



Mellon Bank

Phillip C. Rhodes, Executive Vice President
1000 Mellon Bank Center
Suite 2000
Pittsburgh, PA 15222
412/261-1000

November 17, 1998

Phillip C. Rhodes
Mellon Information Services
AIM# 154-0450

Allan P. Woods
Executive Vice President
Pittsburgh, PA

Dear Phillip:

It gives me great pleasure to inform you that you have been selected to be the recipient of a Premier Achievement Award in the amount of \$1,000.00. Your award will be included in the pay you are scheduled to receive on November 30, 1998.

On behalf of senior management, I would like to congratulate you on a job well done. You are an important member of our team and an essential ingredient to our future success. It's always a pleasure to recognize accomplishments such as yours.

Sincerely

A handwritten signature in cursive script that reads "Allan P. Woods".

Allan P. Woods
Executive Vice President
Mellon Information Services Department

APW/kjt