## AMERICAN ELECTRIC POWER CO INC

Form SC 13G February 05, 2008

SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Schedule 13G

Under the Securities Exchange Act of 1934 (New)

AMERICAN ELECTRIC POWER CO INC (Name of Issuer)

Common Stock
(Title of Class of Securities)

025537101 (CUSIP Number)

December 31, 2007 (Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

[X] Rule 13d-1(b)

\*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 the disclosures provided in a prior page.

The information required in 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).

CUSIP No. 025537101

\_\_\_\_\_

\_\_\_\_\_

(1) Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

BARCLAYS GLOBAL INVESTORS, NA., 943112180

\_\_\_\_\_

- (2) Check the appropriate box if a member of a  $Group^*$
- (a) / /
- (b) /X/

-----

(3) SEC Use Only

\_\_\_\_\_

(4) Citizenship or Place of Organization U.S.A.

\_\_\_\_\_\_

Shared Voting Power  Sole Dispositive Power 14,975,075  Shared Dispositive Power  orting Person  scludes Certain Shares*
14,975,075  Shared Dispositive Power  orting Person  ccludes Certain Shares*
cludes Certain Shares*
(9)
(entities only).
o*
Sole Voting Power 3,844,898
Shared Voting Power
Sole Dispositive Power 3,844,898
Shared Dispositive Power

(11) Percent of Class Represented by Amount : 0.96%	Ln Row (9)
(12) Type of Reporting Person* IA	
CUSIP No. 025537101	
(1) Names of Reporting Persons.  I.R.S. Identification Nos. of above p	persons (entities only).
BARCLAYS GLOBAL INVESTORS, LTD	
(2) Check the appropriate box if a member of (a) $\ /\ /$ (b) $\ /X/$	a Group*
(3) SEC Use Only	
(4) Citizenship or Place of Organization England	
Number of Shares Beneficially Owned	(5) Sole Voting Power 2,418,758
by Each Reporting Person With	(6) Shared Voting Power
	(7) Sole Dispositive Power 2,766,723
	(8) Shared Dispositive Power
(9) Aggregate 2,766,723	
(10) Check Box if the Aggregate Amount in Rov	v (9) Excludes Certain Shares*
(11) Percent of Class Represented by Amount : 0.69%	n Row (9)
(12) Type of Reporting Person* BK	
CUSIP No. 025537101	
(1) Names of Reporting Persons.  I.R.S. Identification Nos. of above p	persons (entities only).

BARCLAYS GLOBAL INVESTORS JAPAN T	RUST AND BANKING COMPANY LIMITED
<pre>(2) Check the appropriate box if a member (a) / / (b) /X/</pre>	of a Group*
(3) SEC Use Only	
(4) Citizenship or Place of Organization Japan	
Number of Shares Beneficially Owned	(5) Sole Voting Power
by Each Reporting Person With	(6) Shared Voting Power
	(7) Sole Dispositive Power
	(8) Shared Dispositive Power
(9) Aggregate -	
(10) Check Box if the Aggregate Amount in	Row (9) Excludes Certain Shares*
(11) Percent of Class Represented by Amou	nt in Row (9)
(12) Type of Reporting Person* BK	
CUSIP No. 025537101	
(1) Names of Reporting Persons.  I.R.S. Identification Nos. of abo	ve persons (entities only).
BARCLAYS GLOBAL INVESTORS JAPAN I	IMITED
(2) Check the appropriate box if a member (a) // (b) /X/	of a Group*
(3) SEC Use Only	
(4) Citizenship or Place of Organization Japan	
Number of Shares Beneficially Owned	(5) Sole Voting Power 669,752
by Each Reporting Person With	(6) Shared Voting Power

	(7)	Sole Dispositive Power 669,752
	(8)	Shared Dispositive Power
(9) Aggregate 669,752		
(10) Check Box if the Aggregate Amount in Row	7 (9) E	xcludes Certain Shares*
(11) Percent of Class Represented by Amount i 0.17%	n Row	(9)
(12) Type of Reporting Person* IA		
CUSIP No. 025537101		
(1) Names of Reporting Persons.  I.R.S. Identification Nos. of above p  BARCLAYS GLOBAL INVESTORS CANADA LIMI		(entities only).
(2) Check the appropriate box if a member of (a) // (b) /X/		p*
(3) SEC Use Only		
(4) Citizenship or Place of Organization Canada		
Number of Shares Beneficially Owned by Each Reporting	(5)	Sole Voting Power 251,571
Person With	(6)	Shared Voting Power
	(7)	Sole Dispositive Power 251,571
	(8)	Shared Dispositive Power
(9) Aggregate 251,571		
(10) Check Box if the Aggregate Amount in Row	7 (9) E	xcludes Certain Shares*

(11) Percent of Class Represented by Amount 0.06%	in Row (9)
(12) Type of Reporting Person* IA	
CUSIP No. 025537101	
(1) Names of Reporting Persons. I.R.S. Identification Nos. of above	e persons (entities only).
BARCLAYS GLOBAL INVESTORS AUSTRALIA	LIMITED
(2) Check the appropriate box if a member of (a) // (b) /X/	of a Group*
(3) SEC Use Only	
(4) Citizenship or Place of Organization Australia	
Number of Shares Beneficially Owned	(5) Sole Voting Power 19,866
by Each Reporting Person With	(6) Shared Voting Power
	(7) Sole Dispositive Power 19,867
	(8) Shared Dispositive Power
(9) Aggregate 19,867	
(10) Check Box if the Aggregate Amount in F	Row (9) Excludes Certain Shares*
(11) Percent of Class Represented by Amount 0.00%	in Row (9)
(12) Type of Reporting Person* IA	
CUSIP No. 025537101	
(1) Names of Reporting Persons.  I.R.S. Identification Nos. of above	e persons (entities only).

Barclays Global Investors (Deutschland) AG (2) Check the appropriate box if a member of a Group\* (a) / / (b) /X/ \_\_\_\_\_\_ (3) SEC Use Only (4) Citizenship or Place of Organization Germany Number of Shares (5) Sole Voting Power Beneficially Owned by Each Reporting Person With (6) Shared Voting Power (7) Sole Dispositive Power (8) Shared Dispositive Power \_\_\_\_\_\_ (9) Aggregate \_\_\_\_\_\_ (10) Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares\* \_\_\_\_\_\_ (11) Percent of Class Represented by Amount in Row (9) (12) Type of Reporting Person\* TΑ \_\_\_\_\_\_ ITEM 1(A). NAME OF ISSUER AMERICAN ELECTRIC POWER CO INC ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES 1 Riverside Plaza Columbus, OH 43215 ITEM 2(A). NAME OF PERSON(S) FILING BARCLAYS GLOBAL INVESTORS, NA ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE 45 Fremont Street San Francisco, CA 94105 \_\_\_\_\_ ITEM 2(C). CITIZENSHIP ITEM 2(D). TITLE OF CLASS OF SECURITIES Common Stock \_\_\_\_\_\_ ITEM 2(E). CUSIP NUMBER 025537101 ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B),

- OR 13D-2(B), CHECK WHETHER THE PERSON FILING IS A
- (a) // Broker or Dealer registered under Section 15 of the Act (15 U.S.C. 78o).
- (b) /X/ Bank as defined in section 3(a) (6) of the Act (15 U.S.C. 78c).
- (c) // Insurance Company as defined in section 3(a) (19) of the Act (15 U.S.C. 78c).
- (d) // Investment Company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) // Investment Adviser in accordance with section 240.13d(b)(1)(ii)(E).
- (f) // Employee Benefit Plan or endowment fund in accordance with section 240.13d-1 (b) (1) (ii) (F).
- (g) // Parent Holding Company or control person in accordance with section 240.13d-1 (b) (1) (ii) (G).
- (h) // A savings association as defined in section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813).
- (i) // A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15U.S.C. 80a-3).
- (i) // Group, in accordance with section 240.13d-1(b)(1)(ii)(J)

## ITEM 1(A). NAME OF ISSUER

AMERICAN ELECTRIC POWER CO INC

\_\_\_\_\_

ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES
1 Riverside Plaza
Columbus, OH 43215

\_\_\_\_\_\_

ITEM 2(A). NAME OF PERSON(S) FILING
BARCLAYS GLOBAL FUND ADVISORS

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ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE  $$45\ \rm Fremont\ Street$ 

San Francisco, CA 94105

ITEM 2(C). CITIZENSHIP U.S.A

\_\_\_\_\_\_

ITEM 2(D). TITLE OF CLASS OF SECURITIES Common Stock

\_\_\_\_\_

ITEM 2(E). CUSIP NUMBER

025537101

\_\_\_\_\_\_

- ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B),
- OR 13D-2(B), CHECK WHETHER THE PERSON FILING IS A
- (a) // Broker or Dealer registered under Section 15 of the Act (15 U.S.C. 780).
- (b) // Bank as defined in section 3(a) (6) of the Act (15 U.S.C. 78c).
- (c) // Insurance Company as defined in section 3(a) (19) of the Act (15 U.S.C. 78c).
- (d) // Investment Company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) /X/ Investment Adviser in accordance with section 240.13d(b)(1)(ii)(E).
- (f) // Employee Benefit Plan or endowment fund in accordance with section 240.13d-1 (b) (1) (ii) (F).
- (g) // Parent Holding Company or control person in accordance with section 240.13d-1 (b) (1) (ii) (G).
- (h) // A savings association as defined in section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813).
- (i) // A church plan that is excluded from the definition of an investment

( ) / /	(15U.S.	under section 3(c)(14) of the Investment Company Act of 1940 C. 80a-3).
()) //	Group,	in accordance with section 240.13d-1(b)(1)(ii)(J)
ITEM 1(		NAME OF ISSUER AMERICAN ELECTRIC POWER CO INC
ITEM 1(	в).	ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES  1 Riverside Plaza Columbus, OH 43215
ITEM 2(	A).	NAME OF PERSON(S) FILING BARCLAYS GLOBAL INVESTORS, LTD
ITEM 2(	В).	ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE Murray House 1 Royal Mint Court LONDON, EC3N 4HH
ITEM 2(	C).	CITIZENSHIP England
ITEM 2(1	D).	TITLE OF CLASS OF SECURITIES  Common Stock
ITEM 2(	E).	CUSIP NUMBER 025537101
(a) // (b) /X/ (c) // (d) // (e) // (f) // (g) // (h) // (i) //	Broker (15 U.S Bank as Insurance (15 U.S Investme Company Investme Employee 240.13d A saving Insurance A church company (15U.S.C Group, Employee Company (15U.S.C Group) (15U.S.C Group) (15U.S.C Group)	Deck Whether the Person filing is a property of the Act (C. 780).  defined in section 3(a) (6) of the Act (15 U.S.C. 78c).  Dece Company as defined in section 3(a) (19) of the Act (C. 78c).  Dent Company registered under section 8 of the Investment Act of 1940 (15 U.S.C. 80a-8).  Dent Adviser in accordance with section 240.13d(b)(1)(ii)(E).  Dense Benefit Plan or endowment fund in accordance with section (1(b)(1)(ii)(F)).  Holding Company or control person in accordance with section (1(b)(1)(ii)(G)).  Dense association as defined in section 3(b) of the Federal Deposition (12 U.S.C. 1813).  Dense plan that is excluded from the definition of an investment under section 3(c)(14) of the Investment Company Act of 1940 (C. 80a-3).  Dense plan that is excluded from the Investment Company Act of 1940 (C. 80a-3).  Dense plan that is excluded from 240.13d-1(b)(1)(ii)(J)
ITEM 1(2		NAME OF ISSUER AMERICAN ELECTRIC POWER CO INC
		ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES  1 Riverside Plaza Columbus, OH 43215
ITEM 2(2		NAME OF PERSON(S) FILING S GLOBAL INVESTORS JAPAN TRUST AND BANKING COMPANY LIMITED
ITEM 2(	B).	ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE Ebisu Prime Square Tower 8th Floor 1-1-39 Hiroo Shibuya-Ku

Tokyo 150-0012 Japan

	Tokyo 150-0012 Japan
ITEM 2(C).	CITIZENSHIP Japan
ITEM 2(D).	TITLE OF CLASS OF SECURITIES  Common Stock
ITEM 2(E).	CUSIP NUMBER 025537101
(a) // Broker (15 U.S) (b) /X/ Bank as (c) // Insurar (15 U.S) (d) // Investm Company (e) // Investm (f) // Employe 240.13c (g) // Parent 240.13c (h) // A savir Insurar (i) // A church company (15U.S.	IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), HECK WHETHER THE PERSON FILING IS A or Dealer registered under Section 15 of the Act (5.C. 780).  S.C. 780).  S. defined in section 3(a) (6) of the Act (15 U.S.C. 78c).  Ance Company as defined in section 3(a) (19) of the Act (5.C. 78c).  Beneric Company registered under section 8 of the Investment (7 Act of 1940 (15 U.S.C. 80a-8).  Beneric Plan or endowment fund in accordance with section (3-1(b) (1) (ii) (F).  Benefit Plan or endowment fund in accordance with section (3-1(b) (1) (ii) (G).  Beneric Plan or control person in accordance with section (3-1(b) (1) (ii) (G).  Beneric Plan as defined in section 3(b) of the Federal Deposit (5-1) (5-1) (6-1)
ITEM 1(A).	NAME OF ISSUER AMERICAN ELECTRIC POWER CO INC
ITEM 1(B).	ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES  1 Riverside Plaza Columbus, OH 43215
BARCLAY	NAME OF PERSON(S) FILING 'S GLOBAL INVESTORS JAPAN LIMITED
ITEM 2(B).	ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE Ebisu Prime Square Tower 8th Floor 1-1-39 Hiroo Shibuya-Ku Tokyo 150-8402 Japan
ITEM 2(C).	
	TITLE OF CLASS OF SECURITIES  Common Stock
ITEM 2(E).	
(a) // Broker (15 U.S (b) // Bank as	IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), HECK WHETHER THE PERSON FILING IS A or Dealer registered under Section 15 of the Act S.C. 78o). Is defined in section 3(a) (6) of the Act (15 U.S.C. 78c). Indee Company as defined in section 3(a) (19) of the Act

(15 U.S.C. 78c).

- (d) // Investment Company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) /X/ Investment Adviser in accordance with section 240.13d(b)(1)(ii)(E).
- (f) // Employee Benefit Plan or endowment fund in accordance with section 240.13d-1(b)(1)(ii)(F).
- (g) // Parent Holding Company or control person in accordance with section 240.13d-1(b)(1)(ii)(G).
- (h) // A savings association as defined in section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813).
- (i) // A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15U.S.C. 80a-3).
- (j) // Group, in accordance with section 240.13d-1(b)(1)(ii)(J)

ITEM 1(A). NAME OF ISSUER

AMERICAN ELECTRIC POWER CO INC

ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES

1 Riverside Plaza Columbus, OH 43215

\_\_\_\_\_\_

ITEM 2(A). NAME OF PERSON(S) FILING

BARCLAYS GLOBAL INVESTORS CANADA LIMITED

\_\_\_\_\_\_

ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE Brookfield Place 161 Bay Street

Suite 2500, PO Box 614

Toronto, Canada

Ontario M5J 2S1

\_\_\_\_\_

ITEM 2(C). CITIZENSHIP

Canada

\_\_\_\_\_\_

ITEM 2(D). TITLE OF CLASS OF SECURITIES Common Stock

\_\_\_\_\_\_

ITEM 2(E). CUSIP NUMBER

025537101

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- ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B),
- OR 13D-2(B), CHECK WHETHER THE PERSON FILING IS A
- (a) // Broker or Dealer registered under Section 15 of the Act (15 U.S.C. 780).
- (b) // Bank as defined in section 3(a) (6) of the Act (15 U.S.C. 78c).
- (c) // Insurance Company as defined in section 3(a) (19) of the Act (15 U.S.C. 78c).
- (d) // Investment Company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) /X/ Investment Adviser in accordance with section 240.13d(b)(1)(ii)(E).
- (f) // Employee Benefit Plan or endowment fund in accordance with section 240.13d-1(b)(1)(ii)(F).
- (g) // Parent Holding Company or control person in accordance with section 240.13d-1(b)(1)(ii)(G).
- (h) // A savings association as defined in section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813).
- (i) // A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15U.S.C. 80a-3).
- (j) // Group, in accordance with section 240.13d-1(b)(1)(ii)(J)

	NAME OF ISSUER
	AMERICAN ELECTRIC POWER CO INC
. , ,	ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES 1 Riverside Plaza Columbus, OH 43215
	NAME OF PERSON(S) FILING GLOBAL INVESTORS AUSTRALIA LIMITED
ITEM 2(B).	ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE Level 43, Grosvenor Place, 225 George Street PO Box N43 Sydney, Australia NSW 1220
ITEM 2(C).	CITIZENSHIP Australia
ITEM 2(D).	TITLE OF CLASS OF SECURITIES  Common Stock
ITEM 2(E).	CUSIP NUMBER 025537101
OR 13D-2(B), CHEC (a) // Broker or (15 U.S.C (b) // Bank as or (c) // Insurance (15 U.S.C (d) // Investment Company in (e) /X/ Investment (f) // Employee 240.13d-1 (g) // Parent Ho 240.13d-1 (h) // A savings Insurance (i) // A church company in (15U.S.C	defined in section 3(a) (6) of the Act (15 U.S.C. 78c). e Company as defined in section 3(a) (19) of the Act
	NAME OF ISSUER AMERICAN ELECTRIC POWER CO INC
:	ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES  Riverside Plaza  Columbus, OH 43215
	NAME OF PERSON(S) FILING Global Investors (Deutschland) AG
ITEM 2(B).	ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE Apianstrasse 6 D-85774

Unterfohring, Germany

ITEM 2(C). CITIZENSHIP

Germany

ITEM 2(D). TITLE OF CLASS OF SECURITIES

Common Stock

ITEM 2(E). CUSIP NUMBER 025537101

\_\_\_\_\_

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), OR 13D-2(B), CHECK WHETHER THE PERSON FILING IS A

- (a) // Broker or Dealer registered under Section 15 of the Act (15 U.S.C. 78o).
- (b) // Bank as defined in section 3(a) (6) of the Act (15 U.S.C. 78c).
- (c) // Insurance Company as defined in section 3(a) (19) of the Act (15 U.S.C. 78c).
- (d) // Investment Company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) /X/ Investment Adviser in accordance with section 240.13d(b)(1)(ii)(E).
- (f) // Employee Benefit Plan or endowment fund in accordance with section 240.13d-1(b)(1)(ii)(F).
- (g) // Parent Holding Company or control person in accordance with section 240.13d-1(b)(1)(ii)(G).
- (h) // A savings association as defined in section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813).
- (i) // A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15U.S.C. 80a-3).
- (j) // Group, in accordance with section 240.13d-1(b)(1)(ii)(J)

### ITEM 4. OWNERSHIP

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount Beneficially Owned: 22,527,886

\_\_\_\_\_

(b) Percent of Class:

5.63%

\_\_\_\_\_\_

- (c) Number of shares as to which such person has:
  - (i) sole power to vote or to direct the vote 19,460,833

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(ii) shared power to vote or to direct the vote

(iii) sole power to dispose or to direct the disposition of 22,527,886

(iv) shared power to dispose or to direct the disposition of

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ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five

percent of the class of securities, check the following. //

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON The shares reported are held by the company in trust accounts for the economic benefit of the beneficiaries of those accounts. See also Items 2(a) above.

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY

Not applicable

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP Not applicable

ITEM 9. NOTICE OF DISSOLUTION OF GROUP Not applicable

ITEM 10. CERTIFICATION

> (a) The following certification shall be included if the statement is filed pursuant to section 240.13d-1(b):

> > By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

(b) The following certification shall be included if the statement is filed pursuant to section 240.13d-1(c):

> By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

#### SIGNATURE

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

 January 10, 2008
Date
 Signature
Jeff Medeiros Principal
 Name/Title