

**FIRST AMENDMENT TO THE
PLANO ISD 457 PLAN**

This First Amendment to the Plano ISD 457 Plan (the "Plan") is adopted on the date last set forth below.

WITNESSETH

WHEREAS, Plano Independent School District (the "District") previously established the Plan for the benefit of its eligible employees;

WHEREAS, pursuant to Section 7.1 of the basic plan document for the Plan, the District has retained the authority to amend the Plan; and

WHEREAS, the District desires to amend the Plan to permit transfer contributions from the terminating Plano Independent School District 90-Day 457 Plan;

NOW, THEREFORE, the Plan is hereby amended as follows effective as of the date of adoption of this First Amendment.

1. Notwithstanding Section D.3 of the adoption agreement for the Plan, the Plan shall accept transfer contributions from the Plano Independent School District 90-Day 457 Plan that are made in connection with the termination of such plan. Such contributions shall be made in accordance with Section 3.6 of the basic plan document for the Plan.

2. Except as hereinabove amended, the Plan shall remain in effect as previously amended.

IN WITNESS WHEREOF, this First Amendment to the Plan is executed this _____ day of March, 2006.

PLANO INDEPENDENT SCHOOL DISTRICT

By: _____

Title: _____