

ACKNOWLEDGEMENT OF CUSTODIAL ACCOUNT
THROUGH EMJAY CORPORATION

WHEREAS, the undersigned Employer, or certain employees of Employer, is the Trustee of a 401(a) Plan it maintains for its employees (the "Plan") pursuant to section 401(a) of the Internal Revenue Code of 1986, as amended (the "Code"), or the undersigned Employer has appointed an entity other than EMJAY Corporation ("EMJAY") to serve as Trustee or Custodian of the Plan (hereinafter collectively referred to as "Plan Trustee"); and

WHEREAS, Plan Trustee holds title to all assets and income invested under the Plan for the exclusive benefit of Plan participants and their beneficiaries; and

WHEREAS, the Employer desires that all cash contributions to the Plan pending investment, all cash being transferred among the investment options offered by the Plan and all cash awaiting distribution to Plan participants and beneficiaries be held in a custodial bank account for the exclusive benefit of Plan participants and their beneficiaries; and

WHEREAS, EMJAY agrees to serve as Custodian solely for Plan assets residing in the EMJAY custodial bank account held at a commercial bank pending investment or disbursement and to hold such assets for the exclusive benefit of the Plan's participants and beneficiaries;

WHEREAS, Custodian shall not be liable for any claims, liabilities, or expenses arising from or alleged to arise from any action or inaction taken by Custodian pursuant to the direction of Employer or any authorized agent thereof. Employer specifically releases Custodian from any liability except to the extent Custodian has committed negligence or malfeasance in the exercise of its responsibilities hereunder.

NOW THEREFORE, Employer hereby appoints EMJAY, and EMJAY agrees to serve, as Custodian, effective December 1, 2006, solely with respect to Plan assets while such assets are in the EMJAY bank account pending investment in or distribution from the Plan.

Notices to Employer shall be directed and mailed as follows:

Gwinnett County
Department of Financial Services
75 Langley Drive, Lawrenceville, GA 30045-6900
Attention: Lisa Johns, Director of Financial Services

Notices to Custodian shall be directed and mailed as follows:

EMJAY Corporation
8515 E. Orchard Rd., 6T2
Greenwood Village, CO 80111
Attention: Mile Edwards

Custodian's compensation for the custodial services being provided under this agreement is included in the fees being received by Great-West Life & Annuity Insurance Company ("Great-West") under the Administrative Service Agreement between the Employer and Great-West.

EMPLOYER:

EMJAY CORPORATION:

BY:

Josh D. Gannell

BY:

Miles Edwards

Miles Edwards

TITLE:

County Administrator

TITLE: Sr. Vice President

DATE:

10-30-06

DATE: 9/1/2006

APPROVED AS TO FORM:

Melinda K. Hill
DEPUTY COUNTY ATTORNEY