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☐ Small Claims ☐ County Court ☒ District Court ☐ Probate Court ☐ Juvenile Court ☐ Water Court County of Jefferson, Colorado Court Address: 100 Jefferson County Parkway Golden, CO 80401	03 JUL 23 AM 9:18 FILED COMBINED COURT JEFFERSON COUNTY, CO
Plaintiffs: Doug Moreland; William Pinard; Richard Pinard; Leigh Investment Company, LP; Patricia Johnson; Jason Pinard; and Larry Rowe v. **Defendants:** Bonso Electronic International Inc., a public British Virgin Island company; Anthony So an individual; George O'Leary an individual; Henry F. Schleuter an individual; Cathy Pang an individual; and J. Stewart Jackson an individual.	▲ COURT USE ONLY ▲ Case No.: 03CV2505 Ctrm: 4
Attorneys: Patrick D. Vellone, #15284 Matthew M. Wolf, #33918 Allen & Vellone, P.C. 1600 Stout St., Suite 1100 Denver, Colorado 80202 Phone Number: (303) 534-4499	

COMPLAINT

Plaintiffs, Doug Moreland, William Pinard, Richard Pinard, Leigh Investment Company LP ("Leigh Investment"), Patricia Johnson, Jason Pinard, and Larry Rowe (hereinafter collectively referred to as "Plaintiffs"), by and through their attorneys ALLEN & VELLONE, P.C., and for their Complaint against Bonso Electronics International, Inc. ("Bonso" or the "Company"), Anthony So, Cathy Pany, George O'Leary, Henry Schlueter, J. Stewart Jackson (hereinafter collectively referred to as "Defendants"), state and allege as follows:

THE PARTIES AND THEIR SECURITIES BROKER

1. Plaintiff Doug Moreland is a Colorado resident, and was at all relevant times, a Bonso shareholder. As specifically alleged below, Mr. Moreland purchased a portion of his ownership interest in Bonso during the actionable timeframe.

2. Plaintiff William Pinard is a Colorado resident, and was at all relevant times, a Bonso shareholder. As specifically alleged below, William Pinard purchased a portion of his ownership interest in Bonso during the actionable timeframe.

3. Plaintiff Leigh Investment is a Nevada Limited Partnership whose principle place of business is, in Las Vegas, Nevada. At all relevant times, Leigh Investment was a Bonso shareholder. As specifically alleged below, Leigh Investment purchased a portion of his ownership interest in Bonso during the actionable timeframe.

4. Plaintiff Jason Pinard is a Colorado resident, and was at all relevant times, a Bonso shareholder. As specifically alleged below, Jason Pinard purchased a portion of his ownership interest in Bonso during the actionable timeframe.

5. Plaintiff Larry Rowe is a Utah resident, and was at all relevant times, a Bonso shareholder. As specifically alleged below, Mr. Rowe purchased a portion of his ownership interest in Bonso during the actionable timeframe.

6. Plaintiff Patricia Johnson is a Texas resident, and was at all relevant times, a shareholder of The Company. As specifically alleged below, Ms. Johnson purchased a portion of his ownership interest in Bonso during the actionable timeframe.

7. Plaintiff Richard Pinard is a Virginia resident, and was at all relevant times, a Bonso shareholder. As specifically alleged below, Richard Pinard purchased a portion of his ownership interest in Bonso during the actionable timeframe.

8. Upon information and belief, Defendant Bonso Electronic International Inc. is a British Virgin Island corporation whose corporate headquarters are located at Unit 1106-1110, Star House, 3 Salisbury Road, Tsimshatsui, Kowloon Hong Kong K3.

9. Upon information and belief, Defendant Anthony So is a Chinese citizen residing in Hong Kong. Mr. So is the founder of the Company and has been the President, Chairman of the Board of Directors and Treasurer since the Company's inception, and the Secretary since July 1991. He currently serves as the Company's Chief Executive Officer, Chief Financial Officer and Chairman of the Board of Directors.

10. Upon information and belief, Defendant Cathy Pang is a Chinese citizen residing in Hong Kong. Ms. Pang is a director of Bonso, a position she has held since January 1, 1998. She also currently serves as The Company's Director of Finance.

11. Upon information and belief, Defendant George O'Leary is a California resident. Mr. O'Leary is a director of Bonso, a position he has held since January 1997. Additionally, he serves as a North American contact for the Company.

12. Upon information and belief, Defendant Hank Schlueter is a Colorado resident. Mr. Schlueter is a director of Bonso, a position he has held since October 2001, and has been The Company's Assistant Secretary since October 1988. Additionally, he serves as a North American contact for the Company.

13. Upon information and belief, Defendant J. Stewart Jackson is a Colorado resident. Mr. Jackson is a director of Bonso, a position he has held since January of 2000. Additionally, he currently serves as the president of Jackson Burglar Alarm Co., Inc, a Colorado corporation.

14. Collectively, the Defendants identified in paragraphs 9 through 13 will be referred to herein as the "Individual Defendants." The Individual Defendants, through their positions as directors and/or officers of the Company and their receipt of reports, attendance at meetings, and access to all of the Company's books, records and other proprietary information, had responsibility for and therefore were in possession of material non-public information concerning the Company and its operations, finances and business prospects. This material, non-public information included, but was not limited to, the Company's financial condition and growth prospects.

15. Steven Muth ("Muth") is a former securities broker with EBI Securities Corporation, Kirkpatrick, Pettis, Smith, Polian, Inc. ("K.P.") and Schneider Securities ("Schneider"). Muth was a broker for approximately sixteen years and had built a substantial book of business of approximately 300 clients holding total assets that at its height was valued in excess of $100 million. Muth served as the securities broker for both the Plaintiffs and Defendants during the actionable timeframe. Muth has personal knowledge of the Individual Defendants' trading of the Company's stock because he consummated transactions for the Individual Defendants.

VENUE AND JURISDICTION

16. Venue and jurisdiction are proper in this judicial district pursuant to C.R.C.P. 98(c) and C.R.S. §13-1-124.

DUTIES OF THE INDIVIDUAL DEFENDANTS

17. By reason of their positions as officers, directors, and/or fiduciaries of Bonso and because of their ability to control the business and corporate affairs of the Company, the Individual Defendants owed the Company and its shareholders fiduciary obligations of trust, loyalty, and due care, and were and are required to use their utmost ability to control and manage the Company in a fair, just, honest, and equitable manner. The Individual Defendants were and are required to act in furtherance of the best interests of the Company and its shareholders so as to benefit all shareholders equally and not in furtherance of their personal interest or benefit. Each director and officer of the Company owes to Bonso and its shareholders the fiduciary duty to exercise good faith and diligence in the administration of the affairs of the Company and in the use and preservation of its property and assets, and the highest obligations of fair dealing. In addition, as officers and/or directors of a publicly held company, the Individual Defendants had a duty to promptly disseminate accurate and truthful information with regard to the Company's operations, performance, services, management, projections and forecasts so that the market price of the Company's stock would be based on truthful and accurate information.

18. The Individual Defendants, because of their positions of control and authority as directors and/or officers of Bonso, were able to and did, directly and/or indirectly, exercise control over the wrongful acts complained of herein, as well as the contents of the various public statements issued by the Company. Because of their advisory, executive, managerial, and directorial positions with Bonso, each of the Individual Defendants had access to adverse non-public information regarding the Company's financial condition and growth prospects.

19. To discharge their duties, the officers and directors of Bosno were required to exercise reasonable and prudent supervision over the management, policies, practices and controls of the Company. By virtue of such duties, the officers and directors of Bonso were required to, among other things:

a. ensure that the affairs of the Company were conducted in an efficient, business-like manner so as to make it possible to provide the highest quality performance of its business;

b. ensure that the Company was operated in a diligent, honest and prudent manner and complied with all applicable federal and state laws, rules, regulations and requirements, including acting only within the scope of its legal authority and disseminating truthful and accurate statements to the Securities and Exchange Commission ("SEC") and the investing public; and

c. refrain from acting upon material inside corporate information to benefit themselves.

20. As a result of their responsibility for, and access to, material non-public information regarding the Company's financial condition and growth prospects, the Individual Defendants knew that the market had been misled by the Company's public disclosures as to the Company's financial condition and growth prospects. The Individual Defendants caused the Company to conceal from the investment community, including the Company's public stockholders, the Company's true financial condition and growth prospects, which allowed them to reap insider trading profits through concealment.

21. As alleged in detail below, from July 2001 to December 2001, when the Individual Defendants had material non-public adverse information regarding the Company's financial condition and growth prospects, they breached their fiduciary duties of loyalty and good faith by using material non-public information to sell hundreds of thousands of shares of Bonso common stock at artificially inflated prices, thereby reaping millions in illegal insider trading proceeds for their personal gain.

22. Additionally, the Individual Defendants were responsible for authorizing, or permitting the authorization of, or failing to monitor, the practices which resulted in their fellow officers' and directors' misappropriation of confidential corporate

information for their own gain. The Individual Defendants breached their duties of loyalty and good faith by allowing their fellow officers and directors to place their own personal interests above the Company's and by failing to prevent the Company and its officers and directors from committing acts that would, and did, injure the Company.

FACTUAL ALLEGATIONS

23. Plaintiff incorporates and realleges paragraphs 1 through 22 above as though fully set forth herein.

The Company

24. According to its public filings, Bonso is engaged in the business of design, manufacture and sale of a wide range of electronic weighing scales and instruments and other consumer electronic products. Its common stock is publicly traded in the Nasdaq National Market System under the ticker symbol BNSO.

25. Bonso is a relatively obscure company to the American trading public (current average daily trading volume is about 39,000 shares). As a result of that obscurity, its shares historically have traded at an extremely low multiple of its book value. Muth correctly believed that the market undervalued Bonso and thus, advised his clients to purchase substantial amounts of the Company's stock. Heeding his advice, Muth's clients purchased shares on the secondary market and through initial public and private offerings from 1997 to 2001. In fact, at times Muth's clients owned approximately twenty-five (25%) of outstanding Bonso securities. In this manner, Muth helped the Company raise significant amounts of capital. As a result of his client's significant ownership interest in the Company, Muth had a long-standing business relationship with Bonso, Mr. So and the remaining Individual Defendants.

Bonso Disseminates Materially Misleading and Inaccurate Information While the Individual Defendants Trade on Inside Information

26. On or about April 1999, Mr. O'Leary hosted a dinner in Denver for existing and potential Bonso shareholders at the Garden Terrace restaurant. During the dinner Mr. O'Leary represented to Muth and other shareholders that the Company was fiscally sound and poised for substantial growth. He eluded that the Company would enter new contracts with Pitney Bowes Inc., a global provider of integrated mail and document management products. Further, Mr. O'Leary claimed the Company expected to gain numerous new customers, including some similar in size and stature to Pitney Bowes. Mr. O'Leary also indicated that the Company would increase its workforce and that production and sales were expected to rise substantially.

27. In early 2000 while in Beijing China, Mr. So offered Mr. Jackson a position on the Company's Board of Directors. As a prerequisite, Mr. So required that Mr. Jackson purchase additional shares of the Company and exercise a large number of his warrants. This increased Mr. Jackson's investment in the Company by approximately

$4 million. Once on the Board of Directors, Mr. Jackson told Muth that the Company would soon release new products. Further, Mr. Jackson stressed his optimism about the Company's future growth potential and stated to Muth and others that Bonso's share price would likely reach $70.

28. In late 1999 through early 2000, Mr. Jackson employed a scheme whereby he encouraged, and in some instances required, others, including Plaintiffs, to purchase Bonso securities in an effort to cause the price of the thinly traded stock to rise, while at the same time he sold his own shares of the Company's stock. Upon information and belief, Mr. Jackson lent money to his friends, families, and neighbors for the purpose of opening accounts at various brokerage firms, including K.P. Mr. Jackson obtained at least partial control of these accounts and directed that the money be used to purchase Bonso securities. Further, Mr. Jackson paid some employees of Denver Burglar Alarm Co., Inc., a company he owned and operated at the time, bonuses, deposited in accounts at K.P., which he required be used to purchase Bonso securities. During this time Mr. Jackson was Bonso' second largest shareholder.

29. On or about April of 2000, Muth and others visited Bonso's corporate headquarters in Hong Kong. During this trip, Mr. So told Muth and others that he expected the Company's revenues to be in excess of $50 million for the year 2001. Furthermore, Mr. So stated to Muth and others that because the Company was poised to gain substantial new business and increase its production capacity, by 2003 its revenues would be in excess of $100 million per year. These representations affirmed Muth's belief that the Company was undervalued in the market and he advised his clients, including Plaintiffs, accordingly. Despite Mr. So's representations, the Company's revenues never approached Mr. So's projections.

30. Also during the 2000 trip to Hong Kong, and throughout their relationship, Defendants assured Muth and others that the Company would begin reporting its financial numbers in a manner constant with other companies trading on the U.S. securities markets. Defendants assured Muth and others that the Company would start abiding by Generally Accepted Accounting Principles (GAAP), and would report their financial numbers in a timely fashion. Furthermore, the Individual Defendants promised the Company would be more proactive in regard to their public relations efforts. Because such recognized accounting practices and public relations efforts would make the Company more attractive to American investors, Muth continued to encourage his clients, including Plaintiffs, to purchase Bonso stock. However, the Company never honored these promises. Instead, the Company disregarded accounting principals, and the Individual Defendants operated the Company as if it was a privately owned entity existing solely for the benefit of the Individual Defendants.

31. On or about the week of April 23, 2000, Muth received a phone call from a business acquaintance, Mark Richards. Mr. Richards had recently spoke with Ms. Pang who told him that Bonso's revenue in the current fiscal quarter looked very promising and the Company could earn one dollar per share for the year. Mr. Richards relayed this information to Muth, who, in turn, informed Plaintiffs. Ms. Pang's representations were

grossly exaggerated as the Company's earnings per share never approached one dollar. Instead, the Company reported net income of less than $0.10 per share for the year.

32. In or about March 2001, Muth met with Mr. So while attending a trade show in Las Vegas, Nevada. At that time Mr. So represented to Muth and others within the financial industry, including hedge fund managers Mike Moses and Randy Grewal, that Bonso was experiencing financial prosperity and that its first quarter earnings were going to reflect such prosperity. In reliance upon Mr. So's representations, Muth advised his clients to retain their ownership interest in Bonso and also recommended that they buy additional shares. Muth's clients, including Plaintiffs, heeded Muth's advise, retaining their ownership interest and buying new shares.

33. On August 15, 2001, Bonso announced its earnings for its first fiscal quarter ending June 30, 2001. In stark contrast to the "growth" Mr. So promised, Bonso reported a 44 percent decline in earnings for the first quarter of 2001. As a result, Bonso's stock price declined significantly and the Plaintiffs lost millions of dollars.

34. Beginning in June 2000 and continuing through the Spring of 2002, while touting the Company to investors, the Individual Defendants began selling large amounts of the Company securities. Mr. So sold approximately 25,000 shares through Muth alone at prices near the Company's all time high. Mr. O'Leary likewise sold approximately 20,000 shares through Muth alone. At about the same time, Ms. Pang, Mr. Schleuter and Mr. Jackson also sold large amounts of Bonso securities. Each of the Individual Defendants sold such securities while in possession of material non-public adverse information pertaining to the true financial condition of the Company. In particular, each of the Individual Defendants knew at the time they sold their shares of Bonso stock that (a) The Company was experiencing declining sales as its business began to be affected by general market forces, (b) the profit margin on electronic sales to North America were decreasing significantly, and (c) in light of the foregoing, there was no reasonable basis for Mr. So, Mr. O'Leary or Ms. Pang's statement about revenue. In fact, on numerous occasions, the Company released poor earnings reports within weeks of significant sales of Bonso stock by the Individual Defendants.

35. While the Individual Defendants sold Bonso stock in possession of material, adverse, non-public information, Plaintiffs contemporaneously purchased Bonso stock without knowledge of the true financial condition of the Company.

The Announced Buyback

36. Despite his misrepresentations, Mr. So frequently informed Muth that Bonso supported its shareholders and invited Muth to bring shareholder concerns to his attention. On one particular occasion in March of 2001, Mr. So told Muth that Bonso supported Muth and his clients not 100%, but 200%. The next day Bonso publicly announced that it would purchase up to $1,000,000 of its outstanding shares of Common Stock on the open market (the "Announced Buyback"). Soon thereafter, Bonso sent Muth a letter stating it would buyback its outstanding shares from $8 to $10 per share.

37. Muth, and, through Muth, his customers, were particularly optimistic about the Announced Buyback because Mr. So and Mr. Schlueter previously informed him on numerous occasions that Bonso would honor any announced share buy back. For example, Mr. So and Mr. Schlueter made such representations in 1999, during a business dinner in Vancouver, British Columbia. Further, in the summer of 2000, the Company announced and eventually did repurchase approximately $1,000,000 of its outstanding shares of Common Stock in the open market to support its stock price.

38. The Announced Buyback was significant to Plaintiffs for two related reasons. First and foremost, it was an indication that Bonso believed the market undervalued its stock. Indeed, Form 6-K, filed by the Company with the Securities Exchange Commission in conjunction with the Announced Buyback states: "Mr. So noted that the Board of Directors believes that the common stock is undervalued and that the repurchase of shares at current levels should be beneficial to the Company's shareholders." Plaintiffs believed that such a public statement would have a positive impact on the share price if Bonso honored its obligation and purchased its shares. Second, Plaintiffs considered the Announced Buyback of outstanding shares for $10 per share significant because, if honored, it provided a "basement" price below which there shares of Bonso could not depreciate.

39. In reliance on Bonso's Announced Buyback, coupled with Mr. Schleuter and Mr. So's representations, and because of the considerations set forth in the previous paragraph, Plaintiffs retained their existing shares and purchased thousands of additional Bonso shares.

40. The Company, however, did not honor the commitment contained in the Announced Buyback. Instead, Mr. So was elusive when Muth, Schneider Securities, and others attempted to contact him. When Muth finally spoke to Mr. So, he assured Muth that the Company intended to purchase outstanding shares of its Common Stock as publicly represented. However, Mr. So avoided Muth's future requests that the Company purchase its shares from Plaintiffs. In fact, to Plaintiffs' knowledge, Bonso never repurchased a single security in compliance with the Announced Buyback. The market viewed Bonso's renouncement as an indication that its shares were not undervalued, but rather overvalued. As a result, the Company's share price declined significantly, causing Plaintiffs significant damage.

42. The Company's common stock is currently trading near its all time lows at less than three dollars per share.

FIRST CLAIM FOR RELIEF

<u>AGAINST ALL INDIVIDUAL DEFENDANTDS FOR BREACH OF FIDUCIARY DUTIES FOR INSIDER SELLING AND MISAPPROPRIATION OF INFORMATION</u>

43. Plaintiff incorporates and realleges paragraphs 1 through 42 above as though fully set forth herein.

44. At the time they sold their Bonso shares, the Individual Defendants were in possession of material adverse non-public information pertaining to the financial outlook of the Company, including, among other information, that Bonso was experiencing declining sales as its business began to be affected by general market forces, the profit margin on electronic sales to North America were decreasing significantly, and there was no reasonable basis for Mr. So, Mr. O'Leary or Ms. Pang's statements about prospective revenue.

45. The information described in the preceding paragraph was propriety, non-public information concerning the Company's business, financial condition and prospects.

46. At the time of their stock sales, the Individual Defendants knew that their public statements regarding Bonso's business, financial condition and prospects were materially misleading and inaccurate, which when disseminated would cause the price of the Company's common stock to dramatically decrease. The Individual Defendants sales of Bonso common stock while in possession and control of this material adverse non-public information, and their complicity in and *de facto* authorization and ratification of each other's sales, was a breach of their fiduciary duties of loyalty and good faith.

47. Contemporaneous with the Individual Defendants' sale of Bonso stock while in possession of material adverse non-public information, Plaintiffs purchased Bonso stock without the benefit of such information.

48. As a direct and proximate result of the Individual Defendants' failure to disclose the Company's proprietary, non-public information, or, alternatively, abstain from trading while in possession of such information, Plaintiffs sustained damages, including, but not limited to, damages associated with loss value of their Bonso stock.

SECOND CLAIM FOR RELIEF

AGAINST THE INDIVIDUAL DEFENDANTS FOR BREACH OF FIDUCIARY DUTIES FOR DISSEMINATION OF MISLEADING AND INACCURATE INFORMATION

49. Plaintiff incorporates and realleges paragraphs 1 through 48 above as though fully set forth herein.

50. As alleged in detail herein, each of the Individual Defendants had a duty to ensure that Bonso disseminated accurate information to the market.

51. Each of the Individual Defendants violated the fiduciary duties of care, loyalty, and good faith by causing or allowing the Company, through its Directors, to

disseminate to the market materially misleading and inaccurate information, as alleged herein.

52. Each of the Individual Defendants failed to disclose the material adverse information described herein so that the Company's stock price would trade at artificially inflated prices and they could sell their personal holdings of Bonso common stock at inflated prices.

53. Each of the Individual Defendants failed to correct the materially misleading and inaccurate statements described herein. These actions were not a good faith exercise of prudent business judgment to protect and promote the Company's corporate interests.

54. Plaintiffs purchased Bonso stock without the benefit of such material information.

55. As a direct and proximate result of the Individual Defendants' failure to disclose the Company's proprietary, non-public information, Plaintiffs sustained damages, including, but not limited to, damages associated with loss value of their Bonso stock.

THIRD CLAIM FOR RELIEF

AGAINST THE INDIVIDUAL DEFENDANTS FOR WASTE OF CORPORATE ASSETS

56. Plaintiff incorporates and realleges paragraphs 1 through 55 above as though fully set forth herein.

57. During the term of the wrongdoing alleged herein, the Individual Defendants occupied positions within the Company that made them privy to confidential, proprietary information concerning the Company's business, financial condition and prospects, as described herein. The foregoing information was a proprietary asset belonging to the Company, which the Selling Defendants used for their own benefit and to the detriment of the Company and its shareholders, including Plaintiffs.

58. The Company received no consideration in exchange for the Individual Defendants' use of the Company's confidential, proprietary information concerning the Company's business, financial condition and prospects.

59. Each of the Individual Defendants individually and/or jointly committed one or more of the acts or omissions to act as alleged herein and aided and abetted in the each other's use, without consideration to the Company, of material adverse non-public information to sell their personal holdings of Bonso common stock at inflated prices for their own benefit and to the detriment of the Company and its shareholders, which constituted a waste of corporate assets.

60. Plaintiffs purchased Bonso stock without the benefit of the confidential, proprietary information concerning the Company's business, financial condition and prospects to which the Individual Defendants were privy.

61. As a direct and proximate result of the Individual Defendants' was of corporate assets as alleged herein, Plaintiffs sustained damages, including, but not limited to, damages associated with loss value of their Bonso stock.

FOURTH CLAIM FOR RELIEF

AGAINST ALL DEFENDANTS FOR NEGLIGENT MISREPRESENTATIONS

62. Plaintiff incorporates and realleges paragraphs 1 through 61 above as though fully set forth herein.

63. The Company publicly negligently misrepresented its intention to conduct a share buyback, and Mr. So, in his capacity as Bonso's Chief Financial Officer, informed Muth and others that would purchase Bonso shares on the open market for $8 to $10 per share. Furthermore, the Individual Defendants, in their capacity as corporate directors of Bonso, negligently misrepresented the Company's financial outlook to Plaintiffs through Muth, as alleged herein. Given the Individual Defendants' positions at the Company, they either knew or should have known that the Company's earnings would be not meet their representations. Furthermore, Defendants knew or should have known the Company did not intend to honor the Announced Buyback, or did not have the financial ability to do so.

64. Plaintiffs justifiably relied upon the Defendants' negligent misrepresentations regarding the Company's financial outlook and Announced Buyback and retained their existing Bonso shares and purchased additional Bonso.

65. As a direct and proximate result of the Defendants' negligent misrepresentations, Plaintiffs sustained damages, including, but not limited to, damages associated with loss value of their Bonso stock.

FIFTH CLAIM FOR RELIEF

AGAINST ALL DEFENDANTS FOR FRAUD

66. Plaintiff incorporates and realleges paragraphs 1 through 65 above as though fully set forth herein.

67. The Individual Defendants and the Company intentionally misrepresented material information concerning Bonso's financial outlook and its plans to conduct a share buy-back. The Defendants made such misrepresentations to sell their personal holdings of Bonso Common stock at inflacted prices for their own benefit.

68. Plaintiffs justifiably relied on Defendants' intentional misrepresentations by purchasing additional shares of Bonso stock and retaining their existing holdings.

69. As a direct and proximate result of the Defendants' fraud, Plaintiffs sustained damages, including, but not limited to, damages associated with loss value of their Bonso stock.

PRAYER FOR RELIEF

WHEREFORE, Plaintiffs respectfully requests that this Court enter judgment in its favor and against the Individual Defendants and Bonso in an amount to be determined at trial, plus pre- and post-judgment interest, attorneys' fees, costs, and such other and further relief as the Court may deem just and proper.

JURY DEMAND

Plaintiffs hereby demand a trial to a jury on all claims so triable.

DATED this 22nd day of July, 2003.

Respectfully submitted,

ALLEN & VELLONE, P.C.

By: Matthew M Wolf

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