

**IMPORTANT
NEWS!**

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BENE-FACTS

ABOUT THE 401(k) PLAN

Spring 2009

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Fund Eliminated: Ariel Appreciation Fund eliminated June 1, 2009

The Retirement Plan Committee periodically reviews the investment options available through the TTT West Coast, Inc. 401(k) Retirement Savings Plan. The Committee is the fiduciary responsible for determining the Plan's investment options. The Committee consults with independent financial professionals and determines whether or not to add, freeze or eliminate investment options. Based on poor performance, the Committee froze all future monies into the Ariel Appreciation Fund effective May 1, 2008 and the fund will be eliminated on June 1, 2009. If you currently have a balance in the Ariel Appreciation Fund, unless you take action prior to June 1, 2009, your balance will automatically be transferred to the Spartan® Extended Market Index Fund Advantage Class (an alternative new investment option in the same fund category). Thereafter, you can request to transfer out of the Spartan® Extended Market Index Fund Advantage Class¹ and into any other available investment option by calling Fidelity at (800) 835-5097 or online at www.401k.com.

Funds Frozen: Fidelity Investment Grade Bond Fund & Fidelity Equity Income II Fund will no longer be available starting June 1, 2009

Based on poor performance, the Committee has decided to freeze the Fidelity Investment Grade Bond Fund effective June 1, 2009. Existing balances may remain in the fund however future contributions and exchanges into the fund will no longer be allowed beginning June 1, 2009. If you are currently directing payroll contributions into this fund, you have until May 31st to redirect your contributions into other available choices. Any payroll contributions not redirected by the deadline will automatically be deposited into the PIMCO Total Return Fund III, a comparable bond fund currently offered by the Plan. Similarly, the Committee has decided to freeze the Fidelity Equity Income II Fund effective June 1, 2009. New monies will be redirected to the Eaton Vance Large Cap Value Fund - Class A, a comparable, new large-value asset investment option.

Four new investment options available June 1, 2009

The Spartan® Extended Market Index Fund Advantage Class, Eaton Vance Large Cap Value Fund-Class A, Fidelity U.S. Bond Index Fund and Spartan® International Index Fund Investor Class will be available starting June 1, 2009. A brief summary of these funds is below. View the Quarterly Fund Overviews posted on our website for more information. To request a fund prospectus, visit Fidelity on-line at www.401k.com or call them at (800) 835-5097.

Spartan® Extended Market Index Fund (FSEVX)	Eaton Vance Large Cap Value Fund - Class A (EHSTX)	Fidelity U.S. Bond Index Fund (FBIDX)	Spartan® International Index Fund (FSIIX)²
What it is: A mid-cap blend fund	What it is: A large value fund	What it is: An intermediate-term bond fund	What it is: A foreign large blend fund
Goal: Seeks to provide investment results that correspond to the total return stocks of mid-to-small-capitalization U.S. companies	Goal: Seeks total return	Goal: Seeks to provide investment results that correspond to the total return of the bonds in the Barclays Capital U.S. Aggregate Index	Goal: Seeks to provide investment results that correspond to the total return of foreign stock markets
Who may want to invest: Someone who is willing to ride out stock market fluctuation in pursuit of potentially high long-term results and wants to pursue growth of capital through a portfolio of securities that broadly represent a specific market	Who may want to invest: Someone who wants the potential for long-term growth of capital and potential dividend income which is characteristic of larger companies	Who may want to invest: Someone who is looking for a higher return than a money market fund, willing to accept the greater investment risk of bonds of companies & government agencies and hopes to match the performance of the overall bond market as measured by the Lehman Brothers Aggregate Bond Index	Who may want to invest: Someone who is willing to ride out stock market fluctuation in pursuit of potentially high long-term returns and wants a portfolio of securities that broadly represent a specific market or markets

Past performance is no guarantee of future results. Investment results are not guaranteed by TTT West Coast, Inc. or Fidelity Investments nor will they make up any investment losses you might experience. Withdrawals of all monies before age 59½ are subject to tax penalties. You should read the Summary Plan Description before enrolling or making changes to your account. Copies are available on our benefits website. In the event of any conflict between the language of this flyer and the language of the Plan and Trust documents, the Plan and Trust documents will govern. The Company reserves the right to change, amend, terminate or discontinue a plan at any time for any reason.

¹ Similar to some other funds, there is a short-term trading fee imposed on shares held less than 90 days. This 0.75% trading fee disappears on 9/1/09 for contributions deposited into the fund on 6/1/09.

² Similar to some other funds, there is a short-term trading fee imposed on shares held less than 90 days. This 1% trading fee disappears on 9/1/09 for contributions deposited into the fund on 6/1/09.

BENE-FACTS

ABOUT THE 401(K) PLAN

This edition of Bene-FACTS focuses on navigating the Fidelity website which is chock full of information, but if you don't know what to look for, you won't know where to look. We want to make sure that you can track your investments and see how they're doing or change your asset allocation to ensure that you're on target to meet your retirement goals. If you're eligible and not participating, now would be a good time to reconsider and enroll on-line. Please let us know if you have any questions/problems/suggestions or contact Fidelity directly at (800) 835-5097.

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TOP LOCATIONS ON FIDELITY'S WEBSITE

- At www.401k.com and www.fidelity.com, you can get useful, general information about saving for retirement without even being enrolled in our plan (your family and friends can too).
- You can get specific information about your 401(k) account by clicking on [Fidelity netBenefits™](#) from either home page, and from there you can do almost all of your transactions on line.
 - **To move money from one investment option to another**, click on [Accounts](#) (top tab), then [Exchanges](#) (left margin under [Account Management](#)) and follow the prompts. If you want to move money among several investments, you must make an additional transaction for each exchange.
 - **To view your current contribution elections or change how future contributions will be invested** to any or all of the available options, click on [Contributions](#) (left margin under [Account Management](#)) and follow the prompts.
 - **To review or change the percentage that is being deducted** from your paycheck, click on [Deductions](#) (left margin under [Account Management](#)) and follow the prompts. It usually takes 2-3 pay cycles before you'll see the change on your paychecks.
 - **To take out a loan**, go to [Loans](#) (left margin under [Account Management](#)) and follow the prompts. But, before you proceed, make sure to consider the pros and cons of dipping into your retirement savings prematurely.
- Before investing, you should consider the fund's investment objectives, risks, charges and expenses. You can log into your account on [Fidelity netBenefits](#), click on the plan name, then click on [Investment Choices and Research](#), then the fund you're interested in researching. Or go to www.fidelity.com, click on [Research](#), then [mutual funds](#), then type in the funds name in the fund facts search box in the top right hand corner of the screen. Things you should be looking for are:
 - **Average Annual Total Returns** - it compares the investment option to its peer or benchmark (a point of reference for measurement). You want to know if it's beating or underperforming its benchmark.
 - **Overall Morningstar Rating** - it's calculated for all funds with at least a three-year history. The top 10% in each investment category receive the highest rating of 5 stars while the lowest 10% receive a 1 star rating. Highly rated funds are those that have a 4 or 5 star rating.
 - **Quarterly Reviews** - Fidelity reviews the performance of its investment funds each quarter. You can learn about the market forces that influenced the fund's performance, holdings that affected its returns and its latest position, total returns and top 10 holdings. Go to <http://personal.fidelity.com/products/funds/content/quarterly.shtml.cvsr> for the most recently released Quarterly Reviews.
- You can **track your account** through online statements (monthly, quarterly, yearly, specific or custom dates). Click on [Online Statement](#) (left margin under [Account Detail](#)). Be sure to scroll down and check out your [Personal Rate of Return](#) to see how well you did during the statement period.
- At [Fidelity netBenefits™](#), you can take interactive workshops to teach you the fundamentals of saving for retirement and focus on topics that are important to you. You can learn at your own pace and at your convenience and best of all, you can apply what you learn to your own 401(k) account. Just click on [Planning](#) (top tab), then [e-Learning](#) (left margin), then [Go to the e-Learning Catalog](#) for a complete list of on-line workshops.

Past performance is no guarantee of future results. Investment results are not guaranteed by TTT West Coast, Inc. or Fidelity Investments nor will they make up any investment losses you might experience. Withdrawals of all monies before age 59½ are subject to tax penalties. You should read the Summary Plan Description before enrolling or making changes to your account. Copies are available upon request. In the event of any conflict between the language of this newsletter and the language of the Plan and Trust documents, the Plan and Trust documents will govern. The Company reserves the right to change, amend, terminate or discontinue a plan at any time for any reason.