(ies). I will receive no plan benefits.

X _____	DATE
SPOUSE SIGNATURE (Must be witnessed by a representative of the plan or a notary public)	
SPOUSE NAME (PLEASE PRINT)	

V. EMPLOYEE DECLARATIONS & SIGNATURE

- I can get updated approved literature and prospectuses to all investments listed herein from the investment company upon request, and I was offered such literature prior to joining the plan.
- The Summary Plan Description for my company's 401(k) plan is on file with my employer. I can request and receive a copy from my employer. The Summary Plan Description explains my rights under ERISA and the procedures for filing any complaint or dispute I might have with the plan.
- As a participant in a self-directed 401(k) plan, I assume all risks associated with my investments, including the risk of being unable to change investment selections at an advantageous time.
- All investment options — including "blue chip" stocks, high quality bonds and U.S. government bond portfolios — can decline in value at any time and may be adversely affected by prevailing economic conditions. The least volatile investment choices available in the company's plan are the money market funds. These investment are listed in this Enrollment Form as either "money market" funds or "cash reserve" funds.
- Neither my employer, its vendors, the Registered Representative, if any, nor the mutual fund provider can be held responsible for current or future market conditions or for the convertibility of my 401(k) investments. No party possesses or implies possessing the capability of immediate asset reallocation, share conversion or transfers between or to other 401(k) investments.
- I understand that if I am herein declining participation in the company 401(k) plan, I will be given the opportunity to join the plan at a future date, if I am eligible.

X _____

EMPLOYEE SIGNATURE

DATE