

Edgar Filing: KOGER EQUITY INC - Form SC 13D/A

KOGER EQUITY INC  
Form SC 13D/A  
November 13, 2001

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OMB APPROVAL  
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OMB Number: 3235-0145  
Expires: October 31, 2002  
Estimated average burden  
hours per response . . . 14.90  
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SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

SCHEDULE 13D  
(Section 240.13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT  
TO SECTION 240.13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO  
SECTION 240.13d-2(a)

(Amendment No. 1)1

Koger Equity, Inc.

-----  
(Name of Issuer)

Common Stock, par value \$0.01 per share  
-----

(Title of Class of Securities)

500228101  
-----

(CUSIP Number)

Mark C. Wehrly  
Farallon Capital Management, L.L.C.  
One Maritime Plaza, Suite 1325  
San Francisco, California 94111  
(415) 421-2132  
-----

(Name, Address and Telephone Number of Person  
Authorized to Receive Notices and Communications)

October 26, 2001  
-----

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Sections 240.13d-1(e), 13d-1(f) or 13d-1(g), check the following box [ ].

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Note. Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Section 240.13d-7(b) for other parties to whom copies are to be sent.

(Continued on following pages)

Page 1 of 37 Pages

-----  
1 The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

13D

=====  
CUSIP No. 500228101  
=====

-----  
1 NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Farallon Capital Partners, L.P.

-----  
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)  
(a) [ ]

(b) [ X ]\*\*

\*\* The reporting persons making this filing hold an aggregate of 1,255,027 Shares, which is 4.7% of the class of securities. The reporting person on this cover page, however, is a beneficial owner only of the securities reported by it on this cover page.

-----  
3 SEC USE ONLY

-----  
4 SOURCE OF FUNDS (See Instructions)

WC, OO

-----  
5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

[ ]

-----  
6 CITIZENSHIP OR PLACE OF ORGANIZATION

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California

```

=====
NUMBER OF          7          SOLE VOTING POWER
SHARES              -0-
=====
BENEFICIALLY      8          SHARED VOTING POWER
OWNED BY          382,450
=====
EACH              9          SOLE DISPOSITIVE POWER
REPORTING         -0-
=====
PERSON WITH       10         SHARED DISPOSITIVE POWER
                               382,450
=====
11      AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
                               382,450
=====
12      CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES (See Instructions)
                                               [   ]
=====
13      PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
                               1.4 %
=====
14      TYPE OF REPORTING PERSON (See Instructions)
                               PN
=====

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13D

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=====
CUSIP No. 500228101
=====

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=====
1      NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Farallon Capital Institutional Partners, L.P.
=====
2      CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)
                                               (a) [   ]
                                               (b) [ X ]**

```

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of 1,255,027 Shares, which is 4.7% of the class of securities. The reporting person on this cover page, however, is a beneficial owner only of the securities reported by it on this cover page.

|              |  |    |                          |
|--------------|--|----|--------------------------|
| 3            | SEC USE ONLY   |    |                          |
| 4            | SOURCE OF FUNDS (See Instructions)   |    |                          |
|              | WC   |    |                          |
| 5            | CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)  |    | [ ]                      |
| 6            | CITIZENSHIP OR PLACE OF ORGANIZATION   |    |                          |
|              | California   |    |                          |
|              | NUMBER OF  | 7  | SOLE VOTING POWER        |
|              | SHARES   |    | -0-                      |
| BENEFICIALLY |  | 8  | SHARED VOTING POWER      |
| OWNED BY     |  |    | 359,300                  |
| EACH         |  | 9  | SOLE DISPOSITIVE POWER   |
| REPORTING    |  |    | -0-                      |
| PERSON WITH  |  | 10 | SHARED DISPOSITIVE POWER |
|              |  |    | 359,300                  |
| 11           | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON                         |    |                          |
|              | 359,300  |    |                          |
| 12           | CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions) |    | [ ]                      |
| 13           | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)                                   |    |                          |
|              | 1.3 %  |    |                          |
| 14           | TYPE OF REPORTING PERSON (See Instructions)  |    |                          |
|              | PN   |    |                          |

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=====  
CUSIP No. 500228101  
=====

-----  
1 NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Farallon Capital Institutional Partners II, L.P.  
-----

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)  
(a) [ ]

(b) [ X ]\*\*

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-----

3 SEC USE ONLY  
-----

4 SOURCE OF FUNDS (See Instructions)

WC  
-----

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

[ ]  
-----

6 CITIZENSHIP OR PLACE OF ORGANIZATION

California  
-----

NUMBER OF 7 SOLE VOTING POWER

SHARES -0-  
-----

BENEFICIALLY 8 SHARED VOTING POWER

OWNED BY 63,000  
-----

EACH 9 SOLE DISPOSITIVE POWER

REPORTING -0-  
-----

PERSON WITH 10 SHARED DISPOSITIVE POWER

63,000  
-----

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

63,000  
-----

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

[ ]  
-----

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13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.2 %

14 TYPE OF REPORTING PERSON (See Instructions)

PN

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=====  
CUSIP No. 500228101  
=====

1 NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Farallon Capital Institutional Partners III, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)  
(a) [ ]

(b) [ X ]\*\*

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3 SEC USE ONLY

4 SOURCE OF FUNDS (See Instructions)

WC

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT  
TO ITEMS 2(d) OR 2(e)

[ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF 7 SOLE VOTING POWER

SHARES -0-

BENEFICIALLY 8 SHARED VOTING POWER

OWNED BY 67,000

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EACH 9 SOLE DISPOSITIVE POWER  
REPORTING -0-  
-----  
PERSON WITH 10 SHARED DISPOSITIVE POWER  
67,000  
-----  
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
67,000  
-----  
12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES  
CERTAIN SHARES (See Instructions) [ ]  
-----  
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
0.2 %  
-----  
14 TYPE OF REPORTING PERSON (See Instructions)  
PN  
-----

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=====  
CUSIP No. 500228101  
=====

-----  
1 NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)  
  
Tinicum Partners, L.P.  
-----  
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)  
(a) [ ]  
(b) [ X ]\*\*  
  
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4 SOURCE OF FUNDS (See Instructions)  
  
WC, OO

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5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT  
TO ITEMS 2(d) OR 2(e) [ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION  
New York

|              |    |                          |
|--------------|----|--------------------------|
| NUMBER OF    | 7  | SOLE VOTING POWER        |
| SHARES       |    | -0-                      |
| BENEFICIALLY | 8  | SHARED VOTING POWER      |
| OWNED BY     |    | 39,450                   |
| EACH         | 9  | SOLE DISPOSITIVE POWER   |
| REPORTING    |    | -0-                      |
| PERSON WITH  | 10 | SHARED DISPOSITIVE POWER |
|              |    | 39,450                   |

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
39,450

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES  
CERTAIN SHARES (See Instructions) [ ]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
0.1 %

14 TYPE OF REPORTING PERSON (See Instructions)  
PN

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13D

=====  
CUSIP No. 500228101  
=====

1 NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)  
Farallon Capital Management, L.L.C.

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2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)  
 (a) [ ]

(b) [ X ]\*\*

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3 SEC USE ONLY

4 SOURCE OF FUNDS (See Instructions)

OO

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

[ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF 7 SOLE VOTING POWER

SHARES -0-

BENEFICIALLY 8 SHARED VOTING POWER

OWNED BY 343,827

EACH 9 SOLE DISPOSITIVE POWER

REPORTING -0-

PERSON WITH 10 SHARED DISPOSITIVE POWER

343,827

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

343,827

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

[ ]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

1.3 %

14 TYPE OF REPORTING PERSON (See Instructions)

IA, OO

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=====  
 CUSIP No. 500228101  
 =====

-----  
 1 NAMES OF REPORTING PERSONS  
 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Farallon Partners, L.L.C.

-----  
 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a) [ ]

(b) [ X ]\*\*

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 3 SEC USE ONLY

-----  
 4 SOURCE OF FUNDS (See Instructions)

AF

-----  
 5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT  
 TO ITEMS 2(d) OR 2(e)

[ ]

-----  
 6 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

-----  
 NUMBER OF 7 SOLE VOTING POWER  
 SHARES -0-

-----  
 BENEFICIALLY 8 SHARED VOTING POWER

OWNED BY 911,200

-----  
 EACH 9 SOLE DISPOSITIVE POWER  
 REPORTING -0-

-----  
 PERSON WITH 10 SHARED DISPOSITIVE POWER  
 911,200

-----  
 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

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911,200

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES  
CERTAIN SHARES (See Instructions)

[ ]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

3.4 %

14 TYPE OF REPORTING PERSON (See Instructions)

OO

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=====  
CUSIP No. 500228101  
=====

1 NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Enrique H. Boilini

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a) [ ]

(b) [ X ]\*\*

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AF, OO

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT  
TO ITEMS 2(d) OR 2(e)

[ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION  
United States

NUMBER OF 7 SOLE VOTING POWER

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|              |   |                          |
|--------------|---|--------------------------|
| SHARES       | -0-   |                          |
| -----        |   |                          |
| BENEFICIALLY | 8   | SHARED VOTING POWER      |
| OWNED BY     | 1,255,027   |                          |
| -----        |   |                          |
| EACH         | 9   | SOLE DISPOSITIVE POWER   |
| REPORTING    | -0-   |                          |
| -----        |   |                          |
| PERSON WITH  | 10  | SHARED DISPOSITIVE POWER |
|              | 1,255,027   |                          |
| -----        |   |                          |
| 11           | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON                            |                          |
|              | 1,255,027   |                          |
| -----        |   |                          |
| 12           | CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES<br>CERTAIN SHARES (See Instructions) |                          |
|              | [ ]   |                          |
| -----        |   |                          |
| 13           | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)                                      |                          |
|              | 4.7 %   |                          |
| -----        |   |                          |
| 14           | TYPE OF REPORTING PERSON (See Instructions)   |                          |
|              | IN  |                          |
| -----        |   |                          |

13D

=====  
CUSIP No. 500228101  
=====

|       |  |  |
|-------|--|--|
| ----- |  |  |
| 1     | NAMES OF REPORTING PERSONS<br>I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) |  |
|       | David I. Cohen   |  |
| ----- |  |  |
| 2     | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)                      |  |
|       | (a) [ ]  |  |
|       | (b) [ X ]**  |  |

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3 SEC USE ONLY

4 SOURCE OF FUNDS (See Instructions)

AF, OO

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

[ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION  
United States

|           |   |                   |
|-----------|---|-------------------|
| NUMBER OF | 7 | SOLE VOTING POWER |
| SHARES    |   | -0-               |

|              |   |                     |
|--------------|---|---------------------|
| BENEFICIALLY | 8 | SHARED VOTING POWER |
| OWNED BY     |   | 1,255,027           |

|           |   |                        |
|-----------|---|------------------------|
| EACH      | 9 | SOLE DISPOSITIVE POWER |
| REPORTING |   | -0-                    |

|             |    |                          |
|-------------|----|--------------------------|
| PERSON WITH | 10 | SHARED DISPOSITIVE POWER |
|             |    | 1,255,027                |

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
1,255,027

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

[ ]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
4.7 %

14 TYPE OF REPORTING PERSON (See Instructions)

IN

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1 NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Joseph F. Downes

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)  
(a)

(b)  \*\*

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AF, OO

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION  
United States

|           |   |                   |
|-----------|---|-------------------|
| NUMBER OF | 7 | SOLE VOTING POWER |
| SHARES    |   | -0-               |

|              |   |                     |
|--------------|---|---------------------|
| BENEFICIALLY | 8 | SHARED VOTING POWER |
| OWNED BY     |   | 1,255,027           |

|           |   |                        |
|-----------|---|------------------------|
| EACH      | 9 | SOLE DISPOSITIVE POWER |
| REPORTING |   | -0-                    |

|             |    |                          |
|-------------|----|--------------------------|
| PERSON WITH | 10 | SHARED DISPOSITIVE POWER |
|             |    | 1,255,027                |

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,255,027

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

4.7 %

14 TYPE OF REPORTING PERSON (See Instructions)

IN

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13D

=====  
 CUSIP No. 500228101  
 =====

-----  
 1 NAMES OF REPORTING PERSONS  
 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

William F. Duhamel

-----  
 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)  
 (a) [ ]

(b) [ X ]\*\*

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AF, 00

-----  
 5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

[ ]

-----  
 6 CITIZENSHIP OR PLACE OF ORGANIZATION  
 United States

-----  
 NUMBER OF 7 SOLE VOTING POWER

SHARES -0-

-----  
 BENEFICIALLY 8 SHARED VOTING POWER

OWNED BY 1,255,027

-----  
 EACH 9 SOLE DISPOSITIVE POWER

REPORTING -0-

-----  
 PERSON WITH 10 SHARED DISPOSITIVE POWER

1,255,027  
 -----

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11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,255,027

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES  
CERTAIN SHARES (See Instructions)

[ ]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

4.7 %

14 TYPE OF REPORTING PERSON (See Instructions)

IN

Page 12 of 37 Pages

13D

=====  
CUSIP No. 500228101  
=====

1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Andrew B. Fremder

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a) [ ]

(b) [ X ]\*\*

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5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT  
TO ITEMS 2(d) OR 2(e)

[ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION

United States

NUMBER OF

7

SOLE VOTING POWER

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|              |  |                          |
|--------------|--|--------------------------|
| SHARES       | -0-  |                          |
| =====        |  |                          |
| BENEFICIALLY | 8  | SHARED VOTING POWER      |
| OWNED BY     | 1,255,027  |                          |
| =====        |  |                          |
| EACH         | 9  | SOLE DISPOSITIVE POWER   |
| REPORTING    | -0-  |                          |
| =====        |  |                          |
| PERSON WITH  | 10   | SHARED DISPOSITIVE POWER |
|              | 1,255,027  |                          |
| =====        |  |                          |
| 11           | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON                         |                          |
|              | 1,255,027  |                          |
| =====        |  |                          |
| 12           | CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions) |                          |
|              | [ ]  |                          |
| =====        |  |                          |
| 13           | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)                                   |                          |
|              | 4.7 %  |                          |
| =====        |  |                          |
| 14           | TYPE OF REPORTING PERSON (See Instructions)  |                          |
|              | IN   |                          |
| =====        |  |                          |

13D

=====  
CUSIP No. 500228101  
=====

|       |  |  |
|-------|--|--|
| ===== |  |  |
| 1     | NAMES OF REPORTING PERSONS<br>I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) |  |
|       | Richard B. Fried   |  |
| ===== |  |  |
| 2     | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)                      |  |
|       | (a) [ ]  |  |
|       | (b) [ X ]**  |  |

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=====
3      SEC USE ONLY
=====

4      SOURCE OF FUNDS (See Instructions)
      AF, OO
=====

5      CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT
      TO ITEMS 2(d) OR 2(e)
                                           [   ]
=====

6      CITIZENSHIP OR PLACE OF ORGANIZATION
      United States
=====

      NUMBER OF          7      SOLE VOTING POWER
      SHARES
      BENEFICIALLY      8      SHARED VOTING POWER
      OWNED BY          1,255,027
      EACH              9      SOLE DISPOSITIVE POWER
      REPORTING         -0-
      PERSON WITH      10      SHARED DISPOSITIVE POWER
                                           1,255,027
=====

11     AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
      1,255,027
=====

12     CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
      CERTAIN SHARES (See Instructions)
                                           [   ]
=====

13     PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
      4.7 %
=====

14     TYPE OF REPORTING PERSON (See Instructions)
      IN
=====

```

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-----

1 NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Monica R. Landry

-----

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a) [ ]

(b) [ X ]\*\*

\*\* The reporting persons making this filing hold an aggregate of 1,255,027 Shares, which is 4.7% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by it on this cover page.

-----

3 SEC USE ONLY

-----

4 SOURCE OF FUNDS (See Instructions)

AF, OO

-----

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

[ ]

-----

6 CITIZENSHIP OR PLACE OF ORGANIZATION

United States

-----

|              |    |                          |
|--------------|----|--------------------------|
| NUMBER OF    | 7  | SOLE VOTING POWER        |
| SHARES       |    | -0-                      |
| BENEFICIALLY | 8  | SHARED VOTING POWER      |
| OWNED BY     |    | 1,255,027                |
| EACH         | 9  | SOLE DISPOSITIVE POWER   |
| REPORTING    |    | -0-                      |
| PERSON WITH  | 10 | SHARED DISPOSITIVE POWER |
|              |    | 1,255,027                |

-----

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,255,027

-----

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

[ ]

-----

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

4.7 %

-----

14 TYPE OF REPORTING PERSON (See Instructions)

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IN

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13D

=====  
CUSIP No. 500228101  
=====

-----  
1 NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

William F. Mellin  
-----

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)  
(a) [ ]  
(b) [ X ]\*\*

\*\* The reporting persons making this filing hold an aggregate of 1,255,027 Shares, which is 4.7% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by it on this cover page.

-----  
3 SEC USE ONLY  
-----

4 SOURCE OF FUNDS (See Instructions)

AF, OO  
-----

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

[ ]  
-----

6 CITIZENSHIP OR PLACE OF ORGANIZATION  
United States  
-----

-----  
NUMBER OF 7 SOLE VOTING POWER

SHARES -0-  
-----

BENEFICIALLY 8 SHARED VOTING POWER

OWNED BY 1,255,027  
-----

EACH 9 SOLE DISPOSITIVE POWER

REPORTING -0-  
-----

PERSON WITH 10 SHARED DISPOSITIVE POWER  
-----

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1,255,027

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
1,255,027

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES  
CERTAIN SHARES (See Instructions) [ ]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
4.7 %

14 TYPE OF REPORTING PERSON (See Instructions)  
IN

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13D

=====  
CUSIP No. 500228101  
=====

1 NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)  
  
Stephen L. Millham

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)  
(a) [ ]  
(b) [ X ]\*\*

\*\* The reporting persons making this filing hold an aggregate of 1,255,027 Shares, which is 4.7% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by it on this cover page.

3 SEC USE ONLY

4 SOURCE OF FUNDS (See Instructions)  
  
AF, OO

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT  
TO ITEMS 2(d) OR 2(e) [ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION

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United States

```

=====
NUMBER OF          7          SOLE VOTING POWER
SHARES            -0-
=====
BENEFICIALLY      8          SHARED VOTING POWER
OWNED BY          1,255,027
=====
EACH              9          SOLE DISPOSITIVE POWER
REPORTING         -0-
=====
PERSON WITH       10         SHARED DISPOSITIVE POWER
                                1,255,027
=====
11      AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
                                1,255,027
=====
12      CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES (See Instructions)
                                                [   ]
=====
13      PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
                                4.7 %
=====
14      TYPE OF REPORTING PERSON (See Instructions)
                                IN
=====

```

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13D

```

=====
CUSIP No. 500228101
=====

```

```

=====
1      NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Meridee A. Moore
=====
2      CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)
                                                (a) [   ]
                                                (b) [ X ]**

```

\*\* The reporting persons making this filing hold an aggregate of 1,255,027 Shares, which is 4.7% of the class of

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securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by it on this cover page.

-----

3 SEC USE ONLY

-----

4 SOURCE OF FUNDS (See Instructions)

AF, OO

-----

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) [ ]

-----

6 CITIZENSHIP OR PLACE OF ORGANIZATION  
United States

-----

|              |    |                          |
|--------------|----|--------------------------|
| NUMBER OF    | 7  | SOLE VOTING POWER        |
| SHARES       |    | -0-                      |
| BENEFICIALLY | 8  | SHARED VOTING POWER      |
| OWNED BY     |    | 1,255,027                |
| EACH         | 9  | SOLE DISPOSITIVE POWER   |
| REPORTING    |    | -0-                      |
| PERSON WITH  | 10 | SHARED DISPOSITIVE POWER |
|              |    | 1,255,027                |

-----

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
1,255,027

-----

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions) [ ]

-----

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
4.7 %

-----

14 TYPE OF REPORTING PERSON (See Instructions)  
IN

-----

=====

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CUSIP No. 500228101  
 =====

-----  
 1 NAMES OF REPORTING PERSONS  
 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Thomas F. Steyer  
 -----

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)  
 (a) [ ]  
 (b) [ X ]\*\*

\*\* The reporting persons making this filing hold an aggregate of 1,255,027 Shares, which is 4.7% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by it on this cover page.  
 -----

3 SEC USE ONLY  
 -----

4 SOURCE OF FUNDS (See Instructions)

AF, OO  
 -----

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) [ ]  
 -----

6 CITIZENSHIP OR PLACE OF ORGANIZATION  
 United States  
 -----

|           |     |                   |
|-----------|-----|-------------------|
| NUMBER OF | 7   | SOLE VOTING POWER |
| SHARES    | -0- |                   |

|                       |           |                     |
|-----------------------|-----------|---------------------|
| BENEFICIALLY OWNED BY | 8         | SHARED VOTING POWER |
| EACH                  | 1,255,027 |                     |

|                       |     |                        |
|-----------------------|-----|------------------------|
| REPORTING PERSON WITH | 9   | SOLE DISPOSITIVE POWER |
|                       | -0- |                        |

|  |           |                          |
|--|-----------|--------------------------|
|  | 10        | SHARED DISPOSITIVE POWER |
|  | 1,255,027 |                          |

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
 1,255,027  
 -----

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions) [ ]  
 -----

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
 4.7 %

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14 TYPE OF REPORTING PERSON (See Instructions)

IN

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13D

=====  
CUSIP No. 500228101  
=====

1 NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Mark C. Wehrly

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)  
(a) [ ]

(b) [ X ]\*\*

\*\* The reporting persons making this filing hold an aggregate of 1,255,027 Shares, which is 4.7% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by it on this cover page.

3 SEC USE ONLY

4 SOURCE OF FUNDS (See Instructions)

AF, OO

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

[ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION  
United States

NUMBER OF 7 SOLE VOTING POWER  
SHARES -0-

BENEFICIALLY 8 SHARED VOTING POWER

OWNED BY 1,255,027

EACH 9 SOLE DISPOSITIVE POWER

REPORTING -0-

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PERSON WITH 10 SHARED DISPOSITIVE POWER

1,255,027

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,255,027

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES  
CERTAIN SHARES (See Instructions)

[ ]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

4.7 %

14 TYPE OF REPORTING PERSON (See Instructions)

IN

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This Amendment No. 1 to Schedule 13D amends the Schedule 13D initially filed on May 29, 2001 (collectively, with all amendments thereto, the "Schedule 13D").

Item 5. Interest In Securities Of The Issuer.

Item 5 of the Schedule 13D is amended and restated in its entirety as follows:

(a) The Partnerships

(a), (b) The information set forth in Rows 7 through 13 of the cover page hereto for each Partnership is incorporated herein by reference for each such Partnership. The percentage amount set forth in Row 13 for all cover pages filed herewith is calculated based upon the 26,815,649 Shares outstanding as of July 31, 2001 as reported by the Company in its Quarterly Report on Form 10-Q for the period ended June 30, 2001 filed with the Securities and Exchange Commission on August 13, 2001.

(c) The trade dates, number of Shares purchased or sold and the price per Share (including commissions) for all purchases and sales of the Shares by the Partnerships in the past 60 days are set forth on Schedules A-E hereto and are incorporated herein by reference. All of such transactions were open-market transactions.

(d) The General Partner has the power to direct the affairs of the Partnerships, including the disposition of the proceeds

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of the sale of the Shares. The Individual Reporting Persons are managing members of the General Partner.

(e) Not applicable.

(b) The Management Company  
-----

(a), (b) The information set forth in Rows 7 through 13 of the cover page hereto for the Management Company is incorporated herein by reference.

(c) The trade dates, number of Shares purchased or sold and the price per Share (including commissions) for all purchases and sales of the Shares by the Management Company on behalf of the Managed Accounts in the past 60 days are set forth on Schedule F hereto and are incorporated herein by reference. All of such transactions were open-market transactions.

(d) The Management Company, as an investment adviser, has the power to direct the disposition of the proceeds of the sale of the Shares held by the Managed Accounts. The Individual Reporting Persons are managing members of the Management Company.

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(e) Not applicable.

(c) The General Partner  
-----

(a), (b) The information set forth in Rows 7 through 13 of the cover page hereto for the General Partner is incorporated herein by reference.

(c) None.

(d) The General Partner has the power to direct the affairs of the Partnerships, including the disposition of the proceeds of the sale of the Shares. The Individual Reporting Persons are managing members of the General Partner.

(e) Not applicable.

(d) The Individual Reporting Persons  
-----

(a), (b) The information set forth in Rows 7 through 13 of the cover page hereto for each Individual Reporting Person is incorporated herein by reference for each such Individual Reporting Person.

(c) None.

(d) The General Partner has the power to direct the affairs of the Partnerships, including the disposition of the proceeds

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of the sale of the Shares. The Management Company, as an investment adviser, has the power to direct the disposition of the proceeds of the sale of the Shares held by the Managed Accounts. The Individual Reporting Persons are managing members of the General Partner. The Individual Reporting Persons are managing members of the Management Company.

(e) Not applicable.

The Shares reported hereby for the Partnerships are owned directly by the Partnerships and those reported by the Management Company on behalf of the Managed Accounts are owned directly by the Managed Accounts. The General Partner, as general partner to the Partnerships, may be deemed to be the beneficial owner of all such Shares owned by the Partnerships. The Management Company, as investment adviser to the Managed Accounts, may be deemed to be the beneficial owner of all such Shares owned by the Managed Accounts. The Individual Reporting Persons, as managing members of both the General Partner and the Management Company, may each be deemed to be the beneficial owner of all such Shares held by the Partnerships and the Managed Accounts. Each of the Management Company, the General Partner and the Individual Reporting Persons hereby disclaims any beneficial ownership of any such Shares.

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SIGNATURES

After reasonable inquiry and to the best of our knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

Dated: November 13, 2001

/s/ Joseph F. Downes

-----  
FARALLON PARTNERS, L.L.C.,  
on its own behalf and as General Partner of  
FARALLON CAPITAL PARTNERS, L.P.,  
FARALLON CAPITAL INSTITUTIONAL PARTNERS, L.P.,  
FARALLON CAPITAL INSTITUTIONAL PARTNERS II, L.P.,  
FARALLON CAPITAL INSTITUTIONAL PARTNERS III, L.P.,  
And TINICUM PARTNERS, L.P.,  
By Joseph F. Downes,  
Managing Member

/s/ Joseph F. Downes

-----  
FARALLON CAPITAL MANAGEMENT, L.L.C.,  
By Joseph F. Downes,  
Managing Member

/s/ Joseph F. Downes

-----  
Joseph F. Downes, individually and as attorney-in-fact

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for each of Enrique H. Boilini, David I. Cohen,  
William F. Duhamel, Andrew B. Fremder,  
Richard B. Fried, Monica R. Landry, William F. Mellin,  
Stephen L. Millham, Meridee A. Moore,  
Thomas F. Steyer and Mark C. Wehrly.

The Powers of Attorney, each executed by Boilini, Cohen, Fremder, Mellin, Millham, Moore and Steyer authorizing Downes to sign and file this Schedule 13D on each person's behalf, which were filed with Amendment No. 1 to the Schedule 13D filed with the Securities and Exchange Commission on January 20, 1998, by such Reporting Persons with respect to the Units of Spiros Development Corporation II, Inc., are hereby incorporated by reference. The Powers of Attorney, each executed by Duhamel and Fried authorizing Downes to sign and file this Schedule 13D on each person's behalf, which were filed with Amendment No. 7 to the Schedule 13D filed with the Securities and Exchange Commission on February 9, 1999 by such Reporting Persons with respect to the Callable Class A Common Stock of Crescendo Pharmaceuticals Corporation, are hereby incorporated by reference. The Power of Attorney executed by Mark C. Wehrly authorizing Downes to sign and file this Schedule 13D on his behalf, which was filed with Amendment No. 4 to the Schedule 13D filed with the Securities and Exchange Commission on January 18, 2000, by such Reporting Person with respect to the Class A Common Stock of Momentum Business Applications,

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Inc., is hereby incorporated by reference. The Power of Attorney executed by Monica R. Landry authorizing Downes to sign and file this Schedule 13D on her behalf, which was filed with the Schedule 13G filed with the Securities and Exchange Commission on January 22, 2001, by such Reporting Person with respect to the Common Stock of Korn/Ferry International, is hereby incorporated by reference.

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ANNEX 1

Set forth below with respect to the Management Company and the General Partner is the following information: (a) name; (b) address; (c) principal business; (d) state of organization; and (e) controlling persons. Set forth below with respect to each managing member of the Management Company and the General Partner is the following: (a) name; (b) business address; (c) principal occupation; and (d) citizenship.

1. The Management Company

- 
- (a) Farallon Capital Management, L.L.C.
  - (b) One Maritime Plaza, Suite 1325  
San Francisco, California 94111
  - (c) Serves as investment adviser to various managed accounts
  - (d) Delaware limited liability company

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(e) Managing Members: Thomas F. Steyer, Senior Managing Member; Enrique H. Boilini, David I. Cohen, Joseph F. Downes, William F. Duhamel, Andrew B. Fremder, Richard B. Fried, Monica R. Landry, William F. Mellin, Stephen L. Millham, Meridee A. Moore and Mark C. Wehrly, Managing Members.

2. The General Partner  
-----

- (a) Farallon Partners, L.L.C.
- (b) c/o Farallon Capital Management, L.L.C.  
One Maritime Plaza, Suite 1325  
San Francisco, California 94111
- (c) Serves as general partner to investment partnerships
- (d) Delaware limited liability company
- (e) Managing Members: Thomas F. Steyer, Senior Managing Member; Enrique H. Boilini, David I. Cohen, Joseph F. Downes, William F. Duhamel, Fleur E. Fairman, Andrew B. Fremder, Richard B. Fried, Monica R. Landry, William F. Mellin, Stephen L. Millham, Meridee A. Moore and Mark C. Wehrly, Managing Members.

3. The Individual Reporting Persons/The Managing Members  
-----

Except as stated below, each of the Managing Members (including the Individual Reporting Persons) is a United States citizen whose business address is c/o Farallon Capital Management, L.L.C., One Maritime Plaza, Suite 1325, San Francisco, California 94111. Enrique H. Boilini's business address is c/o Farallon Capital Management, L.L.C., 75 Holly Hill Lane, Greenwich, Connecticut 06830. The principal occupation of Thomas F. Steyer is serving as senior managing member of the Management Company and the General Partner. The principal occupation of each other Managing Member is serving as a managing member of the Management Company and/or the General Partner. None of the Managing Members

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(including the Individual Reporting Persons) have any additional information to disclose with respect to Items 2-6 of the Schedule 13D that is not already disclosed in the Schedule 13D.

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SCHEDULE A

FARALLON CAPITAL PARTNERS, L.P.  
-----

NO. OF SHARES  
PURCHASED (P)

PRICE

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| TRADE DATE | OR SOLD (S) | PER SHARE (\$) |
|------------|-------------|----------------|
| -----      | -----       | -----          |
| 10-15-01   | 3,000 (S)   | 17.04          |
| 10-16-01   | 3,300 (S)   | 17.14          |
| 10-16-01   | 2,800 (S)   | 17.14          |
| 10-17-01   | 600 (S)     | 17.39          |
| 10-18-01   | 3,000 (S)   | 17.37          |
| 10-19-01   | 700 (S)     | 17.27          |
| 10-22-01   | 300 (S)     | 17.13          |
| 10-23-01   | 400 (S)     | 17.13          |
| 10-25-01   | 1,200 (S)   | 16.98          |
| 10-25-01   | 1,500 (S)   | 16.98          |
| 10-26-01   | 100 (S)     | 16.87          |
| 10-26-01   | 2,400 (S)   | 16.87          |
| 10-29-01   | 1,600 (S)   | 16.78          |
| 10-30-01   | 1,000 (S)   | 16.77          |
| 10-30-01   | 3,100 (S)   | 16.77          |
| 10-30-01   | 1,200 (S)   | 16.77          |
| 10-30-01   | 2,000 (S)   | 16.77          |
| 10-30-01   | 300 (S)     | 16.77          |
| 10-31-01   | 900 (S)     | 16.78          |

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|          |           |       |
|----------|-----------|-------|
| 10-31-01 | 4,500 (S) | 16.78 |
| 11-02-01 | 1,500 (S) | 16.73 |
| 11-05-01 | 2,600 (S) | 16.73 |
| 11-06-01 | 4,600 (S) | 16.73 |
| 11-07-01 | 800 (S)   | 16.73 |

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| TRADE DATE | NO. OF SHARES<br>PURCHASED (P)<br>OR SOLD (S) | PRICE<br>PER SHARE (\$) |
|------------|---|-------------------------|
| -----      | -----   | -----                   |
| 10-15-01   | 2,900 (S)                                     | 17.04                   |
| 10-16-01   | 2,300 (S)                                     | 17.14                   |
| 10-16-01   | 2,000 (S)                                     | 17.14                   |
| 10-16-01   | 1,400 (S)                                     | 17.14                   |
| 10-17-01   | 100 (S)                                       | 17.39                   |
| 10-17-01   | 500 (S)                                       | 17.39                   |
| 10-18-01   | 2,900 (S)                                     | 17.37                   |
| 10-19-01   | 700 (S)                                       | 17.27                   |
| 10-22-01   | 300 (S)                                       | 17.13                   |
| 10-23-01   | 400 (S)                                       | 17.13                   |
| 10-25-01   | 1,200 (S)                                     | 16.98                   |
| 10-25-01   | 200 (S)                                       | 16.98                   |
| 10-25-01   | 1,100 (S)                                     | 16.98                   |
| 10-26-01   | 900 (S)                                       | 16.87                   |
| 10-26-01   | 1,400 (S)                                     | 16.87                   |
| 10-29-01   | 1,500 (S)                                     | 16.78                   |
| 10-30-01   | 2,000 (S)                                     | 16.77                   |
| 10-30-01   | 5,200 (S)                                     | 16.77                   |
| 10-31-01   | 5,100 (S)                                     | 16.78                   |

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|          |       |     |       |
|----------|-------|-----|-------|
| 11-02-01 | 1,400 | (S) | 16.73 |
| 11-05-01 | 300   | (S) | 16.73 |
| 11-05-01 | 2,200 | (S) | 16.73 |
| 11-06-01 | 4,300 | (S) | 16.73 |
| 11-07-01 | 700   | (S) | 16.73 |

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SCHEDULE C

FARALLON CAPITAL INSTITUTIONAL PARTNERS II, L.P.

| TRADE DATE | NO. OF SHARES<br>PURCHASED (P)<br>OR SOLD (S) | PRICE<br>PER SHARE (\$) |
|------------|---|-------------------------|
| 10-15-01   | 500 (S)                                       | 17.04                   |
| 10-16-01   | 1,000 (S)                                     | 17.14                   |
| 10-17-01   | 100 (S)                                       | 17.39                   |
| 10-18-01   | 400 (S)                                       | 17.37                   |
| 10-18-01   | 100 (S)                                       | 17.37                   |
| 10-19-01   | 100 (S)                                       | 17.27                   |
| 10-22-01   | 100 (S)                                       | 17.13                   |
| 10-23-01   | 100 (S)                                       | 17.13                   |
| 10-25-01   | 400 (S)                                       | 16.98                   |
| 10-26-01   | 400 (S)                                       | 16.87                   |
| 10-29-01   | 300 (S)                                       | 16.78                   |
| 10-30-01   | 1,200 (S)                                     | 16.77                   |

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|          |     |     |       |
|----------|-----|-----|-------|
| 10-30-01 | 100 | (S) | 16.77 |
| 10-31-01 | 900 | (S) | 16.78 |
| 11-02-01 | 300 | (S) | 16.73 |
| 11-05-01 | 100 | (S) | 16.73 |
| 11-05-01 | 300 | (S) | 16.73 |
| 11-06-01 | 700 | (S) | 16.73 |
| 11-06-01 | 100 | (S) | 16.73 |

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|          |     |     |       |
|----------|-----|-----|-------|
| 11-07-01 | 100 | (S) | 16.73 |
|----------|-----|-----|-------|

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SCHEDULE D

FARALLON CAPITAL INSTITUTIONAL PARTNERS III, L.P.

| TRADE DATE | NO. OF SHARES<br>PURCHASED (P)<br>OR SOLD (S) | PRICE<br>PER SHARE (\$) |
|------------|---|-------------------------|
| 10-15-01   | 200 (S)                                       | 17.04                   |
| 10-15-01   | 300 (S)                                       | 17.04                   |
| 10-16-01   | 800 (S)                                       | 17.14                   |
| 10-16-01   | 300 (S)                                       | 17.14                   |
| 10-17-01   | 100 (S)                                       | 17.39                   |

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|          |       |     |       |
|----------|-------|-----|-------|
| 10-18-01 | 500   | (S) | 17.37 |
| 10-19-01 | 100   | (S) | 17.27 |
| 10-22-01 | 100   | (S) | 17.13 |
| 10-23-01 | 100   | (S) | 17.13 |
| 10-25-01 | 500   | (S) | 16.98 |
| 10-26-01 | 100   | (S) | 16.87 |
| 10-26-01 | 300   | (S) | 16.87 |
| 10-29-01 | 200   | (S) | 16.78 |
| 10-29-01 | 100   | (S) | 16.78 |
| 10-30-01 | 1,300 | (S) | 16.77 |
| 10-31-01 | 900   | (S) | 16.78 |
| 11-02-01 | 200   | (S) | 16.73 |
| 11-02-01 | 100   | (S) | 16.73 |
| 11-05-01 | 500   | (S) | 16.73 |

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|          |     |     |       |
|----------|-----|-----|-------|
| 11-06-01 | 300 | (S) | 16.73 |
| 11-06-01 | 200 | (S) | 16.73 |
| 11-06-01 | 300 | (S) | 16.73 |
| 11-07-01 | 100 | (S) | 16.73 |

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SCHEDULE E

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TINICUM PARTNERS, L.P.

| TRADE DATE | NO. OF SHARES<br>PURCHASED (P)<br>OR SOLD (S) | PRICE<br>PER SHARE (\$) |
|------------|---|-------------------------|
| 10-15-01   | 300 (S)                                       | 17.04                   |
| 10-16-01   | 600 (S)                                       | 17.14                   |
| 10-17-01   | 100 (S)                                       | 17.39                   |
| 10-18-01   | 300 (S)                                       | 17.37                   |
| 10-19-01   | 100 (S)                                       | 17.27                   |
| 10-25-01   | 300 (S)                                       | 16.98                   |
| 10-26-01   | 300 (S)                                       | 16.87                   |
| 10-29-01   | 200 (S)                                       | 16.78                   |
| 10-30-01   | 800 (S)                                       | 16.77                   |
| 10-31-01   | 600 (S)                                       | 16.78                   |
| 11-02-01   | 100 (S)                                       | 16.73                   |
| 11-02-01   | 100 (S)                                       | 16.73                   |
| 11-05-01   | 300 (S)                                       | 16.73                   |
| 11-06-01   | 500 (S)                                       | 16.73                   |
| 11-07-01   | 100 (S)                                       | 16.73                   |

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SCHEDULE F

FARALLON CAPITAL MANAGEMENT, L.L.C.

| TRADE DATE | NO. OF SHARES<br>PURCHASED (P)<br>OR SOLD (S) | PRICE<br>PER SHARE (\$) |
|------------|---|-------------------------|
|------------|---|-------------------------|

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|          |       |     |       |
|----------|-------|-----|-------|
| 10-15-01 | 2,800 | (S) | 17.04 |
| 10-16-01 | 577   | (S) | 17.14 |
| 10-16-01 | 700   | (S) | 17.14 |
| 10-16-01 | 900   | (S) | 17.14 |
| 10-16-01 | 3,323 | (S) | 17.14 |
| 10-17-01 | 500   | (S) | 17.39 |
| 10-18-01 | 2,800 | (S) | 17.37 |
| 10-19-01 | 700   | (S) | 17.27 |
| 10-22-01 | 200   | (S) | 17.13 |
| 10-23-01 | 300   | (S) | 17.13 |
| 10-25-01 | 2,400 | (S) | 16.98 |
| 10-26-01 | 2,300 | (S) | 16.87 |
| 10-29-01 | 1,300 | (S) | 16.78 |
| 10-30-01 | 6,177 | (S) | 16.77 |
| 10-30-01 | 623   | (S) | 16.77 |
| 10-31-01 | 77    | (S) | 16.78 |
| 10-31-01 | 4,200 | (S) | 16.78 |
| 10-31-01 | 523   | (S) | 16.78 |

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|          |       |     |       |
|----------|-------|-----|-------|
| 11-02-01 | 1,300 | (S) | 16.73 |
| 11-05-01 | 2,177 | (S) | 16.73 |
| 11-05-01 | 123   | (S) | 16.73 |
| 11-06-01 | 4,000 | (S) | 16.73 |
| 11-07-01 | 700   | (S) | 16.73 |

