

# The Depository Trust Company

# **IMPORTANT**

**B#:** 3928

**DATE:** October 29, 2002

**TO:** All Participants, Managing Partner/Officer,  
Cashier & Operations

**CATEGORY:** Settlement/Underwriting

**FROM:** Denise Russo, Director, Underwriting

**ATTENTION:** Data Processing & Underwriting Managers

**SUBJECT:** Purchase and Transfer Restrictions (including Section 3(C)  
(7) and Rule 144A Restrictions for the WEB CD Exchange,  
Inc. Unit Investment Trust Program for Federally Insured  
Certificates of Deposit

- (A) CUSIP Numbers: 94732WAC1
- (B) Security Description: Web CD Exchange, Inc. Unit Investment Trust Program for Federally Insured Certificates of Deposit, Units of Beneficial Ownership, Trust #21, dated 10/29/02, 2% yield due 10/29/03.
- (C) Offer Amount: Up to U.S. \$400,000,00
- (D) Paying Agent: SunTrust Bank
- (E) Issue Date: 10/29/02

Special Instructions:

Refer to the attachments for important instructions from the Sponsor.