

ELECTRODYNAMICS INC
Form 424B3
March 02, 2007

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Registration File No.: 333-129949

PROSPECTUS SUPPLEMENT NO. 24
(TO PROSPECTUS DATED DECEMBER 9, 2005)

\$700,000,000

L-3 COMMUNICATIONS HOLDINGS, INC.

3.00% Convertible Contingent Debt SecuritiesSM (CODESSM) due 2035
and 6,841,884 Shares of Common Stock
Issuable Upon Conversion of the CODES

This prospectus supplement relates to:

- \$700,000,000 in aggregate principal amount of 3.00% Convertible Contingent Debt SecuritiesSM (CODESSM) due 2035;
- The shares of our common stock issuable upon conversion of the CODES; and
- The subsidiary guarantees of the CODES on behalf of each of our subsidiary guarantors.

This prospectus supplement, which supplements our prospectus dated December 9, 2005, contains information about the selling security holders.

NEITHER THE SECURITIES AND EXCHANGE COMMISSION NOR ANY STATE SECURITIES COMMISSION HAS APPROVED OR DISAPPROVED OF THESE SECURITIES OR DETERMINED IF THIS PROSPECTUS SUPPLEMENT IS TRUTHFUL OR COMPLETE. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.

“Convertible Contingent Debt Securities” and “CODES” are service marks of Lehman Brothers Inc.

March 2, 2007

You should rely only on the information contained in this prospectus supplement and the prospectus to which it refers. We have not authorized any other person to provide you with different information. If anyone provides you with different or inconsistent information, you should not rely on it. We are not making an offer to sell these securities in any jurisdiction where the offer or sale is not permitted. You should assume that the information appearing in this

prospectus supplement and the prospectus to which it refers is accurate only as of their respective dates.

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SELLING SECURITYHOLDERS

The selling holders are offering CODES and shares of common stock issuable upon conversion of the CODES under this prospectus supplement pursuant to existing registration rights conferred by the Registration Rights Agreement dated as of July 29, 2005 among L-3 Holdings, the Guarantors named therein and Lehman Brothers Inc., Bear, Stearns & Co., Inc., Credit Suisse First Boston LLC and Banc of America Securities LLC, as initial purchasers. The following table sets forth information, as of March 2, 2007, with respect to the selling holders and the principal amounts of CODES and number of shares of common stock into which the CODES are convertible beneficially owned by each selling holder that may be offered under this prospectus supplement and related prospectus. The information is based on information provided by or on behalf of the selling holders.

The selling holders may offer all, some or none of the CODES or common stock into which the CODES are convertible. Because the selling holders may offer all or some portion of the CODES or the common stock, no estimate can be given as to the amount of the CODES or the common stock that will be held by the selling holders upon termination of any sales. In addition, the selling holders identified below may have sold, transferred or otherwise disposed of all or a portion of their CODES in transactions exempt from the registration requirements of the Securities Act or pursuant to our Registration Statement on Form S-3 and amendments or supplements thereto.

Selling holders, including their transferees, pledgees or donees or their successors, may from time to time offer and sell pursuant to this prospectus supplement and related prospectus any or all of the CODES and common stock into which the CODES are convertible. Identification of any additional selling holders, if any, who exercise their registration rights, pursuant to the registration rights agreement mentioned above, will be made in the applicable prospectus supplement.

Information about the selling holders may change over time. Any changed information will be set forth in prospectus supplements or post-effective amendments. From time to time, additional information concerning ownership of the CODES and the underlying stock may rest with holders of the CODES or the common stock not named in the table below and of whom we are unaware.

While we can elect, upon conversion of each CODES, to deliver to the converting holder cash or cash and shares of our common stock, the number of shares of common stock shown in the table below assumes conversion of the full amount of CODES held by such holder at the initial conversion rate of 9.7741 shares per \$1,000 principal amount of CODES. This conversion rate is subject to certain adjustments. Accordingly, the number of shares of common stock

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issuable upon conversion of the securities may increase or decrease from time to time. Under the terms of the indenture, fractional shares will not be issued upon conversion of the CODES. Cash will be paid instead of fractional shares, if any.

Name	Principal Amount of CODES Beneficially Owned	Percentage of Outstanding CODES Owned ⁽¹⁾	Shares of Common Stock Issuable upon Conversion of the CODES ⁽²⁾	Percentage of Shares of Common Stock Outstanding After Issuance ⁽²⁾
Abbott Laboratories Annuity Retirement Plan ⁽¹¹⁾⁽⁴⁷⁾	160,000	*	1,563.86	*
Alabama Children's Hospital Foundation ⁽³⁾	100,000	*	977.41	*
Alcon Laboratories ⁽⁴⁹⁾	89,000	*	869.89	*
Aloha Airlines Non-Pilots Pension Trust ⁽³⁾	55,000	*	537.58	*
ALTMA Fund Sicav plc in respect of Trinity Sub-Fund ⁽²⁸⁾	1,048,000	*	10,243.26	*
AM International E Mac 63 Ltd. ⁽²⁸⁾	1,181,000	*	11,543.21	*
AM Master Fund I LP ⁽²⁸⁾	5,048,000	*	49,339.66	*
American Investors Life Insurance Company ⁽⁵⁾	700,000	*	6,841.87	*

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Name	Principal Amount of CODES Beneficially Owned	Percentage of Outstanding CODES Owned ⁽¹⁾	Shares of Common Stock Issuable upon Conversion of the CODES ⁽²⁾	Percentage of Shares of Common Stock Outstanding After Issuance ⁽²⁾
Arkansas PERS ⁽³⁾	945,000	*	9,236.52	*
Arkansas Teacher Retirement ⁽⁶⁾	3,045,000	*	29,762.13	*
Asante Health Systems ⁽⁴⁹⁾	167,000	*	1,632.27	*
AstraZeneca Holdings Pension ⁽³⁾	225,000	*	2,199.17	*
Attorney's Title Insurance Fund ⁽³⁾	130,000	*	1,270.63	*
Aventis Pension Master Trust ⁽⁴⁾	635,000	*	6,206.55	*
B.C. McCabe Foundation of California No. 2145 ⁽⁷⁾	125,000	*	733.06	*
Baptist Health of South Florida ⁽⁶⁾	830,000	*	8,112.50	*
Bill & Melinda Gates Foundation ⁽³¹⁾	750,000	*	7,330.58	*

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Boilermakers – Blacksmith Pension Trust ⁽⁴⁾	4,610,000	*	45,058.60	*
Boilermakers Blacksmith Pension Trust ⁽³⁾	1,920,000	*	18,766.27	*
Boston Income Portfolio ⁽³⁴⁾	5,745,000	*	56,152.20	*
British Virgin Islands Social Security Board ⁽⁴⁹⁾	138,000	*	1,348.83	*
C&H Sugar Company Inc. ⁽³⁾	125,000	*	1,221.76	*
CALAMOS® Growth & Income Fund – CALAMOS® Investment Trust ⁽⁴⁾	72,000,000	10.3%	703,735.20	*
CALAMOS® Growth & Income Portfolio – CALAMOS® Advisors Trust ⁽⁴⁾	445,000	*	4,349.47	*
California Correctional Peace Officers Assoc (CAL) ⁽³⁴⁾	25,000	*	244.35	*
CF Core Plus F.I. ⁽³³⁾	15,000	*	146.61	*
CGNU Life Fund ⁽¹²⁾	1,300,000	*	12,706.33	*
Chrysler Corporation Master Retirement Trust ⁽⁴⁵⁾	4,970,000	*	48,577.28	*
Citigroup Global Markets Inc. ⁽¹¹⁾	5,000	*	48.87	*
City and County of San Francisco Retirement System ⁽⁴⁹⁾	1,171,000	*	11,445.47	*
City of Cincinnati Retirement System ⁽³¹⁾	500,000	*	4,887.05	*
City of Shreveport (LA) Employees Retirement System ⁽⁷⁾	175,000	*	977.41	*
City University of New York ⁽⁴⁹⁾	7,000	*	68.42	*
CMH Strategies ⁽¹⁴⁾	53,000	*	518.03	*
CNH Master Account LP ⁽¹⁰⁾	500,000	*	4,887.05	*
Coda Capital Management, LLC ⁽¹⁵⁾⁽³²⁾	730,000	*	7,135.09	*
Coda Capital ND Portfolio ⁽¹⁵⁾⁽³²⁾	205,000	*	2,003.69	*
Columbia Convertible Securities Fund ⁽²²⁾	5,312,000	*	51,920.02	*
Commercial Union Life Fund ⁽¹²⁾	1,600,000	*	15,638.56	*
Commissioners of the Land Office ⁽⁷⁾	990,000	*	6,255.42	*
Confederated Tribes of the Grande ⁽³³⁾	30,000	*	293.22	*

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Name	Principal Amount of CODES Beneficially Owned	Percentage of Outstanding CODES Owned ⁽¹⁾	Shares of Common Stock Issuable upon Conversion	Percentage of Shares of Common Stock Outstanding
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			of the CODES ⁽²⁾	After Issuance ⁽²⁾
Convertible Securities Fund ⁽²²⁾	7,000	*	68.42	*
Cowen & Company, LLC ⁽¹⁵⁾	15,000	*	146.61	*
CQS Convertible and Quantitative Strategies Master Fund Ltd. ⁽⁵²⁾	4,000,000	*	39,096.40	*
Credit Suisse Asset Management ⁽⁴³⁾	1,450,000	*	14,172.45	*
Credit Suisse First Boston LLC ⁽¹⁵⁾	415,000	*	4,056.25	*
Daimler Chrysler Corp Emp. #1 Retirement Plan, dtd 4/1/89 ⁽³⁰⁾	4,055,000	*	39,633.98	*
Delaware Group Equity Funds V – Global Dividend Income Fund ⁽⁵⁰⁾	1,500,000	*	14,661.15	*
Delaware Investments Dividend & Income Fund ⁽⁵⁰⁾	290,000	*	2,834.49	*
Delaware Investments Global Dividend and Income Fund ⁽⁵⁰⁾	110,000	*	1,075.15	*
Delaware Public Employees Retirement System ⁽⁴⁹⁾	1,457,000	*	14,240.86	*
Delta Airlines Master Trust ⁽³⁾	705,000	*	6,890.74	*
Delta Air Lines Master Trust – CV ⁽⁴⁵⁾	800,000	*	7,819.28	*
Delta Pilots Disability and Survivorship Trust – CV ⁽⁴⁵⁾	530,000	*	5,180.27	*
Diversified High Yield Bond Fund ⁽³⁴⁾	1,305,000	*	12,755.20	*
Dreyfus High Yield Shares ⁽³³⁾	10,000	*	97.74	*
Dreyfus High Yield Strategies ⁽³³⁾	550,000	*	5,375.76	*
Dreyfus Intermediate ⁽³³⁾	440,000	*	4,300.60	*
Dreyfus Premier Core Bond ⁽³³⁾	625,000	*	6,108.81	*
Dreyfus Premier Ltd Term High Yield ⁽³³⁾	550,000	*	5,375.76	*
Dreyfus Premier Managed Income Fund ⁽³³⁾	45,000	*	439.83	*
Dreyfus Variable Core Bond Portfolio ⁽³³⁾	60,000	*	586.45	*
Dreyfus Var-Ltd Term High Income Portfolio ⁽³³⁾	35,000	*	342.09	*
Duke Endowment ⁽³⁾	630,000	*	6,157.68	*
EB Core Plus F.I. ⁽³³⁾	15,000	*	146.61	*
Elizabeth D Bruce Tr U/W ⁽¹⁵⁾⁽³²⁾	55,000	*	537.58	*
Engineers Joint Pension Fund ⁽⁶⁾	315,000	*	3,078.84	*
EV Limited Duation Income Fund (LDI) ⁽³⁴⁾	3,540,000	*	34,600.31	*
Exchange Indemnity Company ⁽³³⁾	35,000	*	342.09	*
Family Service Life Insurance Co. ⁽¹¹⁾⁽⁵⁴⁾	100,000	*	977.41	*
Five Sticks L.P. ⁽⁴²⁾	1,000,000	*	9,774.10	*
Floating Rate Income Trust (EFT) ⁽³⁴⁾	345,000	*	3,372.06	*
F.M. Kirby Foundation, Inc. ⁽⁴⁵⁾	815,000	*	7,965.89	*
The Fondren Foundation ⁽⁴⁾	150,000	*	1,466.12	*
Ford AUW Benefits Trust ⁽³³⁾	45,000	*	439.83	*

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Fortis IM⁽⁵¹⁾ 9,500,000 1.4% 92,853.95 *

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Name	Principal Amount of CODES Beneficially Owned	Percentage of Outstanding CODES Owned ⁽¹⁾	Shares of Common Stock Issuable upon Conversion of the CODES ⁽²⁾	Percentage of Shares of Common Stock Outstanding After Issuance ⁽²⁾
FPL Group Employee Pension Plan ⁽³⁰⁾	405,000	*	3,958.51	*
FPL Group Employees Pension Plan ⁽³⁾	390,000	*	3,811.90	*
Franklin and Marshall College ⁽³⁰⁾	190,000	*	1,857.08	*
Franklin Convertible Securities Fund ⁽⁴⁰⁾	15,000,000	2.1%	146,611.50	*
Franklin Templeton Investment Funds ⁽⁴¹⁾	5,000,000	*	48,870.50	*
Froley Revy Convertible Arbitrage Offshore ⁽³⁾	450,000	*	4,398.35	*
FrontPoint Convertible Arbitrage Fund L.P. ⁽²⁹⁾	2,000,000	*	19,548.20	*
FTVIP Income Securities Fund ⁽⁴⁰⁾	4,000,000	*	39,096.40	*
Gemini Sammelstiftung Zur Forderung Der Personalvorsorge ⁽⁹⁾	400,000	*	3,909.64	*
General Motors Broad Mandate ⁽¹¹⁾⁽⁴⁶⁾	600,000	*	5,864.46	*
General Motors Investment Corp. ⁽¹¹⁾⁽⁴⁶⁾	7,500,000	1.1%	73,305.75	*
Government of Singapore Investment Corporation Pte Ltd. ⁽⁴⁴⁾	3,750,000	*	36,652.88	*
The Grable Foundation ⁽⁴⁹⁾	38,000	*	371.42	*
Grady Hospital Foundation ⁽⁴⁹⁾	9,000	*	87.97	*
Guardian Life Insurance Co. ⁽¹¹⁾⁽⁵⁴⁾	8,200,000	1.2%	80,147.62	*
Guardian Pension Trust ⁽¹¹⁾⁽⁵⁴⁾	700,000	*	6,841.87	*
Hallmark Master Trust High Yield Fund ⁽³⁴⁾	335,000	*	3,274.32	*
Hawaiian Electric Industries Inc. ⁽³³⁾	90,000	*	879.67	*
HFRCA Select Fund ⁽³⁵⁾	752,000	*	7,350.12	*
High Income Portfolio ⁽³⁴⁾	3,890,000	*	38,021.25	*
Howard County Retirement Plan ⁽³³⁾	15,000	*	146.61	*
ICI American Holdings Trust ⁽³⁾	150,000	*	1,466.12	*
IIU Convertible Arbitrage Fund Limited ⁽¹⁴⁾	147,000	*	1,436.79	*
Independence Blue Cross ⁽⁴⁹⁾	304,000	*	2,971.33	*

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Inflective Convertible Opportunity Fund I, L.P. ⁽⁵⁾	1,250,000	*	12,217.63	*
Inflective Convertible Opportunity Fund I, Limited ⁽⁵⁾	4,000,000	*	39,096.40	*
ING Convertible Fund ⁽³⁶⁾	2,850,000	*	27,856.19	*
ING Equity Income Fund ⁽¹⁵⁾⁽¹⁶⁾⁽¹⁷⁾	4,225,000	*	41,295.57	*
ING VP Convertible Portfolio ⁽³⁶⁾	150,000	*	1,466.12	*
Innovest Finanzdienstle ⁽⁶⁾	1,500,000	*	14,661.15	*
INOVA Health Care Services ⁽⁴⁾	435,000	*	4,251.73	*
Institutional Benchmark Series (MasterFeeder) ⁽³⁵⁾	1,500,000	*	14,661.15	*

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Name	Principal Amount of CODES Beneficially Owned	Percentage of Outstanding CODES Owned ⁽¹⁾	Shares of Common Stock Issuable upon Conversion of the CODES ⁽²⁾	Percentage of Shares of Common Stock Outstanding After Issuance ⁽²⁾
International Truck & Engine Corporation Non-Contributory Retirement Plan Trust ⁽⁷⁾	750,000	*	7,330.58	*
International Truck & Engine Corporation Non-Contributory Retirement Plan Trust ⁽⁴⁵⁾	420,000	*	4,105.12	*
International Truck & Engine Corporation Retiree Health Benefit Trust ⁽⁴⁵⁾	250,000	*	2,443.53	*
International Truck & Engine Corp. Retirement Plan for Salaried Employee's Trust ⁽⁷⁾	530,000	*	8,601.21	*
International Truck & Engine Corporation Retirement Plan for Salaried Employees Trust ⁽⁴⁵⁾	230,000	*	2,248.04	*
International Union of Operating Engineers ⁽³³⁾	40,000	*	390.96	*
International Union of Operating Engineers (ENG) ⁽³⁴⁾	85,000	*	830.80	*
James Mellor Trust ⁽¹⁵⁾⁽³²⁾	42,000	*	410.51	*
Jefferies Umbrella Fund U.S. Convertible Bonds ⁽⁹⁾	250,000	*	2,443.53	*
KBC Financial Products (Cayman Islands) Ltd. ⁽²⁴⁾	5,000,000	*	48,870.50	*
KBC Financial Products USA Inc. ⁽⁵⁵⁾	5,000,000	*	48,870.50	*

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The Kellogg Company – Welfare Benefit Trust ⁽³¹⁾	100,000	*	977.41	*
Kettering Medical Center Funded Depreciation Account ⁽⁴⁾	340,000	*	3,323.19	*
KeySpan Foundation ⁽⁷⁾	60,000	*	390.96	*
KeySpan Insurance Company ⁽⁷⁾	100,000	*	586.45	*
Knoxville Utilities Board Retirement System ⁽⁴⁾	290,000	*	2,834.49	*
LeeDavid Investments 2002 LP ⁽¹⁵⁾⁽³²⁾	40,000	*	390.96	*
Lord Abbett Investment Trust – LA Convertible Fund ⁽⁷⁾	3,435,000	*	17,984.34	*
Lydian Overseas Partners Master Fund L.P. ⁽¹³⁾	31,750,000	4.5%	310,327.68	*
Lyxor/AM Investment Fund Ltd. ⁽²⁸⁾	358,000	*	3,499.13	*
Lyxor/Inflective Convertible Opportunity Fund ⁽⁵⁾	1,250,000	*	12,217.63	*
Lyxor/Quest Fund Ltd. ⁽¹⁸⁾	1,250,000	*	12,217.63	*
Mackay Shields LLC as investment advisor to Afra Health Fund ⁽¹⁹⁾	285,000	*	2,785.62	*
Mackay Shields LLC as investment advisor to Bay County Employees Retirement System ⁽¹⁹⁾	185,000	*	1,808.21	*

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Name	Principal Amount of CODES Beneficially Owned	Percentage of Outstanding CODES Owned ⁽¹⁾	Shares of Common Stock Issuable upon Conversion of the CODES ⁽²⁾	Percentage of Shares of Common Stock Outstanding After Issuance ⁽²⁾
Mackay Shields LLC as investment advisor to Mainstay Convertible Fund ⁽¹⁹⁾	6,455,000	*	63,091.82	*
Mackay Shields LLC as investment advisor to Mainstay VP Convertible Fund ⁽¹⁹⁾	4,360,000	*	42,615.08	*
Mackay Shields LLC as investment advisor to New York Life Insurance Co. (Post 82) ⁽¹⁹⁾	4,680,000	*	45,742.79	*
Mackay Shields LLC as investment advisor to New York Life Insurance Co. (Pre 82) ⁽¹⁹⁾	2,080,000	*	20,330.13	*
	80,000	*	781.93	*

Mackay Shields LLC as investment advisor to New York Life Separate A/C 7 ⁽¹⁹⁾				
Mackay Shields LLC as investment advisor to United Overseas Bank (USD) ⁽¹⁹⁾	60,000	*	586.45	*
Mackay Shields LLC as investment advisor to United Overseas Bank (SGD) ⁽¹⁹⁾	145,000	*	1,417.24	*
Managed Asset Trust ⁽¹¹⁾⁽⁴⁶⁾	150,000	*	1,466.12	*
Marsh & McLennan Companies, Inc. U.S. Retirement Plan – High Yield ⁽¹¹⁾⁽⁴⁷⁾	175,000	*	1,710.47	*
McMahan Securities Co. L.P. ⁽¹⁵⁾⁽⁴⁸⁾	70,000	*	684.19	*
Mellon Global High Yield Portfolio ⁽³³⁾	40,000	*	390.96	*
Microsoft Corporation ⁽⁴⁵⁾	175,000	*	1,710.47	*
Monsanto ⁽³³⁾	55,000	*	537.58	*
Morgan Stanley Fundamental Value Fund ⁽¹⁵⁾⁽²⁰⁾⁽²¹⁾	354,000	*	3,460.03	*
Municipal Employees ⁽⁴⁹⁾	333,000	*	3,254.78	*
National Fuel & Gas Company Retirement Plan ⁽⁷⁾	680,000	*	3,029.97	*
NFS-SCI Funeral and Merchandise Fixed Common Trust ⁽⁷⁾	100,000	*	977.41	*
Nicholas Applegate Capital Management U.S. Convertible Mutual Fund ⁽⁶⁾	1,065,000	*	10,409.42	*
NORCAL Mutual Insurance Company ⁽⁴⁾	1,070,000	*	10,458.29	*
Norwich Union Life and Pension ⁽¹²⁾	2,300,000	*	22,480.43	*
Occidental Petroleum Corporation ⁽⁴⁹⁾	20,000	*	195.48	*
OCLC Online Computer Library Center Inc. ⁽³⁾	50,000	*	488.71	*
OCM Convertible Trust ⁽⁴⁵⁾	1,005,000	*	9,822.97	*
OCM Global Convertible Securities Fund ⁽⁴⁵⁾	270,000	*	2,639.01	*

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Name	Principal Amount of CODES Beneficially Owned	Percentage of Outstanding CODES Owned ⁽¹⁾	Shares of Common Stock Issuable upon Conversion of the	Percentage of Shares of Common Stock Outstanding After Issuance ⁽²⁾
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			CODES ⁽²⁾	
Ohio Bureau of Workers Compensation ⁽⁴⁹⁾	213,000	*	2,081.88	*
Pacific Select Fund – High Yield Bond Portfolio ⁽⁵³⁾	500,000	*	4,887.05	*
Pacific Retirement Services ⁽³³⁾	10,000	*	97.74	*
Partner Reinsurance Company Ltd. ⁽⁴⁵⁾	960,000	*	9,383.14	*
Pension, Hospitalization Benefit Plan of the Electrical Inc. Plan ⁽⁷⁾	600,000	*	3,665.29	*
Pensionkasse Der Antalis AG ⁽⁹⁾	70,000	*	684.19	*
Pensionkasse Der GMS-Dottikon AG ⁽⁹⁾	130,000	*	1,270.63	*
Pensionkasse Der GMS-Gruppe AG ⁽⁹⁾	90,000	*	879.67	*
Pensionkasse Der Lonza AG ⁽⁹⁾	180,000	*	1,759.34	*
Pensionkasse Der Rockwell Automation AG ⁽⁹⁾	160,000	*	1,563.86	*
Pensionkasse Huntsman (Switzerland) ⁽⁹⁾	140,000	*	1,368.37	*
Personalfursorgestiftung Der Gebaudeversicherung Des Kantons Bern ⁽⁹⁾	250,000	*	2,443.53	*
Personalvorsorge der PV Promea ⁽⁹⁾	340,000	*	3,323.19	*
Policeman and Fireman Retirement System of the City of Detroit ⁽⁴⁹⁾	216,000	*	2,111.21	*
Privilege Portfolio Sicav ⁽¹²⁾	5,050,000	*	49,359.21	*
Pro-Mutual ⁽⁴⁹⁾	748,000	*	7,311.03	*
Public Service Entreprise Group Inc. ⁽³³⁾	195,000	*	1,905.95	*
Putnam High Yield Fixed Income Fund, LLC ⁽¹¹⁾⁽⁴⁷⁾	13,000	*	127.06	*
Putnam High Yield Trust ⁽¹¹⁾⁽⁴⁷⁾	4,990,000	*	48,772.76	*
Putnam Managed High Yield Trust ⁽¹¹⁾⁽⁴⁷⁾	125,000	*	1,221.76	*
Putnam Variable Trust – Putnam VT High Yield Fund ⁽¹¹⁾⁽⁴⁷⁾	1,155,000	*	11,289.09	*
Quest Global Convertible Master Fund Ltd ⁽¹⁸⁾	1,250,000	*	12,217.63	*
Qwest Occupational Health Trust ⁽⁴⁵⁾	295,000	*	2,883.36	*
Qwest Pension Trust ⁽⁴⁵⁾	1,030,000	*	10,067.32	*
Rampart Enhanced Convertible Investors, LLC ⁽³⁰⁾	655,000	*	6,402.04	*
Richard Mueller ⁽¹⁵⁾⁽³²⁾	53,000	*	518.03	*
RWDSU Local 338 High Yield Fund ⁽³⁴⁾	100,000	*	977.41	*
The Salvation Army Central Board ⁽³³⁾	50,000	*	488.71	*
Salvation Army Central-Kroc Cons. ⁽³³⁾	10,000	*	97.74	*

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Name	Principal Amount of CODES Beneficially Owned	Percentage of Outstanding CODES Owned ⁽¹⁾	Shares of Common Stock Issuable upon Conversion of the CODES ⁽²⁾	Percentage of Shares of Common Stock Outstanding After Issuance ⁽²⁾
Salvation Army Central-Kroc Endo ⁽³³⁾	5,000	*	48.87	*
Salvation Army Central Territory ⁽³³⁾	15,000	*	146.61	*
The St. Paul Travelers Companies, Inc. – Commercial Lines ⁽⁴⁵⁾	1,520,000	*	14,856.63	*
The Salvation Army – Eastern Territory ⁽³¹⁾	250,000	*	2,443.53	*
San Diego City Retirement ⁽⁶⁾	745,000	*	7,281.70	*
San Diego County Convertible ⁽⁶⁾	1,225,000	*	11,973.27	*
Senior Floating Rate Trust (EFR) ⁽³⁴⁾	310,000	*	3,029.97	*
Senior Income Trust (SIT) ⁽³⁴⁾	170,000	*	1,661.60	*
SEPTA High Yield Fund ⁽³⁴⁾	100,000	*	977.41	*
Silverback Master, Ltd. ⁽²³⁾	10,000,000	1.4%	97,741.00	*
Smith Barney Convertible Fund ⁽¹¹⁾⁽⁴⁶⁾	1,100,000	*	10,751.51	*
Standish High Yield Portfolio ⁽³³⁾	20,000	*	195.48	*
Standish Mellon Opp High Yield ⁽³³⁾	25,000	*	244.35	*
State Employees' Retirement Fund of the State of Delaware ⁽⁴⁵⁾	1,375,000	*	13,439.39	*
State of Oregon Equity ⁽³⁾	2,605,000	*	25,461.53	*
Sterling Investment Co. ⁽³⁾	900,000	*	8,796.69	*
Thrivent Financial for Lutherans ⁽¹¹⁾⁽³⁷⁾⁽³⁸⁾	5,000,000	*	48,870.50	*
Thrivent High Yield Fund ⁽¹¹⁾⁽³⁷⁾⁽³⁹⁾	420,000	*	4,105.12	*
Thrivent Partner High Yield Fund ⁽¹¹⁾⁽³⁷⁾⁽³⁹⁾	205,000	*	2,003.69	*
Thrivent Partner High Yield Portfolio ⁽¹¹⁾⁽³⁷⁾⁽³⁹⁾	145,000	*	1,417.24	*
Thrivent Series Fund, Inc. - High Yield Portfolio ⁽¹¹⁾⁽³⁷⁾⁽³⁹⁾	1,235,000	*	12,071.01	*
Total Fina Elf Finance-SA, Inc. ⁽⁴⁾	300,000	*	1,661.60	*
Travelers Series Trust Convertible Bond Portfolio ⁽¹¹⁾⁽⁴⁶⁾				