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Washington, D.C. 20549
 Schedule 13G
 Under the Securities Exchange Act of 1934
 (Amendment No. ) *
 Pitney Bowes Inc.
 (Name of Issuer)
 Common Stock
 (Title of Class of Securities)
 724479100
 (CUSIP Number)
*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. 724479100
  ______
 (1) Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).
Barclays Global Investors. N.A., 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.
Number of Shares (5) Sole Voting Power
Beneficially Owned 10,362,102 by Each Reporting
Person With (6) Shared Voting Power
     _____
     (7) Sole Dispositive Power
      10,888,982
     (8) Shared Dispositive Power
(9) Aggregate Amount Beneficially Owned by Each Reporting Person
10,888,982
(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*
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\_\_\_\_\_\_

SECURITIES AND EXCHANGE COMMISSION

CUSIP No. 724479100 \_\_\_\_\_\_ (1) Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only). Barclays Global Fund Advisors \_\_\_\_\_\_ (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. Number of Shares (5) Sole Voting Power Beneficially Owned 1,106,600 \_\_\_\_\_ by Each Reporting Person With (6) Shared Voting Power 0 (7) Sole Dispositive Power 1,031,904 (8) Shared Dispositive Power \_\_\_\_\_\_ (9) Aggregate Amount Beneficially Owned by Each Reporting Person 1,031,904 (10) Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares\* (11) Percent of Class Represented by Amount in Row (9) 0.42% (12) Type of Reporting Person\* ВK CUSIP No. 724479100 \_\_\_\_\_\_ (1) Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only). Barclays Global Investors, LTD. (2) Check the appropriate box if a member of a Group\* (a) / / (b) /X/ \_\_\_\_\_\_ (3) SEC Use Only \_\_\_\_\_\_ (4) Citizenship or Place of Organization United Kingdom \_\_\_\_\_\_

(7) Sole Dispositive Power 917,387

	(8)	Shared Dispositive Power
(9) A		ate Amount Beneficially Owned by Each Reporting Person
(10)	 Check	Box if the Aggregate Amount in Row (9) Excludes Certain Shares*
(11)		nt of Class Represented by Amount in Row (9)
(12) BK	Type	of Reporting Person*
	No.	724479100
		of Reporting Persons. entification Nos. of above persons (entities only).
Barc	lays	Funds Limited
	/ /	the appropriate box if a member of a Group*
(3) S	EC Us	e Only
		nship or Place of Organization ngdom
Benef by Ea	icial ch Re	Shares (5) Sole Voting Power ly Owned 30,620 porting h (6) Shared Voting Power
	(7)	Sole Dispositive Power 620
	(8)	Shared Dispositive Power
(9) A		ate Amount Beneficially Owned by Each Reporting Person
(10)		Box if the Aggregate Amount in Row (9) Excludes Certain Shares*
(11)	Perce %	nt of Class Represented by Amount in Row (9)
(12) BK		of Reporting Person*
CUSIP	No.	724479100
		of Reporting Persons. entification Nos. of above persons (entities only).
Barc	lays	Trust and Banking Company (Japan) Ltd.
	/ /	the appropriate box if a member of a Group*
(3) S	EC Us	e Only

(4) Citizenship or Place of Organization Japan
Number of Shares (5) Sole Voting Power Beneficially Owned 75,516 by Each Reporting
Person With (6) Shared Voting Power
(7) Sole Dispositive Power 75,516
(8) Shared Dispositive Power 0
(9) Aggregate Amount Beneficially Owned by Each Reporting Person 75,516
(10) Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*
(11) Percent of Class Represented by Amount in Row (9) 0.03%
(12) Type of Reporting Person* BK
CUSIP No. 724479100
(1) Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only).
Barclays Life Assurance Company Ltd
<pre>(2) Check the appropriate box if a member of a Group* (a) / / (b) /X/</pre>
(3) SEC Use Only
(4) Citizenship or Place of Organization United Kingdom
Number of Shares (5) Sole Voting Power Beneficially Owned 7,300
by Each Reporting
(7) Sole Dispositive Power 7,300
(8) Shared Dispositive Power 0
(9) Aggregate Amount Beneficially Owned by Each Reporting Person 7,300
(10) Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*
(11) Percent of Class Represented by Amount in Row (9) 0.00%
(12) Type of Reporting Person* BK
CUSIP No. 724479100
(1) Names of Reporting Persons.

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

Barclays Capital Securities, Ltd.
(2) Check the appropriate box if a member of a Group* (a) // (b) /X/
(3) SEC Use Only
(4) Citizenship or Place of Organization United Kingdom
Number of Shares (5) Sole Voting Power  Beneficially Owned 1,300  by Each Reporting
0
(9) Aggregate Amount Beneficially Owned by Each Reporting Person 1,300
(10) Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*
(11) Percent of Class Represented by Amount in Row (9) 0.00%
(12) Type of Reporting Person* BK
CUSIP No. 724479100 (1) Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).  Barclays Bank, PLC
(2) Check the appropriate box if a member of a Group* (a) // (b) /X/
(3) SEC Use Only
(4) Citizenship or Place of Organization United Kingdom
Number of Shares (5) Sole Voting Power  Beneficially Owned 767,550  by Each Reporting
(7) Sole Dispositive Power 767,550
(8) Shared Dispositive Power 0
(9) Aggregate Amount Beneficially Owned by Each Reporting Person 767,550
(10) Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*
(11) Percent of Class Represented by Amount in Row (9)

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0.31%
(12) Type of Reporting Person*
BK
______
ITEM 1(A). NAME OF ISSUER
  Pitney Bowes Inc.
ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES
  1 Elmcroft Rd
  Stamford, CT 06926-0700
ITEM 2(A). NAME OF PERSON(S) FILING
  Barclays Global Investors, N.A.
  ______
ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE
  45 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
  724479100
ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B),
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).
(j) // Group, in accordance with section 240.13d-1(b)(1)(ii)(J)
ITEM 1(A). NAME OF ISSUER
 Pitney Bowes Inc.
                     ______
ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES
  1 Elmcroft Rd
  Stamford, CT 06926-0700
ITEM 2(A). NAME OF PERSON(S) FILING
  Barclays Global Fund Advisors
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
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ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), OR

ITEM 2(E). CUSIP NUMBER

724479100

```
(a) // Broker or Dealer registered under Section 15 of the Act
 (15 U.S.C. 780).
(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).
(j) // Group, in accordance with section 240.13d-1(b)(1)(ii)(J)
ITEM 1(A). NAME OF ISSUER
  Pitney Bowes Inc.
______
ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES
  1 Elmcroft Rd
  Stamford, CT 06926-0700
ITEM 2(A). NAME OF PERSON(S) FILING
  Barclays Global Investors, LTD
ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE
  Murray House, 1 Royal Mint Court
  London, England EC3 NHH
ITEM 2(C). CITIZENSHIP
  United Kingdom
ITEM 2(D). TITLE OF CLASS OF SECURITIES
  Common Stock
ITEM 2(E). CUSIP NUMBER
  724479100
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).
(j) // Group, in accordance with section 240.13d-1(b)(1)(ii)(J)
ITEM 1(A). NAME OF ISSUER
  Pitney Bowes Inc.
ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES
  1 Elmcroft Rd
  Stamford, CT 06926-0700
ITEM 2(A). NAME OF PERSON(S) FILING
  Barclays Funds Ltd.
                     ______
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ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE

Gredley House, 11 The Broadway Stratford, England, E15 4BJ ITEM 2(C). CITIZENSHIP United Kingdom ITEM 2(D). TITLE OF CLASS OF SECURITIES Common Stock ITEM 2(E). CUSIP NUMBER 724479100 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). (j) // Group, in accordance with section 240.13d-1(b)(1)(ii)(J) ITEM 1(A). NAME OF ISSUER Pitney Bowes Inc. ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES 1 Elmcroft Rd Stamford, CT 06926-0700ITEM 2(A). NAME OF PERSON(S) FILING Barclays Trust and Banking Company (Japan) Ltd. \_\_\_\_\_\_ ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE Ebisu Prime Square Tower, 8th Flr, 1-1-39 Hiroo, Shibuya-Ku Tokyo, Japan 150-8402 ITEM 2(C). CITIZENSHIP ITEM 2(D). TITLE OF CLASS OF SECURITIES Common Stock ITEM 2(E). CUSIP NUMBER 724479100 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) /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

(h) // A savings association as defined in section 3(b) of the Federal Deposit

(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

240.13d-1(b)(1)(ii)(G).

Insurance Act (12 U.S.C. 1813).

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(15U.S.C. 80a-3).
(j) // Group, in accordance with section 240.13d-1(b)(1)(ii)(J)
ITEM 1(A). NAME OF ISSUER
  Pitney Bowes Inc.
ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES
  1 Elmoroft Rd
  Stamford, CT 06926-0700
ITEM 2(A). NAME OF PERSON(S) FILING
  Barclays Life Assurance Company, Ltd.
ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE
  Unicorn House, 5th Flr., 252 Romford Rd, Forest Gate
  London, England E7 9JB
ITEM 2(C). CITIZENSHIP
  United Kingdom
ITEM 2(D). TITLE OF CLASS OF SECURITIES
  Common Stock
ITEM 2(E). CUSIP NUMBER
  724479100
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).
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(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
  Pitney Bowes Inc.
ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES
  1 Elmcroft Rd
  Stamford, CT 06926-0700
ITEM 2(A). NAME OF PERSON(S) FILING
  Barclays Capital Securities, Ltd.
-----
ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE
5 The North Collonade, Cannery Wharf
  London, E14 4BB
ITEM 2(C). CITIZENSHIP
  United Kingdom
______
ITEM 2(D). TITLE OF CLASS OF SECURITIES
  Common Stock
TTEM 2 (E). CUSTP NUMBER
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).
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(b) /X/Bank as defined in section 3(a) (6) of the Act (15 U.S.C. 78c).

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(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).
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240.13d-1(b)(1)(ii)(G).
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(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
  Pitney Bowes Inc.
ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES
  1 Elmcroft Rd
  Stamford, CT 06926-0700
______
ITEM 2(A). NAME OF PERSON(S) FILING
  Barclays Bank PLC
 ______
ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE
54 Lombard St
  London, England EC3P 3AH
ITEM 2(C). CITIZENSHIP
 United Kingdom
______
ITEM 2(D). TITLE OF CLASS OF SECURITIES
  Common Stock
ITEM 2(E). CUSIP NUMBER
  724479100
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) /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).
(j) // Group, in accordance with section 240.13d-1(b)(1)(ii)(J)
TTEM 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:
 13,720,559
(b) Percent of Class:
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5.63%

(c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote 13,163,675 (ii) shared power to vote or to direct the vote \_\_\_\_\_\_ (iii) sole power to dispose or to direct the disposition of 13,720,559 (iv) shared power to dispose or to direct the disposition of \_\_\_\_\_\_ 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 not 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  $% \left( 1\right) =\left( 1\right) \left( 1\right)$ 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.

February 14, 2002	
Date	
Signature	
Rebecca Brubaker Manager of Compliance	