

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

FORM 144

**NOTICE OF PROPOSED SALE OF SECURITIES
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933**

OMB APPROVAL	
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SEC USE ONLY	
DOCUMENT SEQUENCE NO.	

CUSIP NUMBER

WORK LOCATION

ATTENTION: *Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker.*

1 (a) NAME OF ISSUER <i>(Please type or print)</i>		(b) IRS IDENT. NO.	(c) S.E.C. FILE NO.	
1 (d) ADDRESS OF ISSUER	STREET	CITY	STATE	ZIP CODE
				(e) TELEPHONE NO.
				AREA CODE
				NUMBER
2 (a) NAME OF PERSON FOR WHOSE ACCOUNT THE SECURITIES ARE TO BE SOLD	(b) IRS IDENT. NO.	(c) RELATIONSHIP TO ISSUER	(d) ADDRESS STREET	CITY
				STATE
				ZIP CODE

INSTRUCTION: The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.

3 (a) Title of the Class of Securities To Be Sold	(b) Name and Address of Each Broker Through Whom the Securities are to be Offered or Each Market Maker who is Acquiring the Securities	SEC USE ONLY	(c) Number of Shares or Other Units To Be Sold <i>(See instr. 3(c))</i>	(d) Aggregate Market Value <i>(See instr. 3(d))</i>	(e) Number of Shares or Other Units Outstanding <i>(See instr. 3(e))</i>	(f) Approximate Date of Sale <i>(See instr. 3(f))</i> (MO. DAY YR.)	(g) Name of Each Securities Exchange <i>(See instr. 3(g))</i>
		Broker-Dealer File Number					

INSTRUCTIONS:

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| <p>1. (a) Name of issuer
(b) Issuer's I.R.S. Identification Number
(c) Issuer's S.E.C. file number, if any
(d) Issuer's address, including zip code
(e) Issuer's telephone number, including area code</p> <p>2. (a) Name of person for whose account the securities are to be sold
(b) Such person's I.R.S. identification number, if such person is an entity
(c) Such person's relationship to the issuer (e.g., officer, director, 10% stockholder, or member of immediate family of any of the foregoing)
(d) Such person's address, including zip code</p> | <p>3. (a) Title of the class of securities to be sold
(b) Name and address of each broker through whom the securities are intended to be sold
(c) Number of shares or other units to be sold (if debt securities, give the aggregate face amount)
(d) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice
(e) Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issuer
(f) Approximate date on which the securities are to be sold
(g) Name of each securities exchange, if any, on which the securities are intended to be sold</p> |
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Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

TABLE I — SECURITIES TO BE SOLD

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

Title of the Class	Date you Acquired	Nature of Acquisition Transaction	Name of Person from Whom Acquired <i>(If gift, also give date donor acquired)</i>	Amount of Securities Acquired	Date of Payment	Nature of Payment

INSTRUCTIONS: If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

TABLE II — SECURITIES SOLD DURING THE PAST 3 MONTHS

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

Name and Address of Seller	Title of Securities Sold	Date of Sale	Amount of Securities Sold	Gross Proceeds

REMARKS:

INSTRUCTIONS:

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

ATTENTION:

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed.

DATE OF NOTICE

(SIGNATURE)

The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed. Any copies not manually signed shall bear typed or printed signatures.

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)

To: Shareholders Service Group, Inc.
9845 ERMA RD. SUITE 312
San Diego, CA 92131

Date

Dear Shareholders Service Group:

In connection with the sale by the undersigned of _____ shares of _____ (the "Company") under Rule 144 of the Securities Act of 1933, as amended, the seller hereby represents that:

1. The undersigned has not made, and will not make, any payment in connection with the execution of the above order to any persons other than _____.
(Name of Investment Professional)
2. The undersigned has not solicited or arranged for the solicitation of orders to buy in anticipation of or in connection with this transaction.
3. The undersigned has sold _____ shares of the Company within the preceding ninety days, and the undersigned has no sale orders open with any other broker, except as executed below:
Name of Investment Professional: _____
Number of shares: _____
4. The undersigned will notify you before placing any other orders to sell shares of _____ (the "Company") during the pendency of my (our) Rule 144 transaction with you.
5. To the best of my (our) knowledge, members of the undersigned's immediate family and others with whom the undersigned is acting in concert have sold _____ shares of the company stock within the preceding ninety days.
6. In the event that any or all of the securities the undersigned is selling are restricted securities as defined in paragraph (a)(3) of Rule 144, the undersigned warrants that the securities have been beneficially owned for a period of at least one year as computed in accordance with paragraph (d) of Rule 144.
7. Enclosed is an executed copy of Form 144, three copies of which will be transmitted to the Securities and Exchange Commission by you and (where applicable) one copy of which will be sent to the principal exchange upon which the securities are traded. I (we) understand that no Form need be filed if the amount of securities to be sold during any three month period does not exceed 500 shares and the aggregate does not exceed \$10,000 worth of securities.

I (we) are familiar with Rule 144 and agree that you may rely upon the above statements in executing the order referred to above. I (We) also state that the Company may rely upon all of the above representations.

Very truly yours,

(Signature)

(Signature of Joint Tenant if applicable)

(Print Name)

(Print Name)

(Date)

(Account Number)

IRREVOCABLE STOCK OR BOND POWER

Complete this form to make a certificate negotiable when the back of the certificate has not been signed.

I. ASSIGNMENT

For value received, the undersigned does (do) hereby sell, assign, and transfer to Pershing LLC:

STOCKS (For stocks, complete this section)

_____ shares of _____ stock of _____
(Number of Shares) (Common, Preferred, or Other) (Name of Company)

represented by _____ inclusive, standing in the name of the
(Certificate Number(s))
undersigned on the books of said Company.

BONDS (For bonds, complete this section)

_____ bonds of _____ in the principal amount of \$ _____
(Number of Bonds) (Name of Company)

represented by _____ inclusive, standing in the name of the
(Certificate Number(s))
undersigned on the books of said Company.

II. AUTHORIZATION AND SIGNATURE

The undersigned does (do) hereby irrevocably constitute and appoint Pershing LLC attorney to transfer the said stock or bond(s), as the case may be, on the books of said Company, with full power of substitution in the premises.

Person(s) executing this power must sign here:

SIGNATURE: _____ DATE: _____

SIGNATURE: _____ DATE: _____

III. CERTIFICATION (Important—read carefully)

Signatures(s) must correspond with the name(s) as written upon the face of the certificate(s) or bond(s) in every particular without alteration or enlargement or any change whatever. A signature guarantee must be made by an authorized medallion signature guarantor.

SIGNATURE GUARANTEED BY:



STKPWR