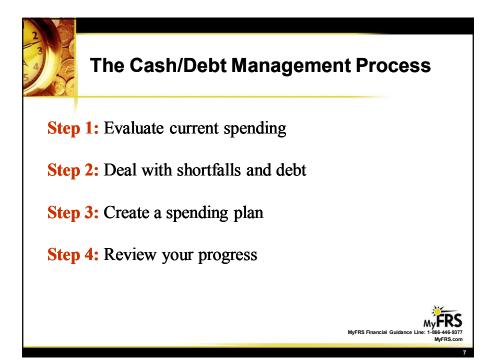
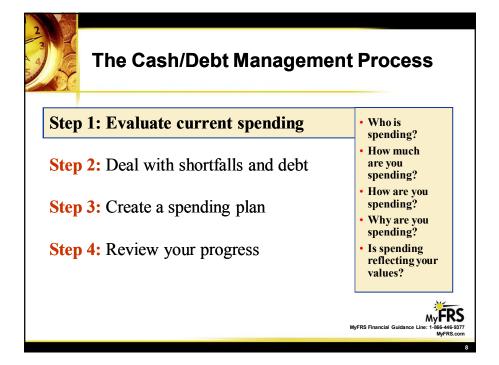


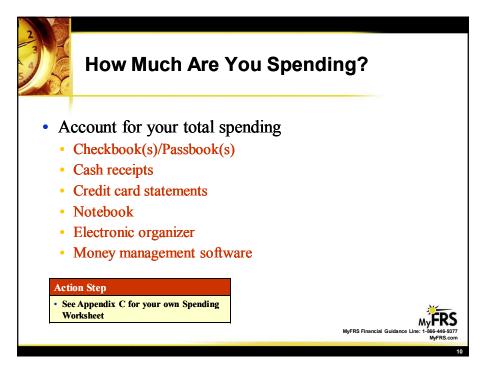
Sample Cash Flow Statement

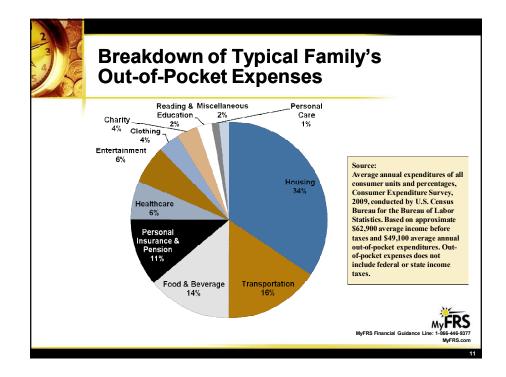
	\$35,000
Interest & Dividends	500
Total Income	\$35,500
Necessary Living Expenses	\$(18,000)
Discretionary Living Expenses	(4,800)
Non-Deductible Debt Repayments	(2,400)
Federal Income and FICA Taxes	(5,500)
Taxable Savings	(1,000)
Tax-Deferred Savings	(2,800)
Total Expenses	\$(34,500)
Annual Net Cash Flow	\$1,000



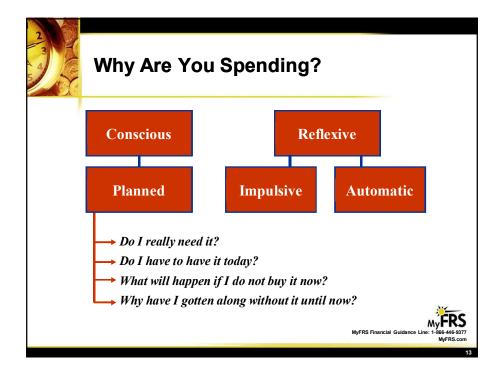


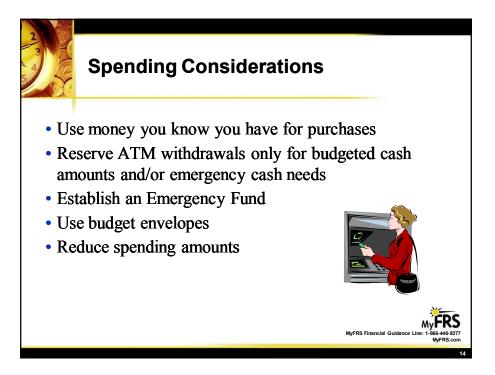


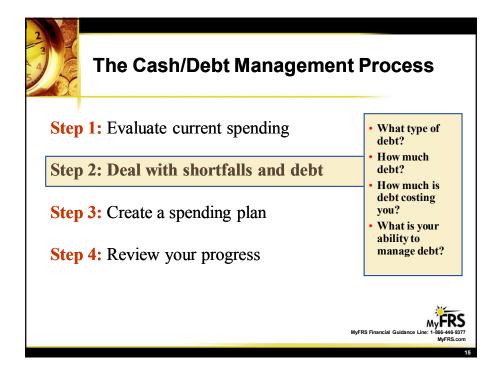


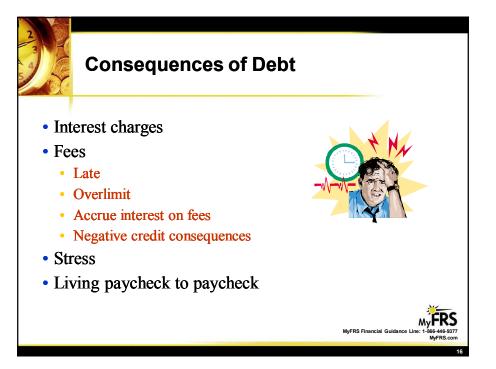


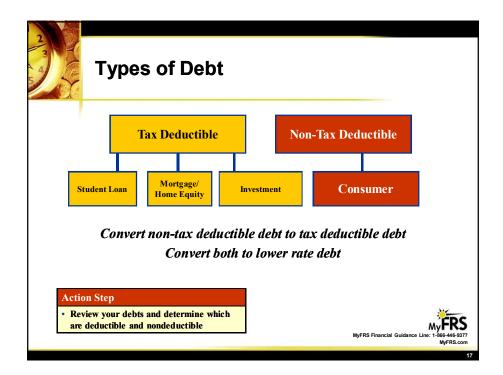
KO	How Are	You Spending	?
	Spending Approach	Use For	Don't Use For
Cash	 Cash Check ATM Debit Card Electronic Funds Transfer 	Day-to-day expenses Big ticket items	 Big ticket items you cannot afford over a short period of time – e.g. buying a hom
Borrow	Loans Home Mortgage Home Equity Savings Plan Investment Student Credit Union Credit Union	Big ticket items - e.g. home improvement Education Items that can be paid off in 12 months or interest free 12 months same as cash Pay at work is stable or growing	 Daily expenses When more important goals than what you want to borrow for are not being me When you think you could lose your job When your health is poor or concerned about a change in family's situation
Defer	• Before-tax • After-tax	Big ticket items Items that you do not wish to borrow for Items you'll want when you won't be working If you want to use time and compounding to make items less expensive	When you are giving up buying items that are more important to you today

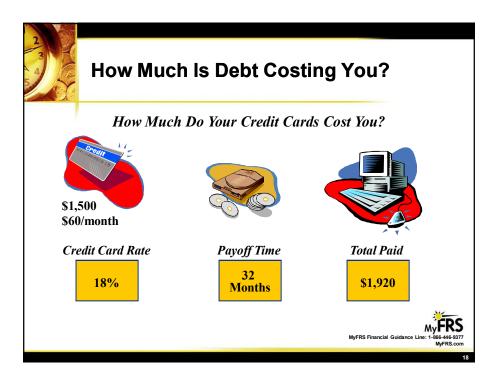


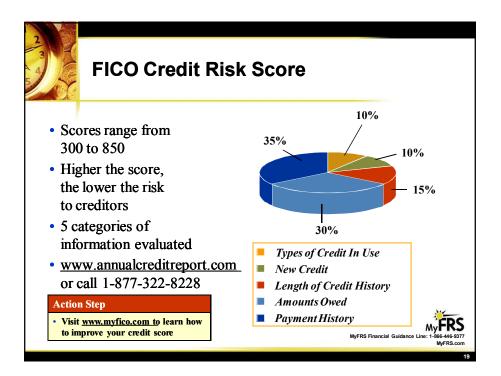










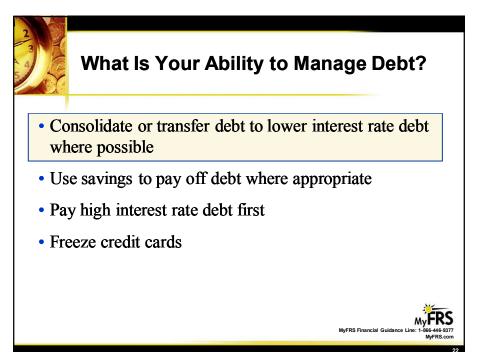




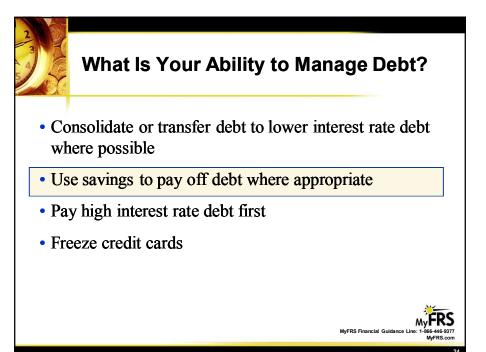
- Make payments on time
- Manage available credit
- Low ratio of used/available credit
- Maintain long-running accounts
- Minimize new credit
- Utilize various types of credit
- Ensure data is correct



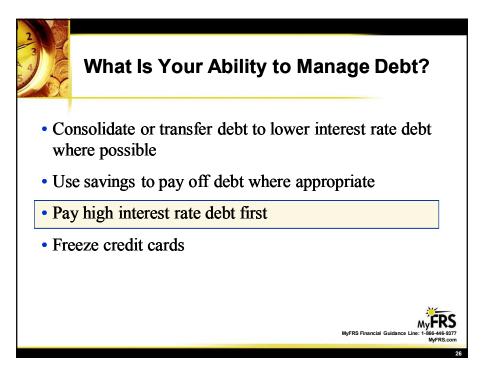
- Consolidate or transfer debt to lower interest rate debt where possible
- Use savings to pay off debt where appropriate
- Pay high interest rate debt first
- Freeze credit cards

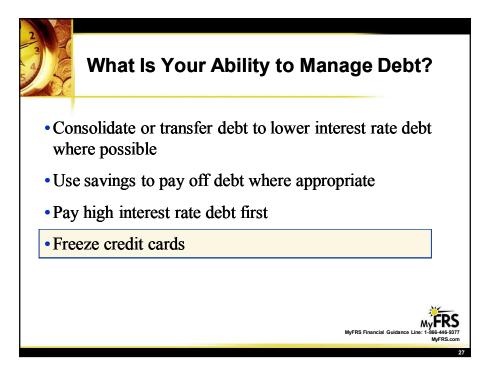


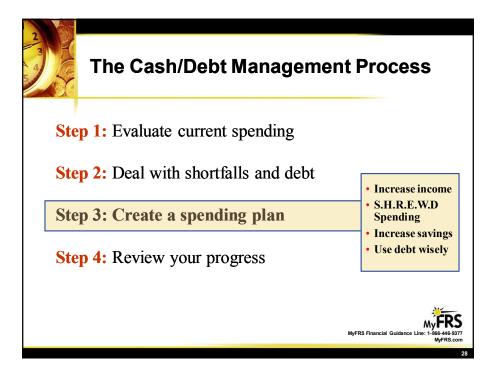
	Cost	of Debt	
	Auto Loan	Credit Card	Home Equity Loan
Rate	5.50%	18.00%	6.50%
Tax Effect	(0.00%)	(0.00%)	(1.63%)
Net Rate	5.50%	18.00%	4.87%

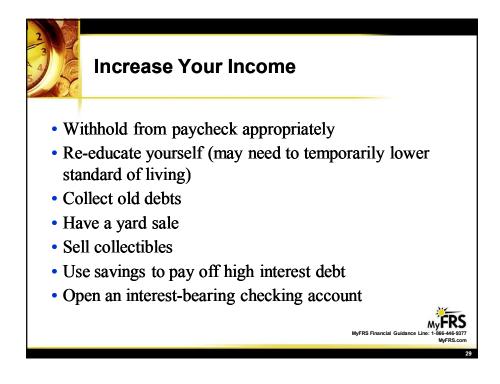


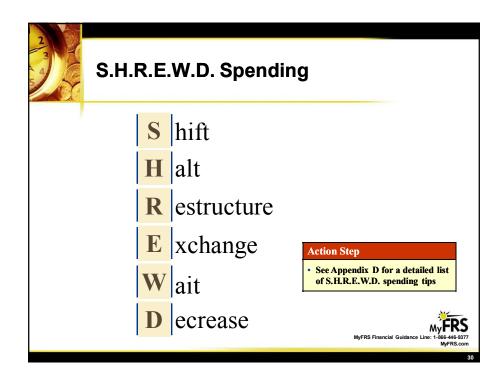
	v		
	Deductions		Income
Mortgage Loan	Home Equity Loan	Auto Loan	Investment Earnings
5.00%	6.50%	5.50%	7.00%
(1.25%)	(1.63%)	(0.00%)	(1.75%)
3.75%	4.87%	5.50%	5.25%
	Loan 5.00% (1.25%)	Mortgage Loan Home Equity Loan 5.00% 6.50% (1.25%) (1.63%)	Mortgage Loan Home Equity Loan Auto Loan 5.00% 6.50% 5.50% (1.25%) (1.63%) (0.00%)

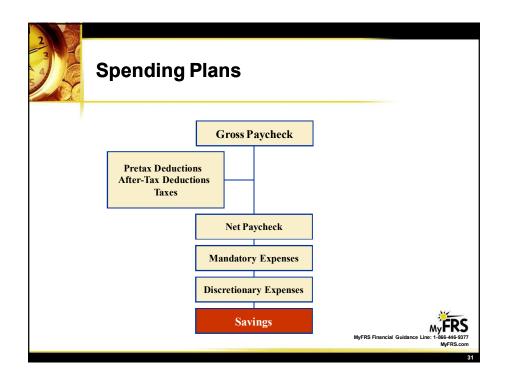


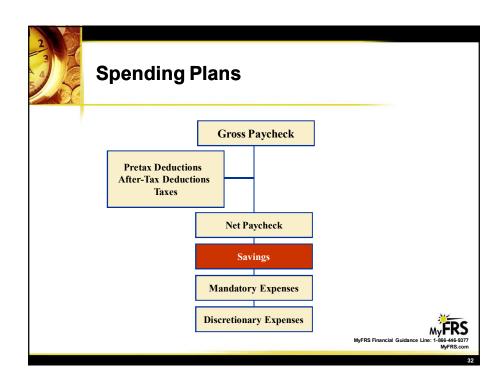


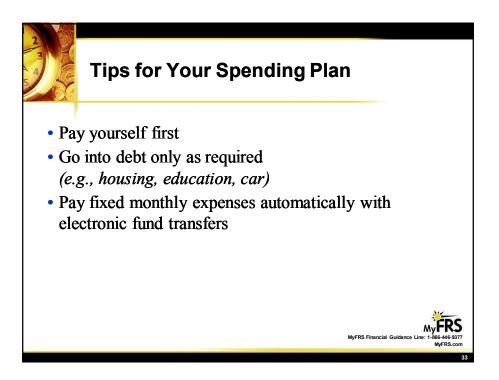


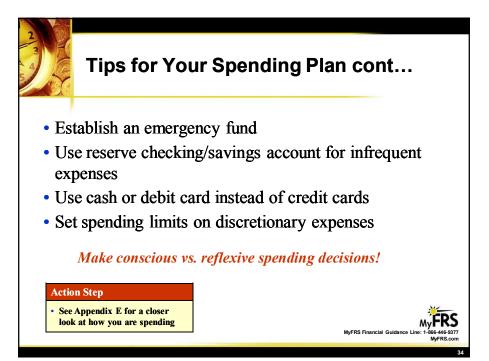


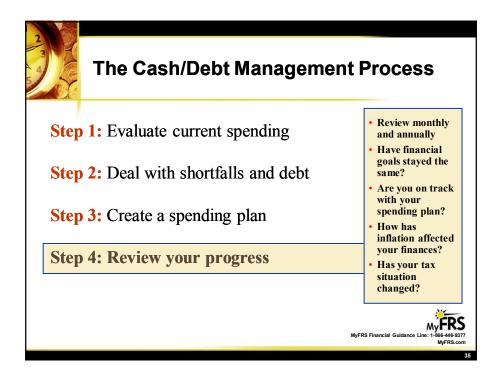


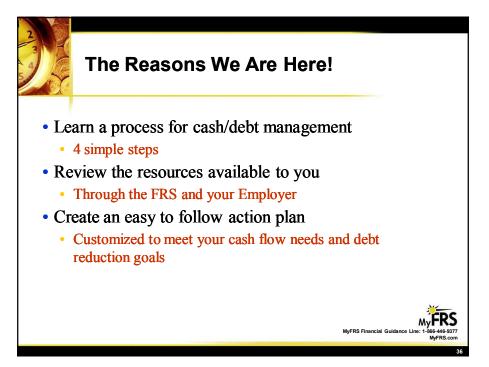






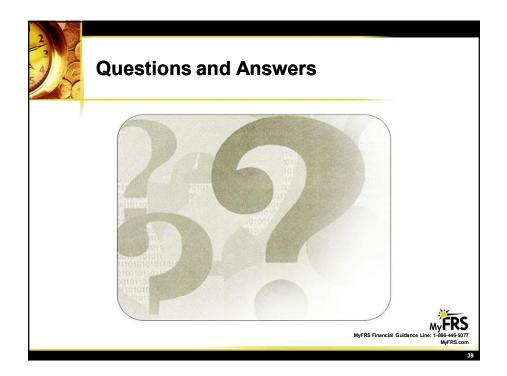








Next Steps: Person	al Action Plan
Action Steps	Done
	×=-
	MyFRS Financial Guidance Line: 1-866-446-





APPENDICES

Cash and Debt Management Workshop

Appendix	Description	Page
Α	Personal Action Plan	1
в	Cash Flow Worksheet	2-3
С	Spending Worksheet	4-9
D	S.H.R.E.W.D. Spending Tips	10-11
Е	How Are You Spending?	12-14
F	Disclosure Statements	15-19



Appendix A

PERSONAL ACTION PLAN

Action Step	When	Done
		🗅
		–
		U
	<u> </u>	□
		L
		🖣
		🗅

Appendix B

CASH FLOW WORKSHEET

	Monthly		Annual	
Income				
Salary	\$		\$	
Bonuses				
Dividends				
Capital gains				
Interest				
Net rents and royalties				
Self-employment income				
Social Security				
Distributions from trusts or partnership				
Pension income				
Other income				
Total cash available (A)	\$	(A)	\$	

CASH FLOW WORKSHEET

	Monthly		Annually	
Expenditures				
Home mortgage (or apartment rent)	\$		\$	
Utilities				
Gas/oil				
Electricity				
Water				
Sewer				
Home maintenance				
Property taxes				
Car payments				
Car/commuting expenses				
Maintenance and repairs				
Gas				
Commuting fees/tolls				
Credit card/loan payments				
Insurance premiums				
Life				
Health				
Disability				
Car				
Home				
Liability				
Other				
Income taxes				
Employment taxes (Social Security & Medicare)				
Clothing				
Child care				
Food				
Medical expenses				
Education				
Vacations				
Entertainment				
Alimony				
Charitable contributions				
Gifts				
Personal items				
Savings/investments				
Company savings plans				
Emergency fund				
Investment fund				
Other payments				
Total cash expenditures	\$	(B)	\$	
Net cash inflow/(outflow)	\$	(A-B)	\$	

Appendix C

SPENDING WORKSHEET

Spending Worksheet as of

You can adapt this spending worksheet to reflect your particular circumstances. The worksheet will help you organize regular expenses as well as those incurred less frequently.

Fixed, variable and discretionary expenses.

The spending worksheet breaks out your expenses into three categories – fixed, variable and discretionary. Categorizing your expenses in this matter will help you to determine exactly where you can immediately cut back and where you simply cannot redirect spending right away.

- Fixed required expenses include regular living expenses which remain constant, for example, rent or mortgage payments, tuition, car payments, insurance payments, etc.
- Variable required expenses include expenses incurred regularly, but the amount varies, for example, clothing, groceries, gifts, haircuts, your telephone bill, etc.
- Discretionary expenses are those that you have complete immediate control over, for example, entertainment, books and CDs, decorating, etc.

Often, the lines get blurred over which expenses are fixed, which are variable and which are discretionary. For instance, if a telephone bill remains roughly the same amount each month, it would be a fixed expense. If the telephone bill changes substantially each month, it would be a variable expense. Any amounts represented by special features like call waiting, would be discretionary expenses.

To understand where you can cut spending, write down your expenses and label each one as fixed, variable or discretionary. Suggestion: Make copies of this worksheet and update it as your spending habits change.

Savings	Amount	Fixed	Variable	Discretionary
401(k), 403(b) or 457 account	\$			
	\$			
	\$			
	\$			
	\$			
	\$			
	\$			
	\$			
Savings Total	\$			

			Appendix	C (continued)
Housing	Amount	Fixed	Variable	Discretionary
Rent	\$			
Mortgage	\$			
Maintenance fees	\$			
Lawn care	\$			
Repairs	\$			
Home improvements	\$			
Utilities: phone, electric, heat, and water	\$			
Property taxes	\$			
Homeowner's insurance	\$			
	\$			
	\$			
	\$			
	\$			
	\$			
Housing Total	\$			

Other housing (home furnishings)	Amount	Fixed	Variable	Discretionary
Bedding: sheets, pillows, blankets, etc.	\$			
Kitchen appliances	\$			
Cookware	\$			
Decorating	\$			
Furniture	\$			
Electronic equipment	\$			
	\$			
	\$			
	\$			
Other Housing Total	\$			

Food	Amount	Fixed	Variable	Discretionary
Regular grocery shopping	\$			
Restaurant meals	\$			
School lunches	\$			
Coffee, vending machines, snacks	\$			
	\$			
	\$			
	\$			
	\$			
Food Total	\$			

Cash and Debt Management – Smart Spending Workshop

Clothing	Amount	Fixed	Variable	Discretionary
Work clothes	\$			
Casual clothes	\$			
Formal wear	\$			
Accessories: handbags, wallets, belts, etc.	\$			
Coats	\$			
Shoes	\$			
Sneakers	\$			
Hosiery/socks	\$			
Underwear/sleepwear	\$			
Dry cleaning	\$			
School uniforms	\$			
Sports clothes	\$			
	\$			
	\$			
	\$			
	\$			
Clothing Total	\$			

Insurance	Amount	Fixed	Variable	Discretionary
Life (Person 1)	\$			
Life (Person 2)	\$			
Excess liability	\$			
Long-term care (Person 1)	\$			
Long-term care (Person 2)	\$			
Disability (Person 1)	\$			
Disability (Person 2)	\$			
Insurance Total	\$			

Transportation	Amount	Fixed	Variable	Discretionary
Gas	\$			
Tolls	\$			
Vehicle insurance	\$			
Trains/buses	\$			
Loan or lease payments	\$			
Car maintenance, washes, etc.	\$			
	\$			
	\$			
Transportation Total	\$			

Medical & Dental	Amount	Fixed	Variable	Discretionary
Insurance	\$			
Co-payments	\$			
Amounts not covered	\$			
Prescriptions	\$			
Over-the-counter medicine	\$			
Vision	\$			
	\$			
	\$			
	\$			
	\$			
	\$			
	\$			
Medical & Dental Total	\$			
Debt	Amount	Fixed	Variable	Discretionary
Education loans	\$			
Home equity loans	\$			
Credit card: balances, interest, etc.	\$			
Other personal loans	\$			
Mortgage	\$			
Car	\$			
	\$			
	\$			
Debt Total	\$			

Children	Amount	Fixed	Variable	Discretionary
Daycare	\$			
Tuition payments	\$			
Music and dance lessons	\$			
Sports	\$			
Other after school activities	\$			
Day Camp/ Sleep-away camp	\$			
Allowance	\$			
Clothing	\$			
	\$			
	\$			
Children Total	\$			

Entertainment	Amount	Fixed	Variable	Discretionary
Movies, videos	\$			
Theater	\$			
Amusement parks	\$			
Music CDs/music downloads	\$			
Books	\$			
Subscriptions/dues	\$			
Cable T.V.	\$			
Vacations	\$			
	\$			
	\$			
	\$			
Entertainment Total	\$			

Gifts	Amount	Fixed	Variable	Discretionary
Holidays	\$			
Birthdays	\$			
Anniversaries	\$			
Mother's Day/Father's Day	\$			
Valentine's Day	\$			
Weddings	\$			
Bridal showers	\$			
House warming	\$			
Charities	\$			
	\$			
	\$			
Gifts Total	\$			

Personal	Amount	Fixed	Variable	Discretionary
Haircuts	\$			
Special hair styling	\$			
Manicures/pedicures	\$			
Cosmetics	\$			
Contact lens fluid	\$			
Health club	\$			
	\$			
	\$			
	\$			
	\$			
Personal Total	\$			

Appendix C (continued)

Cash and Debt Management – Smart Spending Workshop

Pets Food Supplies Boarding Grooming Veterinarian bills Pets Total	Amount \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$	Fixed	Variable	Discretionary
Taxes Federal income taxes State taxes Local taxes Social Security taxes Taxes Total	Amount \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$	Fixed	Variable	Discretionary
Miscellaneous Bank fees Annual credit card fees Luggage Travel	Amount	Fixed	Variable	Discretionary

Miscellaneous Total

Appendix D

S.H.R.E.W.D. SPENDING TIPS

\$_____

	S.H.R.E.W.D. Household Spending
Shift	 Purchase front-load clothes washer Purchase curtains to alleviate heating/ cooling Install plastic storm-windows Caulk window and door frames Weather-strip doors Use low-watt light bulbs when possible
Halt	 Don't purchase cordless phones (take advantage of warranties if you do) Don't let the hot water run while shaving or rinsing dishes Don't daydream while staring at an open fridge Don't let the water run while brushing your teeth Turn outdoor lights off overnight
Restructure	 Purchase checks from manufacturer rather than from bank Run the dishwasher, clothes washer and clothes dryer only when full Cook as many things in the oven at one time as possible and open the oven door as little as possible
Exchange	Use fans instead of air conditioners
Wait	
Decrease	 Place long-distance calls during bargain times Purchase items at an estate sale/auction or yard sale Turn lights and the TV off when you leave the room Set thermostat to 68 degrees and lower to 60 degrees at night and when no one is in the house Place an insulation blanket on your water heater Keep radiators and air outlets clean Dust the coils on the refrigerator
	S.H.R.E.W.D. Dining Out Spending
S hift	Pay cash when dining out
Halt	Avoid restaurants in tourist areas
Restructure	
Exchange	Form a dinner club with friends
Wait Decrease	 Order restaurant specials Do not over tip Limit drinks to one per person Pack a lunch for school or work Eat at home whenever possible

	S.H.R.E.W.D. Clothing Spending
Shift	Bring only the cash needed to purchase the clothes on your list
Halt	 Avoid malls Avoid trendy fashions
Restructure	
Exchange	 Buy clothes that can mix and match Buy quality
Wait	Shop the change of season sales
Decrease	 Return clothes that will not be worn Shop at outlets Discount, Factory, or Irregular Shop with a written list Always try clothes on before you buy

S.H.R.E.W.D. Food Spending		S.H.R.E.W.D. Auto Spending	
S hift	Plan a weekly menu	S hift	
Halt	Avoid junk foods	Halt	Avoid car dealers for specialty work
Restructure		Restructure	•
Exchange	Buy the store brand	Exchange	Downsize cars for fuel efficient vehicle
Wait		Wait	Drive current car longer
Decrease	 Compare prices/check unit values Clip coupons Avoid convenience stores Shop the specials Use price books Buy non-food items at a discount store Shop with a written list Bring only the cash needed to purchase groceries on your list Shop alone Shop once a week to avoid impulse buys Double-check grocery cart before check-out Eat before you shop 	Decrease	 Comparison shop Purchase lower octane gas Use public transportation, car pool, bike or walk Shop for the best gas price Service your car regularly Fix minor problems before they escalate to major problems Combine errand trips Shop around for repair prices and obtain written quotes Get a second opinion for unexpected repairs

Appendix E

HOW ARE YOU SPENDING?

Examine the mechanics of your spending. Taking a closer look at how you spend could help to pinpoint any possible trouble areas. As you create a lifetime spending plan, you should reassess whether your current spending methods are the best based on your current needs and spending habits.

If you are like most people, you probably use two or more of the spending methods mentioned below.

	Spending Approach	Use for:	Don't use for:	
Cash	 Cash Check ATM Debit Card Electronic Funds Transfer Charge Card 	 Day-to-day expenses Big ticket items 	 Big ticket items you cannot afford over a short period of time – e.g., buying a home 	
Borrow	 Loans Home mortgage Home equity Investment Student Credit Union Credit Card 	 Big ticket items – e.g., home improvements Education Items that can be paid off in 12 months or interest free 12 months same as cash Pay at work is stable or growing 	 Daily expenses When more important goals than what you want to borrow for are not being met When you think you could lose your job When your health is poor or concerned about a change in family's situation 	
Defer	 Before-tax After-tax 	 Big ticket items Items that you do not wish to borrow for Items you'll want when you won't be working If you want to use time and compounding to make the items less expensive 	 When you are giving up buying items that are more important to you today 	

The chart below shows the advantages and disadvantages for each spending method listed.

Spending Method	Advantages	Disadvantages
Cash	You will not be tempted to spend money that you do not have	Provides no record of spending unless you keep receipts
		No protection if property is lost or stolen
Check	Provides a record of spending	Not always accepted
	You will not be tempted to spend money that you do not have	More time consuming
АТМ	Provides a record of spending	No protection if property is lost or stolen
	You will not be tempted to spend money that you do not have	ATM user fees
Debit Card	Provides a record of spending	No protection if property is lost or stolen and not reported promptly
	You will not be tempted to spend money that you do not have	
	Overdraft protection if issued by credit holder	
Electronic Funds Transfer	Provides a record of spending	Transfer mistakes
	You will not be tempted to spend money that you do not have	Provides no record of spending unless you receive a confirmation
Home Mortgage Loan	Interest paid may be deductible on your personal income tax return	Potential for significant balance
		Higher interest rate the longer the term of the loan
	Enables you to purchase a home you otherwise could not afford to buy	Tax law limitations on the amount of the interest deduction
Home Equity Loan	Interest paid may be deductible on your personal income tax return	Generally, higher interest rate than home mortgage loans

Home Equity Loan	Enables you to purchase something you otherwise could not afford to purchase	Tax law limitations on the amount of the interest deduction
	Generally lower interest rate than personal loans and/or credit cards	
Investment Loan	Interest paid may be deductible on your income tax return	Interest deduction allowed only to the extent of interest income realized
	Enables you to invest when you otherwise could not afford to	Achieve lower return on investment than the interest rate incurred on the loan to fund such investment
Student Loan	Interest paid may be deductible on your personal income tax return	Potential for significant balance
		Higher interest rate the longer the term of the loan

* Float: The time period between the date of purchase and the date your payment is due and the potential to earn interest on the funds earmarked to pay off the purchase at it's due date.

Appendix F

NOTICE TO FRS EMPLOYEES

Dear Employee:

The FRS has engaged Ernst & Young LLP to provide financial planning education workshops to its employees. We expect that you will find Ernst & Young's services to be valuable, but we think it is also important that you understand the scope of these services. The following explains what financial education workshops can and cannot do for you, particularly as regards investment planning.

General Financial Planning Considerations

Here are points to understand regarding your personal financial planning and your participation in financial planning workshops:

- Ernst & Young has prepared certain financial planning materials and is providing other services for your personal use as an employee of the FRS.
- The financial education program includes historical financial information and well-accepted financial planning strategies. It may also include information on Social Security benefits and your company benefit plans. This information is based on sources that Ernst & Young believes to be reliable. However, Ernst & Young cannot guarantee its accuracy.
- Past performance, which may be referenced in the program, is not a guarantee or even necessarily an indication of future results.
- The financial planning materials you receive will not change or affect your rights under your company benefit plans. In all cases, the company's plans govern.
- As you plan your financial future, you will need to make assumptions about future financial trends (such as inflation
 and rates of return), laws and regulations, and apply these to your particular circumstances. Your results can be
 significantly affected by even small changes in your assumptions, your individual circumstances or laws and
 regulations, as well as the extent to which your assumptions ultimately vary from actual financial conditions. You may
 need to reevaluate your financial planning strategy and your decisions from time to time to determine if any changes
 have occurred that would necessitate amendments to your assumptions or plan.
- A financial education program provides only some of the resources for assisting you in preparing your financial planning strategies. Financial education does not provide accounting, tax or legal advice and does not involve recommendation of specific investments.
- You need to decide on your own whether to consult with a financial advisor or other professional regarding your personal circumstances. If you do, please be aware, you may incur additional costs.
- In providing financial education, Ernst & Young may help you decide on your asset allocation or help you make
 informed assumptions about rates of return and other investment issues. While Ernst & Young will help you
 understand what you need to do, you are responsible for making and acting on these decisions. Ernst & Young
 cannot provide you with all information that may be relevant nor can any materials provided address every possible
 scenario in connection with such decisions.
- Neither Ernst & Young nor your employer will make any financial planning decisions for you or assume any
 responsibility for decisions you make.
- Ernst & Young may provide audit or other accounting services to the investments or service providers discussed. The
 provision of other services will not be a determining factor whether to discuss or recommend an investment or service
 provider.

Privacy of Information Provided to Ernst & Young

In the event Ernst & Young collects nonpublic personal information about you from you or other sources authorized by you, Ernst & Young will not disclose such information to third parties, except as permitted by law or as otherwise authorized by you. Ernst & Young maintains physical, electronic, and procedural safeguards to guard your nonpublic personal information.

Further Considerations

All services are provided "as is," and there are no warranties of any kind or nature, whether express or implied, including but not limited to warranties of merchantability or fitness for a particular purpose or use. In addition, neither Ernst & Young nor its affiliates nor any of their partners, officers, directors or employees shall be liable to you for any services performed or omitted or for any errors of judgment, or for consequential, incidental, indirect, punitive or special damages in connection with providing the services described above. Federal securities laws impose liabilities under certain circumstances on certain persons, even those who act in good faith, and therefore nothing in this notice constitutes a waiver or limitation of any rights that you may have under these laws.

If you should have any kind of claim or dispute with Ernst & Young as a result of this program, these will be resolved in accordance with Ernst & Young's Alternative Dispute Resolution Procedures ("Procedures") in effect on the date of this notice. You may receive a copy of the Procedures by requesting them from the Compliance officer of Ernst & Young, at the following address:

200 Plaza Drive Suite 2222 Secaucus, NJ 07094

* * * * * *

If, after considering the issues discussed above, you do not want to participate in financial education and counseling in conjunction with this program, please contact your Human Resource Professional for the FRS, as soon as possible.

FOR INFORMATIONAL PURPOSES ONLY

DISCLOSURE STATEMENT

Ernst & Young LLP Ernst & Young Investment Advisers LLP

Employee Financial Services

Ernst & Young LLP ("E&Y"), under the supervision of Ernst & Young Investment Advisers LLP ("EYIA"), provides Employee Financial Services ("EFS"), including investment education and counseling services to employees, members of associations, unions or other large groups ("Participants") pursuant to engagements by corporate employers, pension plan trustees, or other entities formed for the benefit of such Participants ("Sponsors"). Such services are provided though E&Y's Personal Financial Services Practice, a functional specialty within the firm's Tax Department. EYIA is registered with the Securities and Exchange Commission as an investment adviser under the Investment Advisers Act of 1940 ("Advisers Act") and maintains its main office at 200 Plaza Drive, Suite 2222, Secaucus, NJ 07094 (telephone: 201-872-6547).

Employee Financial Services ("EFS")

E&Y's services to Participants are rendered to such persons in a manner determined by their Sponsors. E&Y services to Participants may include some or all of the following:

1. Enabling Participants to access a toll-free "EY Financial Planner Line", staffed by E&Y planners or consultants, for assistance with personal financial planning matters.

2. Designing or presenting workshops for Participants concerning the financial planning process and alternatives available under the Sponsor's benefit plans.

3. Providing access to a financial planning website for use by Participants.

4. Providing various personal finance and tax-related publications, in print form or by audio or other visual means.

5. Making available to Participants and survivors of Participants, financial education and counseling assistance with respect to retirement plan distributions; company benefit and compensation plans; estate settlements and planning; life insurance policies; and other related issues.

6. Providing in-person personal financial advisory services to Participants pursuant to an engagement by a Sponsor.

As part of the personal financial advisory services, both in-person and via the EY Financial Planner Line, E&Y may prepare personal asset allocation targets (based on modern portfolio theory and using E&Y's own or other approved financial planning tools) for such Participants after obtaining and evaluating information concerning their individual circumstances provided by each Participant in response to an E&Y questionnaire. Participant specific advice (i.e., personal asset allocation targets) will generally be confirmed in writing.

E&Y does not recommend, and should not be deemed to have recommended, any particular investment as an appropriate investment for the Participants and discussions of various investments should not be construed as such a recommendation.

E&Y's advisory services also may be offered by a Sponsor to Participants in tandem with the personal advisory services of another registered investment adviser designated by the Sponsor that is not affiliated with E&Y ("Other Adviser"). In some EFS engagements, the Sponsor contemplates that E&Y will refer individual Participants to the Other Adviser for specific recommendations and/or implementation of the Participant's investment decisions. Such referrals by E&Y do not constitute a recommendation of the Other Adviser by E&Y to Participants, and, in such cases, E&Y does not perform any quantitative or qualitative screening procedures with respect to the Other Adviser.

E&Y, in certain circumstances, is contracted solely to help train employees of financial institutions seeking to offer financial and tax planning services to clients. Such services do not involve E&Y providing advice directly to the clients of such financial institutions, but rather entails training a financial institution's counselors on financial and tax planning topics and such other support as is mutually agreed upon by E&Y and the financial institution.

All Selections and Investments Are Made Solely by the Participating Employee

E&Y's investment education and counseling does not include recommendations concerning the purchase or sale of particular investments or particular industry sectors. E&Y may provide counseling on the purchase or sale in the context of providing tax, compensation and benefits, or estate planning services, but that counseling does not reflect a view as to the intrinsic merits of the investment. All decisions to invest in or dispose of particular investments are made solely by the participant in the exercise of his or her own discretion.

<u>Fees</u>

Fees for EFS Services generally are negotiated between E&Y and the Sponsors of such groups on a case-bycase basis. They usually are based upon (i) a "per capita" eligible employee or member amount, (ii) a "usage by Participants" amount, (iii) the volume of calls by Participants to EY's Financial Planner Line, (iv) the number of workshops designed and presented by E&Y, or (v) other negotiated factors. E&Y's fees in such engagements may be paid wholly or partially either by the Sponsor or by Participants, whose payments for services received (if any) may be collected by the Sponsor through payroll deductions and remitted to E&Y. Participants also may incur expenses for fees to any other investment adviser they may consult and will be responsible for transaction charges imposed by broker-dealers through or with whom they effect transactions for their accounts. Generally E&Y's contracts with Sponsors for services to Participants are terminable by either party in accordance with a specified notice period. In addition, Participants receiving advisory services by E&Y (including a Participant who pays in whole or in part for the services rendered to such Participant) may terminate participation at any time. If such a contract or participation is terminated at a time other than the end of the quarter, a pro rata portion of any quarterly or other fee paid in advance is refunded.

Investment Advisers

All personal investment advice, and most impersonal investment advice, typically is given only by E&Y Financial Planners. Financial Planners are persons who spend all or substantial portions of their time on financial planning. Typically, all of these professionals have at least a degree from a four-year college or university and must meet such other standards as EYIA may establish from time to time. Those standards may include participation in continuing education programs each year and maintaining what E&Y regards as significant involvement in financial counseling engagements. Moreover, Financial Planners must satisfy applicable State investment adviser representative registration requirements or pass the Series 65 Uniform Investment Adviser Exam of the National Association of Securities Dealers, Inc. In some instances, E&Y may retain consultants to assist in providing workshops and staffing the Financial Planner Line. Generally, consultants are subject to the same requirements as E&Y Financial Planners. However, consultants are not subject to the same public accounting independence requirements as E&Y Financial Planners and their continuing education programs differ in some respects.

Monitoring, Reviews and Reports

In the case of EFS engagements that extend beyond one year and involve the provision of personal advisory services to Participants, Participants are asked questions concerning any changes in their relevant individual circumstances. E&Y will take into account the changed circumstances of any Participant of which it has notice in the event that Participant seeks additional personal advisory services from E&Y.

Miscellaneous

Clients and prospective clients of E&Y also should be aware of the following additional information concerning E&Y and EYIA:

<u>Custody of Securities or Funds</u>. E&Y does not manage participant accounts on a discretionary basis and does not take custody of participant securities or participant funds.

<u>Other Financial Industry Activities</u>. As noted above, EYIA is responsible for supervising the investment advisory services provided by E&Y. E&Y and Ernst & Young (U.S.) are general partners of EYIA. In consideration of EYIA's supervising the rendering of investment planning services provided by E&Y, E&Y provides EYIA with office and filing space, staff and other assistance. All of EYIA's time is spent supervising the compliance and operations of the investment planning services provided by E&Y.

Other Business Activities. E&Y is a public accounting firm which spends substantially all of its time providing accounting, audit, tax, and business advisory services.

Education and Business Background. Below are the backgrounds and five year business histories of each EYIA Advisory Board member: (1) Name, (2) year of birth, (3) education and (4) business background for preceding five years of EYIA Advisory Board members:

- 1. Glenn H. Hascher (Chair)/2. 1961
- 3. B.S., Economics, Rutgers University, New Brunswick, NJ
- 4. November 1988 to date, Ernst & Young LLP
- 1. R. Lynn Pettus/2. 1968
- 3. B.A., Accounting, Converse College, Spartanburg, SC
- 4. 1997 to date, Ernst & Young LLP
- 1. Kym M. Hubbard/2. 1957
- 3. B.A., Accounting, Bradley University, Peoria, IL
- 4. 2004-2007 Illinois State Board of Investment, 2007-2008 Illinois Finance Authority, 2008 to date, Ernst & Young LLP
- 1. Charles R. Kowal/2. 1953
- 3. B.S.B.A., Accounting, Bowling Green State University; J.D., Case Western Reserve University
- 4. May 1975 to date, Ernst & Young LLP
- 1. Robert J. Porter/2. 1964
- 3. B.S., Siena College, Loudonville, NY
- 4. 1998 to date, Ernst & Young LLP
- 1. Greg Rosica/2. 1964
- 3. University of Florida, Gainesville, FL, BS Accounting with Honors 1986; University of Florida, Gainesville, FL, MS Accounting 1988
- 4. 2002 to date, Ernst & Young LLP; 1988 to 2002 Arthur Andersen LLP
- 1. James G. Wolf/2.1955
- 3. University of Notre Dame, South Bend, IN, BBA Finance; University Of Texas, Austin, TX, MBA
- 4. 1985 to date, Ernst & Young LLP