

Edgar Filing: GLOBAL YACHT SERVICES INC - Form 10QSB

GLOBAL YACHT SERVICES INC  
Form 10QSB  
November 15, 2002

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 10-QSB

QUARTERLY REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT  
OF 1934 FOR THE QUARTERLY PERIOD ENDED SEPTEMBER 30, 2002

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES  
EXCHANGE ACT OF 1934 For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission File Number: 000-49616

Global Yacht Services, Inc.  
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(Exact name of small business issuer as specified in its charter)

Nevada  
-----

88-0488686  
-----

(State or other jurisdiction of  
incorporation or organization)

(I.R.S. Employer  
Identification No.)

7710 Hazard Center Drive, Suite E-415, San Diego, California, 92108  
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(Address of principal executive offices)

619.990.0976  
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(Issuer's Telephone Number)

APPLICABLE ONLY TO CORPORATE ISSUERS

State the number of shares outstanding of each of the issuer's classes of common equity, as of the latest practical date. As of November 12, 2002, there were 1,917,277 shares of the issuer's \$.001 par value common stock issued and outstanding.

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PART I - FINANCIAL INFORMATION

Item 1. Financial Statements  
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GLOBAL YACHT SERVICES, INC.

CONSOLIDATED BALANCE SHEET

SEPTEMBER 30, 2002

(UNAUDITED)

ASSETS  
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Current assets		
Cash	\$	111,796
Accounts receivable, net		---
		-----
Total current assets		111,796
Investment in yacht		25,000
		-----
Total assets	\$	136,796
		=====

LIABILITIES AND STOCKHOLDERS' EQUITY  
-----

Current liabilities		
Accounts payable and accrued expenses	\$	4,625
		-----
Total current liabilities		4,625
Stockholders' Equity		
Common stock, \$.001 par value;		
Authorized shares-- 50,000,000		
Issued and outstanding shares-- 1,917,277		1,917
Additional paid-in-capital		189,228
Accumulated deficit		(58,974)
		-----
Total stockholders' equity		132,171
		-----



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share --- basic and diluted	\$	---	\$	(.01)	\$
	=====		=====		=====
Weighted average of common shares --- basic and diluted		1,917,277		1,282,777	1,615
		=====		=====	=====

See accompanying notes to consolidated financial statements.

3

GLOBAL YACHT SERVICES, INC.

CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY

FEBRUARY 21, 2001 (INCEPTION) THROUGH SEPTEMBER 30, 2002

(UNAUDITED)

	Common Stock		Additional Paid-In Capital	Accumulated Deficit
	Shares	Amount		
	-----	-----	-----	-----
Balance, February 21, 2001	---	\$ ---	\$ ---	\$ ---
Issuance of common stock, February 22, 2001	1,000,000	1,000	9,000	---
Issuance of common stock, May 4, 2001	5,000	5	495	---
Issuance of common stock, May 25, 2001	277,777	278	49,722	---
Cost of occupancy contributed by officer	---	---	1,405	---
Net loss/comprehensive loss	---	---	---	(16,577)
	-----	-----	-----	-----
Balance, September 30, 2001	1,282,777	1,283	60,622	(16,577)
	-----	-----	-----	-----
Cost of occupancy contributed by officer	---	---	585	---
Net loss/comprehensive loss	---	---	---	(23,075)
	-----	-----	-----	-----

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Balance, December 31, 2001	1,282,777	1,283	61,207	(39,652)
	-----	-----	-----	-----
Issuance of common stock, May 10, 2002	634,500	634	126,266	---
Cost of occupancy contributed by officer	---	---	1,755	---
Net loss/comprehensive loss	---	---	---	(19,322)
	-----	-----	-----	-----
Balance, September 30, 2002	1,917,277	\$ 1,917	\$ 189,228	\$ (58,974)
	=====	=====	=====	=====

See accompanying notes to consolidated financial statements.

4

GLOBAL YACHT SERVICES, INC.  
CONSOLIDATED STATEMENTS OF CASH FLOWS  
(UNAUDITED)

	NINE MONTHS ENDED
	-----
	2002
	----
CASH FLOWS FROM OPERATING ACTIVITIES	
Net loss	\$ (19,322)
Adjustments to reconcile net income to net cash used in operating activities	
Occupancy costs contributed by officer	1,755
Changes in operating assets and liabilities	
(Increase) decrease in accounts receivable	---
Increase (decrease) in accounts payable and accrued	1,336
	-----
Net cash provided/(used) by operating activities	(16,231)
CASH FLOWS FROM INVESTING ACTIVITIES	
Investment in yacht	(25,000)
	-----
Net cash provided/(used) by investing activities	(25,000)
CASH FLOWS FROM FINANCING ACTIVITIES	
Proceeds from issuance of common stock	126,900
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Net cash provided by financing activities	126,900
	-----
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	85,669
CASH AND CASH EQUIVALENTS, beginning of period	26,127
	-----
CASH AND CASH EQUIVALENTS, end of period	\$ 111,796
	=====
 SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION	
Income taxes paid	\$ 800
	=====
Interest paid	\$ ---
	=====

See accompanying notes to consolidated financial statements.

5

### GLOBAL YACHT SERVICES, INC.

#### NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

SEPTEMBER 30, 2002

(UNAUDITED)

#### NOTE 1 - PRINCIPLES OF CONSOLIDATION AND BASIS OF PRESENTATION

The accompanying unaudited consolidated financial statements include the accounts of the Global Yacht Services, Inc. and its majority owned subsidiary, Global Yacht Services, Ltd. All significant intercompany transactions have been eliminated, if any. The unaudited consolidated financial statements included herein have been prepared in accordance with generally accepted accounting principles for interim financial information and with the instructions to Form 10-QSB and Item 301(b) of Regulation S-B. Accordingly, they do not include all of the information and footnotes required by generally accepted accounting principles for complete financial statements. In the opinion of management, all adjustments (consisting of normal recurring accruals) considered necessary for a fair presentation have been included. Operating results for the three and nine months ended September 30, 2002 and 2001 are not necessarily indicative of the results that may be expected for the years ended December 31, 2002 and 2001. These statements should be read in conjunction with the consolidated financial statements and notes thereto included in the Company's annual report on Form 10-KSB.

#### NOTE 2 - COMMON STOCK

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On February 22, 2001, the Company issued 1,000,000 shares of its common stock to its president and founder for \$10,000 cash to initially capitalize the Company. Since there was no readily available market value at the time the shares were issued, the value of \$0.01 per share was considered as a reasonable estimate of fair value between the officer and the Company.

On May 4, 2001, the Company issued 5,000 shares of its common stock to an officer for \$500 cash. Since there was no readily available market value at the time the shares were issued, the value of \$0.10 per share was considered as a reasonable estimate of fair value between the office and the Company.

On May 31, 2001, the Company completed a "best efforts" offering of its common stock pursuant to the provisions of Section 5 of the Securities Act of 1933 and Regulation S promulgated by the Securities and Exchange Commission. In accordance with the Private Placement Memorandum Offering, the Company issued 277,777 shares of its common stock at \$0.18 per share for a total of \$50,000.

On May 10, 2002, the Company issued 634,500 shares of its common stock at a selling price of \$0.20 per share pursuant to its prospectus as filed with its registration statement on Form SB-2.

### NOTE 3 - RELATED PARTY TRANSACTIONS

On February 22, 2001 and May 4, 2001, the Company issued 1,000,000 and 5,000 shares of its common stock, respectively to its current officers for cash as described in Note 2.

The Company occupies office space provided by its officer. Accordingly, occupancy costs have been allocated to the Company based on the square foot percentage assumed multiplied by the officer's total monthly costs. These amounts are shown in the accompanying consolidated statement of operations for the three-month period ended September 30, 2002 and from February 21, 2001 (inception) through March 31, 2001 and are considered additional contributions of capital by the officer and the Company.

6

### Item 2. Plan of Operation

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The following information specifies certain forward-looking statements of management of the company. Forward-looking statements are statements that estimate the happening of future events and are not based on historical fact. Forward-looking statements may be identified by the use of forward-looking terminology, such as "may", "shall", "will", "could", "expect", "estimate", "anticipate", "predict", "probable", "possible", "should", "continue", or similar terms, variations of those terms or the negative of those terms. The forward-looking statements specified in the following information have been compiled by our management on the basis of assumptions made by management and considered by management to be reasonable. Our future operating results, however, are impossible to predict and no representation, guaranty, or warranty is to be inferred from those forward-looking statements.

The assumptions used for purposes of the forward-looking statements specified in the following information represent estimates of future events and are subject to uncertainty as to possible changes in economic, legislative, industry, and

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other circumstances. As a result, the identification and interpretation of data and other information and their use in developing and selecting assumptions from and among reasonable alternatives require the exercise of judgment. To the extent that the assumed events do not occur, the outcome may vary substantially from anticipated or projected results, and, accordingly, no opinion is expressed on the achievability of those forward-looking statements. We cannot guaranty that any of the assumptions relating to the forward-looking statements specified in the following information are accurate, and we assume no obligation to update any such forward-looking statements.

We provide a broad range of yacht services in the global marketplace. Our services include yacht rental and charter, yacht sales and yacht services, such as the provision of captain, crew, supplies, maintenance, delivery as well as full-scale contracted care of yachts. Our president, Mitch Keeler, is an experienced captain and possesses a captain certification from the U.S. Coast Guard. Mr. Keeler provides professional advice and consultation for all aspects of yacht lease, purchase and ownership and is available for on site assistance anywhere in the world.

We currently generate revenues from our charter services, which range from day charters to full week charters. We currently offer private yacht charters in San Diego, usually of up to one week in duration as well as corporate charters, which are typically 3 to 5 hours and short range. We have very few charters that are longer than one week, however, they do occur. Our officers act as captain and crew for our charter services, but we often utilize outside businesses for services such as catering and bartending.

We have also generated revenues from our yacht management services and our delivery services. Yacht management services include managing the yacht for the owners including routine maintenance, repairs and electronics installation. Regular maintenance includes services such as exterior and interior cleaning, bottom cleaning, waxing and zinc replacement. Delivery services include delivering newly purchased yachts to various locations around the world.

For the three months ended September 30, 2002.  
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### Results of Operations.

Revenue. For the three months ended September 30, 2002, we realized revenues of \$16,741, compared to revenues of \$7,361 generated through the three months ended September 30, 2001. Our cost of revenues were \$3,623 for the three months ended September 30, 2002, compared to \$8,265 for the three months ended September 30, 2001. Therefore, our gross margin for the three months ended September 30, 2002 was \$13,118, compared to a loss of \$904 for the three months ended September 30, 2001. We hope to generate more revenues as we expand our customer base.

Operating Expenses. For the three months ended September 30, 2002, our total operating expenses were approximately \$25,728, compared to \$12,805 for the three months ended September 30, 2001. For the three months ended September 30, 2002, the majority of our total operating expenses were represented by legal and professional fees of \$22,644. Our operating expenses for the three months ended September 30, 2001 totaled \$12,805, most of which were represented by legal and professional fees of \$9,025. For the three months ended September 30, 2002, we experienced a net loss of approximately \$12,610, compared to a net loss of \$13,680 for the three months ended September 30, 2001.

For the nine months ended September 30, 2002.  
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### Results of Operations.

Revenue. For the nine months ended September 30, 2002, we realized revenues of \$53,236, compared to revenues of \$20,236 generated from our inception on February 21, 2001 through the period ended September 30, 2001. Our cost of revenues were \$13,890 for the nine months ended September 30, 2002, compared to \$12,265 for the period the prior year from our inception through September 30, 2001. Therefore, our gross margin for the nine months ended September 30, 2002 was \$39,546, compared to \$7,971 for the period ended September 30, 2001. We hope to generate more revenues as we expand our customer base.

Operating Expenses. For the nine months ended September 30, 2002, our total operating expenses were approximately \$58,072, compared to \$24,586 for the period from our inception on February 21, 2001 through September 30, 2001. For the nine months ended September 30, 2002, the majority of our total operating expenses were represented by legal and professional fees of \$48,185. We also had occupancy expenses of \$1,755, office supplies and expense of \$2,365, outside services expenses of \$4,500, and \$1,267 for telephone and utilities. Our operating expenses for the period from our inception on February 21, 2001 through September 30, 2001 totaled \$24,586, most of which were represented by legal and professional fees of \$14,910. We also had occupancy expenses of \$1,405, office supplies and expense of \$1,405, outside services expenses of \$3,000, and \$896 for telephone and utilities. For the nine months ended September 30, 2002, we experienced a net loss of approximately \$18,526, compared to a net loss of \$16,615 for the period from our inception on February 21, 2001 through September 30, 2001. We anticipate that we will continue to incur significant general and administrative expenses, but hope to continue generating income as we expand our operations.

Liquidity and Capital Resources. Our total assets were approximately \$136,796 as of September 30, 2002. Of those assets, cash was \$111,796 as of September 30, 2002. Therefore, our total current assets were \$111,796 as of September 30, 2002. We believe that our available cash is sufficient to pay our day-to-day expenditures. We also had \$25,000 as an investment in a yacht as of September 30, 2002.

7

In February 2002, our registration statement on Form SB-2 to register 750,000 shares of common stock we are offering for sale at \$0.20 per share, and 50,000 shares of common stock held by our shareholders was declared effective by the Securities and Exchange Commission. As of June 30, 2002, we had accepted subscriptions for 634,500 shares of our common stock, raising a total of \$126,900 from the offering. We hope to sell additional shares in the near future, although we cannot guaranty that we will be able to sell those shares.

Our current liabilities were \$4,625 as of September 30, 2002, and were represented solely by accounts payable and accrued expenses. We had no other liabilities and no long term commitments or contingencies as of September 30, 2002.

Our Plan of Operation for the Next Twelve Months. In our management's opinion, to effectuate our business plan in the next twelve months, the following events should occur or we should reach the following milestones in order for us to become profitable:

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1. We must conduct marketing activities to promote our services and obtain additional customers to increase our customer base. We currently market our business primarily through referrals and our website. Our president, Mitch Keeler, had a large foundation of business and a strong reputation in the industry, which we believe has been transferred to us. We believe that referrals comprise approximately 70% of our business and business generated from our website is approximately 30% of our business. Future marketing will include articles and advertisements in industry publications, such as: Yachting, Motor Boating, and Sea. Within six months, we should have increased our customer base.
  2. We must develop relationships with various parties including yacht owners, sellers, brokers, lessors, charter agents, maintenance suppliers, industry professionals and specialists, captains, crew, engineers, designers, insurance agents, legal advisors, and government agents. We believe that these parties will help supply some of our services and they may become sources of referrals. Within six to twelve months, we should have developed relationships with several of those parties who provide some of the services that we offer as well as be sources of referrals.
- 8
3. We must develop our website so that it will function as a means for global clients to access our range of services and communicate with us for support services as well as for use as a marketing tool to inform and persuade customers to engage our services. We intend to develop our website so that we utilize a database set up on the backend, which will capture customer information and allow us to process information concerning our clients and potential clients. One objective for our website is to interact with clients in "real time" so that they feel that their needs are being taken care of professionally and on a personal level. Within six to twelve months, we should have developed our website to provide those services.

We have cash of \$111,796 as of September 30, 2002, in part due to our recent sale of shares of our common stock, which provided us with significant additional funds. In the opinion of management, available funds will satisfy our working capital requirements for the next twelve months. Our forecast for the period for which our financial resources will be adequate to support our operations involves risks and uncertainties and actual results could fail as a result of a number of factors. In order to expand our operations, we do not currently anticipate that we will need to raise additional capital in addition to the funds raised in this offering. If we do not raise adequate funds from this offering, then we may not be able to conduct marketing activities and expand our operations.

We are not currently conducting any research and development activities, other than the development of our website. We do not anticipate conducting such activities in the near future. In the event that we expand our customer base, then we may need to hire additional employees or independent contractors as well as purchase or lease additional equipment.

Item 3. Controls and Procedures

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(a) Evaluation of disclosure controls and procedures. We maintain controls and procedures designed to ensure that information required to be disclosed in the reports that we file or submit under the Securities Exchange Act of 1934 is recorded, processed, summarized and reported within the time periods specified in the rules and forms of the Securities and Exchange Commission. Based upon their evaluation of those controls and procedures performed within 90 days of the filing date of this report, our chief executive officer and the principal financial officer concluded that our disclosure controls and procedures were adequate.

(b) Changes in internal controls. There were no significant changes in our internal controls or in other factors that could significantly affect these controls subsequent to the date of the evaluation of those controls by the chief executive officer and principal financial officer.

### PART II -- OTHER INFORMATION

#### Item 1. Legal Proceedings.

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None.

#### Item 2. Changes in Securities.

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None.

#### Item 3. Defaults Upon Senior Securities

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None.

#### Item 4. Submission of Matters to Vote of Security Holders

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None.

#### Item 5. Other Information

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None.

#### Item 6. Exhibits and Reports on Form 8-K

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On November 11, 2002, the Registrant's Board of Directors, voted to replace its independent accountant, Quintanilla Accountancy Corporation ("Quintanilla"). Effective as of November 11, 2002, the Registrant's new independent accountant is Hall & Company, certified public accountants ("Hall & Company"). The Registrant retained the accounting firm of Hall & Company on November 11, 2002, as the principal accountants to audit the Registrant's financial statements. The Registrant authorized Quintanilla to respond fully to any inquiries from Hall & Company and to make its work papers available to Hall & Company. A correspondence from Quintanilla dated November 11, 2002, specifying that Registrant's disclosures regarding the change in accountants are true and correct was attached to the Report on Form 8-K as Exhibit 16.1.

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SIGNATURES

In accordance with the requirements of the Securities Exchange Act of 1934, the registrant caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Global Yacht Services, Inc.,  
a Nevada corporation

November 12, 2002

By: /s/ Mitch Keeler  
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Mitch Keeler  
Its: president, principal  
executive officer, director

10

CERTIFICATIONS

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I, Mitch Keeler, certify that:

1. I have reviewed this quarterly report on Form 10-QSB of Global Yacht Services, Inc.
2. Based on my knowledge, this quarterly report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this quarterly report;
3. Based on my knowledge, the financial statements, and other financial information included in this quarterly report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this quarterly report;
4. The registrant's other certifying officers and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-14 and 15d-14) for the registrant and have:

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a) designed such disclosure controls and procedures to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this quarterly report is being prepared;

b) evaluated the effectiveness of the registrant's disclosure controls and procedures as of a date within 90 days prior to the filing date of this quarterly report (the "Evaluation Date"); and

c) presented in this quarterly report our conclusions about the effectiveness of the disclosure controls and procedures based on our evaluation as of the Evaluation Date;

5. The registrant's other certifying officers and I have disclosed, based on our most recent evaluation, to the registrant's auditors and the audit committee of registrant's board of directors (or persons performing the equivalent functions):

a) all significant deficiencies in the design or operation of internal controls which could adversely affect the registrant's ability to record, process, summarize and report financial data and have identified for the registrant's auditors any material weaknesses in internal controls; and

b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal controls; and

6. The registrant's other certifying officers and I have indicated in this quarterly report whether or not there were significant changes in internal controls or in other factors that could significantly affect internal controls subsequent to the date of our most recent evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses.

Date: November 12, 2002

/s/ Mitch Keeler

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Mitch Keeler  
Chief Executive Officer

CERTIFICATIONS

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I, Melissa Day, certify that:

1. I have reviewed this quarterly report on Form 10-QSB of Global Yacht Services, Inc.

2. Based on my knowledge, this quarterly report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make

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the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this quarterly report;

3. Based on my knowledge, the financial statements, and other financial information included in this quarterly report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this quarterly report;

4. The registrant's other certifying officers and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-14 and 15d-14) for the registrant and have:

a) designed such disclosure controls and procedures to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this quarterly report is being prepared;

b) evaluated the effectiveness of the registrant's disclosure controls and procedures as of a date within 90 days prior to the filing date of this quarterly report (the "Evaluation Date"); and

c) presented in this quarterly report our conclusions about the effectiveness of the disclosure controls and procedures based on our evaluation as of the Evaluation Date;

5. The registrant's other certifying officers and I have disclosed, based on our most recent evaluation, to the registrant's auditors and the audit committee of registrant's board of directors (or persons performing the equivalent functions):

a) all significant deficiencies in the design or operation of internal controls which could adversely affect the registrant's ability to record, process, summarize and report financial data and have identified for the registrant's auditors any material weaknesses in internal controls; and

b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal controls; and

6. The registrant's other certifying officers and I have indicated in this quarterly report whether or not there were significant changes in internal controls or in other factors that could significantly affect internal controls subsequent to the date of our most recent evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses.

Date: November 12, 2002

/s/ Melissa Day

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Melissa Day  
Chief Financial Officer