

BOARD OF GOVERNORS OF THE FEDERAL RESERVE SYSTEM

Annual Report
(Federal Reserve Form G-4)

For the year ended June 30, _____

This report is required by law (15 U.S.C. 78g and 78w; 12 CFR 221).

The Federal Reserve Board regards the information provided by each respondent as confidential. If it should be determined subsequently that any information collected on this form must be released, respondents will be notified.

The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, a collection of information unless it displays a currently valid OMB control number.

Public reporting burden for this collection of information is estimated to average 2.0 hours per response, including the time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, N.W., Washington, DC 20551; and to the Office of Management and Budget, Paperwork Reduction Project (7100-0011), Washington, DC 20503.

Name of registrant: _____

IRS Identification No.*

Address of principal office: _____

Street

City

County

State

ZIP Code

GENERAL INSTRUCTIONS

Who must file: Section 221.3(b)(3) of the Federal Reserve Regulation U requires a report on FR Form G-4 to be filed by every person subject to the registration requirement of Section 221.3(b)(1) of the rule. Any person registered under the regulation may apply for termination of registration by filing FR Form G-2 [see Section 221.3(b)(2)], if such person has not, during the preceding six calendar months, had a total of \$200,000 or more of credit outstanding secured directly or indirectly by margin stock.

When and where to file: Form G-4 shall be filed, *in duplicate*, with the Federal Reserve Bank of the district in which the registrant's principal place of business is located, within 30 days following June 30 of each calendar year.

What to file: The registrant is required to file with this report two copies of the registrant's balance sheet, certified by an independent public accountant, as of the end of its most recent fiscal year. If a certified balance sheet is not available, registrant should file with this report a balance sheet in the form prescribed by Schedule B on FR Form G-1, or if subject to supervision by a state or federal regulatory agency, the latest balance sheet filed with such agency.

* A registrant who is an individual is not required to disclose his or her Social Security number.

DEFINITIONS

Terms used in this form are explained below. Precise definitions may be found in Section 221.2 of Regulation U.

Person: Any individual, corporation, partnership, association, joint stock company, business trust, or unincorporated organization.

Registrant: Any person who is subject to the registration requirement of Section 221.3(b)(1).

Purpose credit: Credit extended for the purpose of purchasing or carrying margin stock, or to reduce or retire indebtedness previously incurred for that purpose.

Margin stock: Includes (1) stocks registered on a national securities exchange or any OTC security designated for trading in the National Market System, (2) debt securities that are convertible into, or carry a warrant or right to subscribe to or purchase margin stock, (3) any such warrant or right, and (4) shares of most mutual funds.

Indirectly secured: In general, credit is indirectly secured by margin stock if there is an understanding between the borrower and the lender (1) which is designated to make the margin stock more available to the lender in case of default than to the borrower's other creditors, or (2) which limits the borrower from exercising full dominion over the margin stock to sell, pledge, or donate them, or determining where they shall be placed physically.

Instructions for Completing Schedule of Securities Credit

A. Report all Purpose Credit secured by margin stock extended during the reporting period, as well as all purpose credit secured by margin stock outstanding as of June 30, on Part A of the Schedule of Securities Credit.

B. Registrants reporting Purpose Credit secured by margin stock in Part A must also complete Part B if any nonpurpose credit was extended during the reporting period or is outstanding as of June 30.

C. Registrants *not* reporting Purpose Credit in Part A must

complete Part B if any nonpurpose credit was extended during the reporting period or is outstanding as of June 30.

D. Registrants who maintain records based upon fiscal quarters that do not coincide with calendar quarters have an option of reporting credit outstanding and extended in a slightly different manner. These registrants may report the annual data required by FR Form G-4 as of the year ended on either April 30 or May 31. A registrant reporting in this manner should change the date in Column 1 of the Schedule of Securities Credit to reflect the year end date used.

Employee Stock Option, Purchase, and Ownership Plan Credit

1. Is part or all of the credit extended pursuant to an employee stock option, purchase, or ownership plan?

Yes No

2. A. If "yes," does the credit qualify under the special provisions set forth in Section 221.4 of Regulation U?

Yes No

B. If credit reported in Column I of the Schedule of Securities Credit includes outstanding employee stock option, purchase, or ownership plan credit, please report the following:

i. Outstanding "Plan-Lender" credit pursuant to Section 221.4(a) \$ _____

ii. Outstanding credit to an ESOP pursuant to Section 221.4(c) \$ _____

3. Has any of the credit reported above been extended pursuant to a plan adopted since the submission of the last annual report?

Yes No

If "yes," please submit two copies of the plan and any supporting documents.

Schedule of Securities Credit

	I ¹ Total credit outstanding as of June _____ (dollars)			II ² Credit extended during reporting period (dollars)		
	Mil	Thou	Dollars	Mil	Thou	Dollars
A. Credit to purchase or carry margin stock (Purpose Loans):						
1. Secured directly by margin stock:						
a. Listed stocks and OTC margin stocks						
b. Debt securities convertible into margin stock						
c. Mutual funds and other margin stock						
2. Secured indirectly by margin stock.....						
3. TOTAL (Purpose Credit)						
B. Other credit (Nonpurpose Loans):						
1. Secured directly by margin stock:						
a. Listed stocks and OTC margin stocks						
b. Debt securities convertible into margin stock						
c. Mutual funds and other margin stock.....						
2. Secured indirectly by margin stock.....						
3. TOTAL (Nonpurpose Credit)						

1. "Credit outstanding" (Column I) includes credit extended by the registrant during the year covered by this report, and during previous years, that has not been extinguished before the end of the year covered by this report.

2. "Credit extended" (Column II) is credit extended any time during the year covered by the report. Column II includes new credit extended during the year regardless of whether such credit was extinguished at the end of the year. An increase in an existing loan is new credit.

Changes in Background Information

For material included in background information, see the second page of FR Form G-1 Registration Statement.

Have there been any changes in background information since the previous G-4 report (G-1 report for a registrant filing its first G-4 report)?

Yes No

If "yes," describe any such changes pertaining to name, address, IRS Identification No., organizational structure (e.g., a sole proprietorship becoming incorporated), name of person responsible for maintaining Regulation U records, control, or location of records.

Certification

The registrant filing this annual report and any attachment thereto and the person by whom it is executed represent hereby that all information contained therein is true and complete.

Date

Signature of sole proprietor, general partner, managing agent, or principal officer

Telephone number (including area code)

Print or type name

Title

This mandatory report is needed to elicit certain background and financial information about a Regulation U lender and the types and amount of credit activities engaged in that are secured by margin stock.

**Honest, accurate, and timely statements are required by law.
(15 U.S.C. §78ff; 18 U.S.C. § 1001)**