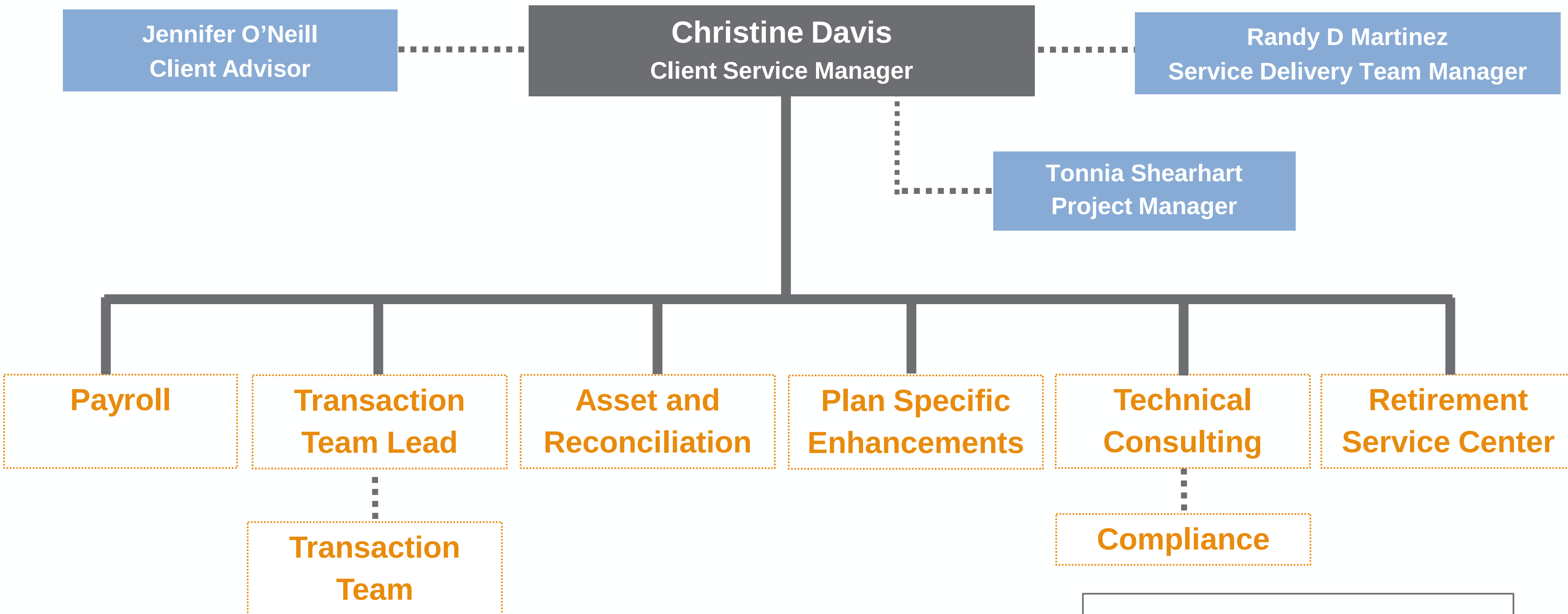
Operational Service Team



- Additional Resources
  - Legal
  - Conversion
  - Communications Team
  - Investment Services Group

- ✓ Average tenure: 12 years
- ✓ Average client load: five
- ✓ Oversee team of specialists
- ✓ Annual planning; weekly calls
- ✓ Leverage improvements across clients

Data as of September 30, 2010

Quality Operations Measurement

- Metrics drive accountability
- Weekly and monthly Operations Management Report (OMR)
- Measures include 263 specific volume, control, quality and efficiency metrics
- Targets are established and then raised once achieved for continuous improvement
- Results drive control self-assessments and action plans to help eliminate risk

Key Metrics	Target	Actual – July 2010
Transactions – Overall Accuracy	99.70%	99.91%
Payroll – % Payroll Wire Requests Meeting Client SLAs	99.875%	100%
Payroll – % Payroll files posted accurately	99.70%	100%
Compliance – % of Compliance Tests completed timely and accurately	100%	100%
Statements – Plan Level Statement Timing SLA achieved	100%	99.97%

Plan Sponsor Portal Reporting

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Administration

Compliance
- 16(b) Officer Transactions
- Approaching 402(g) [B0-044]
- Company Stock - 16(b) Balances

more...

Contributions
- Contributions - Date Range
- Contribution and Deferral Elections
- Catch-up Eligible and Elections

more...

Disbursments
- Disbursements Date Range
- Auto Rollover - Date Range
- Forfeitures - Date Range

more...

Loans
- New Loans Issued - Date Range
- Defaulted Loans - Date Range
- Inactive Loans - Date Range

more...

Payroll
- Payroll Report
- Payroll Report - locations

Transfers
- Frequent Transfers - Date Range
- Transfers - Date Range

Participant

Address Lists
- Address-Eligible with Requirements
- Address-Eligible not Contributing
- Address-Immediately Eligible

more...

Brokerage
- Brokerage Holdings by Participant
- Participant Brokerage Balance

Individuals
- Participant Information
- Participant Transaction History
- Cash Flow Summary by Location

more...

Participant Lists
- All Participant Balances-Stock
- All Participant Balances
- All Participants with a Balance

more...

Plan Summary

Buy/Sell
- Buy Sell Report

Cash Reports
- Cash Report

Financials
- Total Investments & Sources
- Allocation by Asset Class
- Cash Flow Summary

more...

Participation
- Participation
- Avg Participant Balance
- Avg Participant Equity Percent

more...

Custom

Demonstration Company
- Custom Report 1
- Custom Report 2
- Custom Report 3

more...

Ad Hoc Reports

J.P.Morgan

J.P. Morgan – Value-added key differentiators

- **Results-based financial resources**
  - Advisory services fully integrated into Audience of One℠ multimedia education program
  - Managed accounts for post-retirement spend down phase to limit leakage
  - Complimentary personal financial plan and analysis with a certified financial advisor from Chase Investment Services Corp.
  - Holistic, fee-based, non-commissioned wealth advisor resources for employees with complex tax, financial, investment, and estate planning issues provided by Chase Investment Services Corp.
- **Experienced resources for the Companies**
  - Direct access to dedicated senior call center specialists
  - Compliance consultant for nondiscrimination testing, Form 5500 and financial statement audit work
  - Post-conversion project manager for ad-hoc, plan sponsor-initiated projects (e.g., plan design)
  - Merger and acquisitions projects will have dedicated and consistent team led by Judy Moore
  - Experienced nonqualified (NQ) phone team (white-glove service)
  - Experienced NQ administrators (white-glove service)
- **Client-centric service delivery model**
  - Fewer than 200 plan sponsor partnerships
  - Roth conversions available in 2010
  - Deferrals in percentages or dollars
  - Online modeling tools recognize participants by employee group
  - Comprehensive trust and custody support of separate accounts and complex investment structures through JPMorgan Chase Bank, N.A. (custom fund fact sheets, net asset value strike, etc.)

Fee Proposal

	Total
1. Implementation	Included
2. Implementation – Communications and Education	Included (15 days of meetings – 75 meetings at nine locations)
3. Ongoing – Administration	Annual per-participant fee for administration only of all plans is $55 Annual per-participant fee for BMPC/BPMI plans only is $65 Annual per-participant fee for LLNS/LANS plans only is $65
4. Ongoing – Communications and Education	Included (15 days of meetings – 75 meetings at nine locations)
5. Compliance Services (ADP/ACP,410(b), 401(a)(4), 402(g), Top Heavy, 414(s))	Included
6. Full-Service 5500 Statement Preparation	Included
8. Loan initiation	$50 per new loan
9. QDRO qualifications	$750 per DRO
10. Trust and Custody Fees	N/A
11. Fee Guarantee	Five years
13. Printing and postage	Included for annual statement Included for print-on-demand kits
14. Audit Package	Included
15. Administration Manual (PSAP)	Included
16. Out of Scope Budget	$20,000 annually per plan sponsor

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Team references

Jennifer O'Neill

- **Qualified DC, Nonqualified and DB – Bose Corporation** (6,001 participants and $298 million)
  - Eileen Silverberg, senior benefits analyst
  - Phone: 508-766-9174
- **Qualified DC – Cadence Design Systems, Inc.** (4,341 participants and $542 million)
  - Cindy Conway, director, corporate benefits
  - Phone: 408-944-7746

Judy Moore

- **Qualified DC and Nonqualified – American Electric Power** (26,133 participants and $3 billion)
  - Curt Cooper, director – benefits design
  - Steve Kiser, director of trust & investments
  - Phone: 614-716-2417

Christine Davis

- **Qualified DC – NewPage** (7,900 participants and $540 million)
  - Jim Wirtley, manager, employee benefits
  - Phone: 937- 242-9276

Nonqualified – Bechtel Corporation (352 participants and $65 million)

- Claudia Klumb, executive payroll manager and shareholder contact
- Phone: 415-768-4421

Team references

Andrea McKnight

- **Qualified DC – Lorillard Tobacco** (1,154 participants and $147 million)
  - Tina Swain, savings plan and profit sharing administrator
  - Phone: 336-335-7416
- **Qualified DC and Nonqualified – Standard Motor Products** (3647 participants and $138 million)
  - Sandy Kay, vice president, human resources
  - Phone: 718-316-4425

Team biographies

Jennifer O'Neill, Qualified Pension Administrator
Vice President, Client Advisor

Jennifer O'Neill, who joined the firm in 1996, is located in Kansas City, Missouri. She has served as an associate plan consultant, senior plan consultant and client advisor with the firm managing mega plans with more than $10 billion in assets and more than 150,000 participants. Jennifer has served in her role as client advisor since 2000 and is responsible for overall client service with respect to defined contribution and defined benefit plan relationships. She has assisted clients with all aspects of plan design and administration, technical compliance, mergers and acquisitions and participant communications. Prior to J.P. Morgan, she was an ERISA accountant at UMB Bank, N.A. Jennifer has a bachelor's degree in business administration from William Jewell College. She is registered with the Financial Industry Regulatory Authority (FINRA) with Series 7 and 63 licenses and is a Qualified Pension Administrator (QPA) with the American Society of Pension Professionals and Actuaries (ASPPA). She has 17 years of industry experience, primarily in a consulting capacity.

Christine Davis
Client Service Manager

Christine Davis, who joined the firm in 1998, is located in Kansas City, Missouri. Christine has held many positions with J.P. Morgan including conversion consultant, conversion analyst, conversion implementation specialist, cash receipts manager, cash receipts TRS and cash receipts processor. Previously, Christine served as a conversion manager for Milliman, Inc. and a call center supervisor for the Principal Financial Group. She has a bachelor's degree in management and marketing, and a minor in economics from Wayne State College and a master's degree in business administration with a concentration in finance from the Keller Graduate School of Management. Christine is also certified as a project management professional (PMP) from the Project Management Institute (PMI). She has 14 years of retirement industry experience.

Team biographies

Andrea McKnight
Senior Communications Strategist

Andrea McKnight, who joined the firm in 2007, is located in Kansas City, Missouri. Previously, she was a marketing manager for a residential mortgage company. She also served as an Internet marketing manager for A.G. Edwards and as a retiree marketing specialist for Edward Jones. Andrea has a bachelor's degree in business administration-marketing from Kansas State University. She is registered with the Financial Industry Regulatory Authority (FINRA) with Series 6 and 63 licenses. Andrea has 14 years of industry experience.

Judy Moore
Vice President, Conversion Consultant

Judy Moore, who joined the firm in 1997, is located in Kansas City, Missouri. Judy oversees the conversion of new defined contribution and deferred compensation plans, and provides consulting for overall plan design and administrative processes. Previously, Judy was a defined contribution specialist performing daily administrative services for defined contribution plans. She also provided technical and administrative training to team members. Prior to J.P. Morgan, Judy was an ERISA specialist in the pension department of a regional certified public accounting firm. Her responsibilities included coordinating recordkeeping conversions related to acquisitions and mergers, document preparation, IRS submissions, conducting technical research regarding plan compliance and consulting, and communicating with clients and brokers. Judy has a bachelor's degree from the University of Missouri, Kansas City. She has successfully completed the PA-1 and C-1 examinations administered by the American Society of Pension Professionals and Actuaries (ASPPA) and is a certified public accountant (CPA). She also is certified as a Project Manager Professional (PMP) and is an active member of the Project Management Institute. Judy has 20 years of industry experience.

Jeff Tignor
Associate, Product Specialist

Jeff Tignor, who joined the firm in 2004, is located in Kansas City, Missouri. Previously, he was a developer for a finance reporting portal at Sprint as well as a financial education consultant and later a business analyst at J.P. Morgan. Through his interactions with both participants and plan sponsors, Jeff identifies and delivers the participant and plan sponsor experience and plan servicing needs of new clients. He has 13 years of Web delivery experience. Jeff has a master's degree in adult and occupational education from Kansas State University and is registered with FINRA with Series 7 and 63 licenses.

Team biographies

Jennifer Beaune
Vice President, New Business Development

Jennifer Beaune, who joined the firm in 1995, is located in San Francisco, California. Jennifer focuses on business development and market strategy for J.P. Morgan's largest U.S. plan sponsors and is responsible for advising national accounts in the West region with regard to plan design, full-service outsourcing solutions, investment management services and industry best practices. Previously, she served as a client advisor, responsible for relationship development and consulting. She has more than six years of prior experience with Fidelity Investments working with plan participants and plan sponsors in establishing and administering plans of all sizes. She holds a bachelor's degree in English from the University of Vermont. Jennifer is a member of the Western Pension & Benefits Conference, San Francisco Chapter and is registered with the Financial Industry Regulatory Authority (FINRA) with Series 6, 7 and 63. She has more than 22 years of employee benefits experience.

David Embry
Head of Sales and Sponsor Services

David Embry, who joined the firm in 1991, is located in Kansas City, Missouri. With more than 19 years in the industry, most of those with J.P. Morgan, David has experience in a variety of disciplines including sales, marketing and relationship management. As head of the J.P. Morgan Retirement Plan Services sales organization, David has helped grow the business from the 13th largest defined contribution provider (ranked by assets) to the 7th largest*. In his current role, he leads the teams responsible for ensuring plan sponsors receive high-quality service from the day they first consider becoming a client through their relationship with the firm. David is a member of the J.P. Morgan Retirement Plan Services' Operating Committee. He also serves on the management team for the Institutional Americas business of J.P. Morgan Asset Management. He earned a bachelor's degree in business administration from Southwest Baptist University and a master's of business administration in finance from the University of Missouri-Kansas City. David is registered with the Financial Industry Regulatory Authority (FINRA) with Series 7, 24 and 63 licenses.

*Plan Sponsor Magazine, June 2009; ranking by total 401(k) plan assets.

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