

San Francisco Electrical Workers Retirement Savings Plan

720 Market Street, Suite 700, San Francisco, CA 94102

Tel: 415-263-3670 Fax: 415-263-3672

APPLICATION FOR BENEFITS

I. Personal Information (Must Complete) Please Type or Print

Participant Name _____

Address _____

Soc. Sec. No. _____ Date of Birth _____

Tel. No. _____ Email Add. _____

Date Last Worked _____ Last Employer _____

Requested Distribution Date _____ Marital Status Single Married

Name of Current Spouse _____ Spouse's SSN _____

Spouse's Date of Birth _____ Date of Marriage _____

Have You Ever Divorced? Yes No If yes, has a court order been issued, or is one pending, that may affect your benefits under the Plan? Yes No Provide date of marriage, name of former spouse, and date of divorce for all prior marriages, on a separate sheet of paper. Include current address of former spouse(s), if known.

II. Eligibility for Distribution

I am eligible for a distribution from the Plan because (*check applicable box*):

- I have terminated my employment with all Covered Employers, have performed no work in Covered Employment (and have had no contribution activity in my account) in the past 3 months and have no current prospects for Covered Employment. (*Single sum payments only. See Part III below. Not available after 12/31/11.*)
- I have retired and attained age 65.
- I have attained age 55 and commenced benefits under the Northern California Electrical Workers Pension Plan or another covered plan in the Electrical Industry. I was last employed for Employer _____ with my employment ending on _____.
- I am totally and permanently disabled and receiving social security disability retirement benefits under Title II of the Social Security Act. (*Attach copy of social security disability award.*)

Requested date of distribution: _____ (*as soon as practicable, if left blank.*)

III. Form of Distribution

Distribute my benefit in the following form:

- Specified sum of \$_____
- Total distribution of entire account (*any loan will also be automatically distributed*)
- Monthly Installments of \$_____ (*must be a multiple of \$100; may be subject to income tax withholding*)
- Single Life Annuity purchased from Insurance Company
- Joint & 50% Survivor Annuity purchased from Insurance Company
- Joint & 75% Survivor Annuity purchased from Insurance Company
- Joint & 100% Survivor Annuity purchased from Insurance Company

IV. Designation of Survivor Annuitant (*complete only if Joint & Survivor Annuity selected*)

The joint annuitant under my Joint & Survivor Annuity selected above will be (*select one*):

- My Spouse (*no spousal consent required*)
 - The following individual (*spousal consent required*): _____
- Date of Birth of above individual: _____

V. Treatment of Loan

If I have a participant loan outstanding at the time of my distribution, please treat my loan as follows:

- Include it in my distribution (*will result in the termination of your loan; required if distribution is total distribution in cash or to purchase annuity*)
- Exclude it from my distribution (*will result in the continuation of your loan*)

VI. Rollover Election

As the attached Tax Notice explains, any distribution that constitutes an eligible rollover distribution (generally, any distribution that is not an annuity or installment over 10 years or more) will be subject to mandatory federal income tax withholding of 20%, plus optional California withholding of 2%, of the amount of the distribution that is not directly rolled over to another eligible retirement plan or IRA. Having read the Tax Notice, I hereby elect that my distribution be subject to the following:

- Total Direct Rollover:** Transfer all of my eligible rollover distribution to the eligible retirement plan specified below (*must be an IRA or other permissible retirement plan*).
- Partial Direct Rollover:** Transfer part of my eligible rollover distribution in the amount of _____% or \$_____ to the eligible retirement plan specified below. Amounts not so transferred will be subject to mandatory federal and optional state income tax withholding.
- Direct Payment to Me:** Pay my entire distribution to me. I understand that 22% (20%, if you elect no state tax withholding) of my eligible rollover distribution will be withheld by the Plan for income taxes.

VII. Income Tax Withholding Elections (*state election applies to California residents only*)

- Check box if you selected monthly installments that are projected to be paid over 10 years or more, and NO federal income tax is to be withheld from your distributions. Complete Form W-4P.
- Check box if NO state income tax is to be withheld from your distribution. Complete Form DE 4P.

VIII. Eligible Retirement Plan (*complete if you selected total or partial rollover*)

 Name of Plan or Financial Institution [] Retirement Plan
 [] IRA

 Address Account Number

 City, State, Zip Name of Contact

IX. Acknowledgement and Execution

[Note to Participant: This form, and the attached Tax Notice, generally must be provided to you not later than 30 days before the distribution date. However, if, after having received the Notice and before the end of the 30-day period, you affirmatively elect and consent to a distribution and return this form, you will be deemed to have elected to waive this 30-day period. You have the right to consider the decision whether or not to elect a direct rollover for at least 30 days from the date this form and the Tax Notice are provided. No distribution will be made to you earlier than the 7th day following the date this form was provided to you.]

Having read the above and the attached Tax Notice, by signing below, I hereby consent to the payment of my benefit in the manner which I have elected above. I understand and acknowledge that if the

value of my vested account exceeds \$1,000, generally, distribution cannot be made to me absent my consent and that there may be financial advantages to me should I decide to defer my distribution as discussed in the attached Tax Notice. In addition, I understand and acknowledge that I have the right to a full 30 days after receipt of this form along with the attached Tax Notice in which to decide whether to take a current distribution as well as the form of that distribution. By signing this form and returning it to the Plan Office before the close of that 30-day period, I am electing to receive a current distribution and waive the full 30-day review period.

Participant's Signature (Required)

I hereby affirm, confirm and certify that all of the above is correct, true and current.

Participant

Date

X. Spousal Consent (must complete if married and annuity distribution not selected)

I am the spouse of the above-named Participant. I have received and read the attached Joint and Survivor Annuity Notice to Spouses. I understand that I have the right to have the Plan pay the Participant's benefit in the form of a Joint & 50% Survivor Annuity. I irrevocably agree to give up that right, consent to the payment of the benefit elected in this form, and further consent to any joint annuitant selected in Part IV. I understand that by signing this form I may receive less money than I would have received under the Joint & 50% Survivor Annuity, or no money at all. I agree that my spouse can receive benefits in the form elected on this form, and cannot choose a different form of benefit unless I agree to the change.

I understand that I do not have to sign this consent. I am signing it voluntarily. I understand that if I do not sign this consent, and my spouse elects to commence benefits anyway, my spouse and I will receive payments from the Plan in the form of a Joint and 50% Survivor Annuity.

Signature of Spouse

Date

WITNESSED BY (if Plan representative):

Signature of Plan Administrator or
Plan Administrator's Representative

Date

Name of Plan Representative: _____

OR WITNESSED BY (if Notary):

State of: _____

County of: _____

On this _____ day of _____, _____, before me personally appeared _____, to me known to be the individual who executed the within and foregoing instrument, and acknowledged the same instrument to be the free and voluntary act and deed of such individual, for the uses and purposes therein mentioned.

Notary in and for the State of _____, residing at _____.

My appointment expires: _____

San Francisco Electrical Workers Retirement Savings Plan

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EXPLANATION OF DISTRIBUTION RULES

The SFEW Retirement Savings Plan (the "Plan") allows Participants to request distributions if certain requirements are met. This Explanation is provided to you along with an Application for Benefits form and a Tax Notice. It describes the requirements for distributions other than hardship withdrawals. If you wish to request a hardship withdrawal, please ask the Plan Office for the appropriate forms. This Explanation is valid only if you receive your distribution during the 180-day period following the date this Explanation was provided to you. Also, the law requires that you be given at least 30 days to consider whether to take a distribution. If you return the Application for Benefits to the Plan Office during the 30-day period following the date this Explanation was provided to you, then you are electing to waive that 30-day election period. In no event will your benefit be distributed earlier than the 7th day following the date this Explanation was provided to you. Please see the Summary Plan Description for more details on Plan terms.

General Rules. The Application for Benefits form should be used to request a distribution from your account in the Plan if you wish to take a distribution and:

- (i) you have ceased covered employment and attained age 65;
- (ii) you have ceased covered employment, attained age 55 and commenced benefits under the Northern California Electrical Workers Pension Plan (or another covered plan in the Electrical Industry);
- (iii) you qualify for a social security disability benefit; or
- (iv) your account does not exceed \$5,000, you have performed no work in covered employment in the past 18 months and you do not intend to return to Electrical Industry employment in the union's jurisdiction.

Temporary Rule. Through December 31, 2011, only, you may take a single sum distribution of any amount from your account if (i) you have performed no services for a covered employer, nor had any contribution activity in your account, in the 3-month period ending on the date of your request, (ii) you have terminated covered employment, (iii) you have no immediate prospect for covered employment and (iv) you have received no distribution in the past 120 days.

When You Must Take a Distribution. You must take a distribution from your account no later than April 15 of the year following the later of (i) the year in which you attain age 70 1/2 or (ii) the year in which you cease to be an Employee. Until then, no distribution will be made to you without your consent. If you keep your retirement money in the Plan, the investment options available to you, and the administration fees charged to your account, will be the same as they are for active employees. Because you may pay higher fees to a financial institution to maintain an account should you roll over your account to a financial institution, you should compare fees imposed by the Plan with fees you expect to pay outside the Plan. Please refer to the Summary Plan Description, and the annual fee disclosure provided by the Plan Office, for more information on investment alternatives and fees that are charged to your account. In addition, you should read the consequences of deferring distributions in the attached Tax Notice. The Plan does not charge you for routine benefit-related information you request from the Plan Office.

Available Forms of Distribution. You may take your distribution in any of the following forms:

1. Single Life Annuity for a Participant.
2. Joint and Survivor Annuity, with the survivor percentage at 50%, 75% or 100% of the Participant's annuity amount.
3. Single sum distribution of any amount once in a 12-consecutive-month period (including a full lump sum distribution of the remaining account balance).
4. Payment in multiples of \$100 per month until the account is exhausted.

A single life annuity is a monthly payment for your life. A joint and survivor annuity is a monthly payment to you for life, with a monthly payment to your beneficiary after your death in an amount equal to the specified percentage of the monthly amount that had been paid to you before your death. Though each annuity form is actuarially equal

to each other benefit form, your monthly payment will be highest if you select a single life annuity (since it provides for no payments to a beneficiary after your death) and lowest under a joint and 100% survivor annuity (since it provides the highest monthly payment to your beneficiary after your death). If you are married and you select a form of distribution that is not a joint and survivor annuity, your spouse must consent to your election. If you select any of the annuity forms of distribution, your account will be used to purchase an annuity from a commercial insurance company. You may always revoke a prior distribution election to the extent your account has not yet been distributed to you or used to purchase an annuity from an insurance company, provided the Plan Office has sufficient time to cease processing the distribution, and subject to the spousal consent requirements.

Values of the Forms of Distribution. Because all of your account is used to fund your benefit, all forms of benefit under the Plan have the same actuarial value. The total amount you would ultimately receive from each form of annuity distribution available to you depends on several factors, including interest rates, and your (and your beneficiary's) eventual date of death. Attached to this Explanation is a table that provides an estimate of the monthly annuity amount you might expect to receive for each \$1,000 of account balance applied to an annuity purchase beginning at specified ages. This table is updated each calendar year, and is based upon (i) the 30-Year Treasury Weighted Average interest rate for the December that precedes the year, (ii) the UP-1984 Mortality Table and (iii) the assumption for a joint annuity form of distribution that you and your spouse or other beneficiary are the same age. The actual payment you would receive will depend upon the annuity purchase rates set by the insurance company providing the annuity. The table provides only an estimate of your monthly benefit payments under the annuity forms of benefit. The estimates do not take into account commission costs and other fees you will pay to an insurance company should you select an annuity form of distribution. If you would like a more customized estimate of your monthly benefit under the forms described above, please request it from the Plan Office.

The Pension Enhancement Option. If you are also a participant in the Northern California Electrical Workers Pension Plan (the "NCEW Pension Plan"), you may, once in your lifetime, transfer any amount of at least \$10,000 from your account in this Plan to the NCEW Pension Plan. Any amount transferred will be used to enhance whatever form of benefit you choose under the NCEW Pension Plan, though certain restrictions apply to lump sum death benefits and post-retirement benefit increases. Application for a pension enhancement transfer to the NCEW Pension Plan must be made during the 90-day period that precedes the commencement date of your pension under the NCEW Pension Plan. Participants who wish to take their benefit in this Plan in one of the annuity forms should consider a pension enhancement transfer. Amounts distributed will no longer be available for transfer to the NCEW Pension Plan for pension enhancement. Please see the Summary Plan Description for the NCEW Pension Plan for more information, or contact the Plan Office.

Outstanding Loans. If you have an outstanding loan at the time of your distribution, you may choose whether or not to include your loan in your distribution. If you include the loan in your distribution, the amount of cash you receive (or roll over) will not change, but your loan will terminate and the taxable amount of your distribution (and resulting withholding taxes) will increase by the amount of your loan. You may roll over some or all of your distributed loan balance (in addition to other amounts distributed) to an eligible retirement plan by contributing cash from your personal resources up to the distributed loan amount. If you exclude your loan from your distribution, then your loan will continue and not result in a taxable distribution to you so long as you continue to make scheduled payments.

Tax Consequences of a Distribution. A Tax Notice is included with this Explanation, which you should read carefully (if it was not included, ask the Plan Office for a copy). In general, any distribution that you do not roll over to an eligible retirement plan will be taxable to you, and will result in the loss of tax-exempt earnings on the amount you retain after you have paid your income taxes on the distribution. Also, if you have not attained age 59 1/2, you will be subject to an additional 12.5% federal and state penalty tax for early distributions, unless an exception applies. You may wish to consult with your personal tax advisor before electing a distribution. The Tax Notice provides more detail. The Tax Notice may not be appropriate if you do not reside in the United States.

Income Tax Withholding. Income tax withholding will not be imposed on amounts directly transferred to an eligible retirement plan. Distributions not directly transferred will be subject to automatic 20% federal, and 2% California, income tax withholding; except that you may elect no withholding (i) for federal purposes on payments that will be made over 10 years or more and (ii) for California purposes on any distribution. The Plan does not withhold taxes for any state other than California.

SAN FRANCISCO ELECTRICAL WORKERS RETIREMENT SAVINGS PLAN
Monthly Payment Table per \$1,000 of Vested Account Balance
For Payments During 2011

Participant's Age	Monthly Payment			
	Single Life Annuity	Joint and Survivor Annuity		
		50%	75%	100%
25	\$4.06	\$3.91	\$3.84	\$3.77
26	\$4.09	\$3.93	\$3.86	\$3.79
27	\$4.12	\$3.96	\$3.88	\$3.81
28	\$4.15	\$3.98	\$3.90	\$3.82
29	\$4.18	\$4.00	\$3.92	\$3.84
30	\$4.21	\$4.03	\$3.95	\$3.86
31	\$4.25	\$4.06	\$3.97	\$3.88
32	\$4.29	\$4.09	\$4.00	\$3.91
33	\$4.33	\$4.12	\$4.02	\$3.93
34	\$4.37	\$4.15	\$4.05	\$3.95
35	\$4.42	\$4.19	\$4.08	\$3.98
36	\$4.47	\$4.22	\$4.11	\$4.01
37	\$4.52	\$4.26	\$4.15	\$4.03
38	\$4.57	\$4.30	\$4.18	\$4.06
39	\$4.63	\$4.35	\$4.22	\$4.10
40	\$4.69	\$4.39	\$4.26	\$4.13
41	\$4.75	\$4.44	\$4.30	\$4.16
42	\$4.82	\$4.49	\$4.34	\$4.20
43	\$4.89	\$4.54	\$4.39	\$4.24
44	\$4.97	\$4.60	\$4.43	\$4.28
45	\$5.04	\$4.66	\$4.48	\$4.32
46	\$5.13	\$4.72	\$4.54	\$4.37
47	\$5.21	\$4.78	\$4.59	\$4.42
48	\$5.31	\$4.85	\$4.65	\$4.47
49	\$5.40	\$4.93	\$4.72	\$4.53
50	\$5.51	\$5.00	\$4.78	\$4.58
51	\$5.62	\$5.08	\$4.85	\$4.64
52	\$5.73	\$5.17	\$4.93	\$4.71
53	\$5.85	\$5.26	\$5.01	\$4.78
54	\$5.98	\$5.36	\$5.09	\$4.85
55	\$6.12	\$5.46	\$5.18	\$4.93
56	\$6.27	\$5.57	\$5.27	\$5.01
57	\$6.42	\$5.68	\$5.37	\$5.09
58	\$6.58	\$5.80	\$5.48	\$5.18
59	\$6.76	\$5.93	\$5.59	\$5.28
60	\$6.95	\$6.07	\$5.70	\$5.38
61	\$7.14	\$6.21	\$5.83	\$5.49
62	\$7.35	\$6.36	\$5.96	\$5.61
63	\$7.58	\$6.53	\$6.11	\$5.73
64	\$7.81	\$6.70	\$6.26	\$5.87
65	\$8.06	\$6.88	\$6.42	\$6.01
66	\$8.33	\$7.08	\$6.59	\$6.16
67	\$8.61	\$7.29	\$6.77	\$6.32
68	\$8.91	\$7.51	\$6.96	\$6.48
69	\$9.24	\$7.74	\$7.16	\$6.67
70	\$9.58	\$8.00	\$7.38	\$6.86

Interest: 4.19%

Mortality: UP84+1 Participant

UP84 -4 Beneficiary

Participant and Beneficiary assumed to be the same age.

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TAX NOTICE

You are receiving this notice because all or a portion of a payment you are receiving from the San Francisco Electrical Workers Retirement Savings Plan (the “Plan”) is eligible to be rolled over to an IRA or an employer plan. This notice is intended to help you decide whether to do such a rollover. This notice describes the rollover rules that apply to payments from the Plan that are not from a designated Roth account (a type of account with special tax rules in some employer plans). Rules that apply to most payments are described in the “General Information About Rollovers” section. Special rules that only apply in certain circumstances are described in the “Special Rules and Options” section.

I. General Information About Rollovers

How can a rollover affect my taxes?

You will be taxed on a payment from the Plan if you do not roll it over. If you are under age 59½ and do not roll over, you will also have to pay a 10% additional federal income tax on early distributions, plus 2% additional state income tax (unless an exception applies). However, if you roll over, you will not have to pay tax until you receive payments later and the combined 12% additional income tax will not apply if those payments are made after you are age 59½ (or if an exception applies).

Where may I roll over the payment?

You may roll over the payment to either an IRA (an individual retirement account or individual retirement annuity) or an employer plan (a tax-qualified plan, section 403(b) plan, or governmental section 457(b) plan) that will accept the rollover. The rules of the IRA or employer plan that holds the rollover will determine your investment options, fees, and rights to payment from the IRA or employer plan (for example, no spousal consent rules apply to IRAs and IRAs may not provide loans). Further, the amount rolled over will become subject to the tax rules that apply to the IRA or employer plan.

How do I roll over?

There are two ways to roll over. You can do either a direct rollover or a 60-day rollover.

If you directly roll over, the Plan will make the payment directly to your IRA or an employer plan. You should contact the IRA sponsor or the administrator of the employer plan for information on how to do a direct rollover.

If you do not directly roll over, you may still roll over by making a deposit into an IRA or eligible employer plan that will accept it. You will have 60 days after you receive the payment to make the deposit. If you do not directly roll over, the Plan is required to withhold 20% of the payment for federal income taxes (up to the amount of cash and property received other than employer stock), plus another 2% for state income taxes. This means that, in order to roll over the entire payment in a 60-day rollover, you must use other funds to make up for the 22% withheld. If you do not roll over the entire amount of the payment, the portion not rolled over will be taxed and will be subject to the 10% additional federal income tax (plus 2% state income tax) on early distributions if you are under age 59½ (unless an exception applies).

How much may I roll over?

If you wish to do a rollover, you may roll over all or part of the amount eligible for rollover. Any payment from the Plan is eligible for rollover, except:

- Certain payments spread over a period of at least 10 years or over your life or life expectancy (or the lives or joint life expectancy of you and your beneficiary)

- Required minimum distributions after age 70½ (or after death)
- Hardship distributions
- Corrective distributions of contributions that exceed tax law limitations
- Loans treated as deemed distributions (for example, loans in default due to missed payments before your employment ends)

The Plan Office can tell you what portion of a payment is eligible for rollover.

If I don't roll over, will I have to pay the additional income tax on early distributions?

If you are under age 59½, you will have to pay the 12% additional federal and state income tax on early distributions for any payment from the Plan (including amounts withheld for income tax) that you do not roll over, unless one of the exceptions listed below applies. This tax is in addition to the regular income tax on the payment not rolled over.

The 12% additional income tax does not apply to the following payments from the Plan:

- Payments made after you separate from service if you will be at least age 55 in the year of the separation
- Payments that start after you separate from service if paid at least annually in equal or close to equal amounts over your life or life expectancy (or the lives or joint life expectancy of you and your beneficiary)
- Payments made due to disability
- Payments after your death
- Corrective distributions of contributions that exceed tax law limitations
- Payments made directly to the government to satisfy a federal tax levy
- Payments made under a qualified domestic relations order (QDRO)
- Payments up to the amount of your deductible medical expenses
- Certain payments made while you are on active duty if you were a member of a reserve component called to duty after September 11, 2001 for more than 179 days

If I roll over to an IRA, will the additional income tax apply to early distributions from the IRA?

If you receive a payment from an IRA when you are under age 59½, you will have to pay the 12% additional federal and state income tax on early distributions from the IRA, unless an exception applies. In general, the exceptions to the additional income tax for early distributions from an IRA are the same as the exceptions listed above for early distributions from a plan. However, there are a few differences for payments from an IRA, including:

- There is no exception for payments after separation from service that are made after age 55.
- The exception for qualified domestic relations orders (QDROs) does not apply (although a special rule applies under which, as part of a divorce or separation agreement, a tax-free transfer may be made directly to an IRA of a spouse or former spouse).
- The exception for payments made at least annually in equal or close to equal amounts over a specified period applies without regard to whether you have had a separation from service.
- There are additional exceptions for (1) payments for qualified higher education expenses, (2) payments up to \$10,000 used in a qualified first-time home purchase, and (3) payments after you

have received unemployment compensation for 12 consecutive weeks (or would have been eligible to receive unemployment compensation but for self-employed status).

II. Special Rules and Options

If you miss the 60-day rollover deadline

Generally, the 60-day rollover deadline cannot be extended. However, the IRS has the limited authority to waive the deadline under certain extraordinary circumstances, such as when external events prevented you from completing the rollover by the 60-day rollover deadline. To apply for a waiver, you must file a private letter ruling request with the IRS. Private letter ruling requests require the payment of a nonrefundable user fee. For more information, see IRS Publication 590, Individual Retirement Arrangements (IRAs).

If you have an outstanding loan that is being offset

If you have an outstanding loan from the Plan, your Plan benefit may be offset by the amount of the loan, for example if you take a lump sum distribution of your account that includes a loan. The loan offset amount is treated as a distribution to you at the time of the offset and will be taxed (including the additional income tax on early distributions, unless an exception applies) unless you do a 60-day rollover in the amount of the loan offset to an IRA or employer plan.

If you were born on or before January 1, 1936

If you were born on or before January 1, 1936 and receive a lump sum distribution that you do not roll over, special rules for calculating the amount of the tax on the payment might apply to you. For more information, see IRS Publication 575, Pension and Annuity Income.

If you roll over your payment to a Roth IRA

If you roll over the payment to a Roth IRA, a special rule applies under which the amount of the payment rolled over (reduced by any after-tax amounts) will be taxed. However, the additional income tax on early distributions will not apply (unless you take the amount rolled over out of the Roth IRA within 5 years, counting from January 1 of the year of the rollover). For payments from the Plan during 2010 that are rolled over to a Roth IRA, the taxable amount can be spread over a 2-year period starting in 2011.

If you roll over the payment to a Roth IRA, later payments from the Roth IRA that are qualified distributions will not be taxed (including earnings after the rollover). A qualified distribution from a Roth IRA is a payment made after you are age 59½ (or after your death or disability, or as a qualified first-time homebuyer distribution of up to \$10,000) and after you have had a Roth IRA for at least 5 years. In applying this 5-year rule, you count from January 1 of the year for which your first contribution was made to a Roth IRA. Payments from the Roth IRA that are not qualified distributions will be taxed to the extent of earnings after the rollover, including the additional income tax on early distributions (unless an exception applies). You do not have to take required minimum distributions from a Roth IRA during your lifetime. For more information, see IRS Publication 590, Individual Retirement Arrangements (IRAs).

You cannot roll over a payment from the Plan to a designated Roth account in an employer plan.

If you are not a plan participant

Payments after death of the participant. If you receive a distribution after the participant's death that you do not roll over, the distribution will generally be taxed in the same manner described elsewhere in this notice. However, the additional income tax on early distributions do not apply, and the special rule described under the section "If you were born on or before January 1, 1936" applies only if the participant was born on or before January 1, 1936.

If you are a surviving spouse. If you receive a payment from the Plan as the surviving spouse of a deceased participant, you have the same rollover options that the participant would have had, as

described elsewhere in this notice. In addition, if you choose to do a rollover to an IRA, you may treat the IRA as your own or as an inherited IRA.

An IRA you treat as your own is treated like any other IRA of yours, so that payments made to you before you are age 59½ will be subject to the additional income tax on early distributions (unless an exception applies) and required minimum distributions from your IRA do not have to start until after you are age 70½.

If you treat the IRA as an inherited IRA, payments from the IRA will not be subject to the 10% additional income tax on early distributions. However, if the participant had started taking required minimum distributions, you will have to receive required minimum distributions from the inherited IRA. If the participant had not started taking required minimum distributions from the Plan, you will not have to start receiving required minimum distributions from the inherited IRA until the year the participant would have been age 70½.

If you are a surviving beneficiary other than a spouse. If you receive a payment from the Plan because of the participant's death and you are a designated beneficiary other than a surviving spouse, the only rollover option you have is to do a direct rollover to an inherited IRA. Payments from the inherited IRA will not be subject to the additional income tax on early distributions. You will have to receive required minimum distributions from the inherited IRA.

Payments under a qualified domestic relations order. If you are the spouse or former spouse of the participant who receives a payment from the Plan under a qualified domestic relations order (QDRO), you generally have the same options the participant would have (for example, you may roll over the payment to your own IRA or an eligible employer plan that will accept it). Payments under the QDRO will not be subject to the 10% additional income tax on early distributions.

If you are a nonresident alien

If you are a nonresident alien and you do not do a direct rollover to a U.S. IRA or U.S. employer plan, instead of withholding 20% for federal income taxes, the Plan is generally required to withhold 30% of the payment for federal income taxes. If the amount withheld exceeds the amount of tax you owe (as may happen if you do a 60-day rollover), you may request an income tax refund by filing Form 1040NR and attaching your Form 1042-S. See Form W-8BEN for claiming that you are entitled to a reduced rate of withholding under an income tax treaty. For more information, see also IRS Publication 519, U.S. Tax Guide for Aliens, and IRS Publication 515, Withholding of Tax on Nonresident Aliens and Foreign Entities.

Other special rules

If a payment is one in a series of payments for less than 10 years, your choice whether to make a direct rollover will apply to all later payments in the series (unless you make a different choice for later payments). If your payments for the year are less than \$200, the Plan is not required to allow you to directly roll over and is not required to withhold for federal income taxes. However, you may do a 60-day rollover.

You may have special rollover rights if you recently served in the U.S. Armed Forces. For more information, see IRS Publication 3, Armed Forces' Tax Guide.

III. For More Information

You may wish to consult with the Plan Office, Fidelity or a professional tax advisor, before taking a payment from the Plan. Also, you can find more detailed information on the federal tax treatment of payments from employer plans in IRS Publication 575, Pension and Annuity Income, IRS Publication 590, Individual Retirement Arrangements (IRAs), and IRS Publication 571, Tax-Sheltered Annuity Plans (403(b) Plans). These publications are available from a local IRS office, on the web at www.irs.gov, or by calling 1-800-TAX-FORM.