

3. a. Registrant's appropriate regulatory agency (ARA): (Check one box only.)
- Comptroller of the Currency
 - Federal Deposit Insurance Corporation
 - Board of Governors of the Federal Reserve System
 - Securities and Exchange Commission
- b. During the reporting period, has the Registrant amended Form TA-1 within 60 calendar days following the date on which information reported therein became inaccurate, incomplete, or misleading? (Check appropriate box.)
- Yes, filed amendment(s)
 - No, failed to file amendment(s)
 - Not applicable
- c. If the answer to subsection (b) is no, provide an explanation:
-
-
-

If the response to any of questions 4-11 below is none or zero, enter "0."

4. Number of items received for transfer during the reporting period: 4,236
5. a. Total number of individual securityholder accounts, including accounts in the Direct Registration System (DRS), dividend reinvestment plans and/or direct purchase plans as of December 31: 29,561
- b. Number of individual securityholder dividend reinvestment plan and/or direct purchase plan accounts as of December 31: 0
- c. Number of individual securityholder DRS accounts as of December 31: 0
- d. Approximate percentage of individual securityholder accounts from subsection (a) in the following categories as of December 31:

Corporate Equity Securities	Corporate Debt Securities	Open-End Investment Company Securities	Limited Partnership Securities	Municipal Debt Securities	Other Securities
100%					

6. Number of securities issues for which Registrant acted in the following capacities, as of December 31:

	Corporate Securities		Open-End Investment Company Securities	Limited Partnership Securities	Municipal Debt Securities	Other Securities
	Equity	Debt				
a. Receives items for transfer and maintains the master securityholder files:	298	0				
b. Receives items for transfer but does not maintain the master securityholder files:	0	0				
c. Does not receive items for transfer but maintains the master securityholder files:	0	0				

7. Scope of certain additional types of activities performed:

- a. Number of issues for which dividend reinvestment plan and/or direct purchase plan services were provided, as of December 31: 0
- b. Number of issues for which DRS services were provided, as of December 31: 0
- c. Dividend disbursement and interest paying agent activities conducted during the reporting period:
 - i. number of issues 0
 - ii. amount (in dollars) 0

8. a. Number and aggregate market value of securities aged record differences, existing for more than 30 days, as of December 31:

	Prior Transfer Agent(s) (If applicable)	Current Transfer Agent
i. Number of issues	1
ii. Market value (in dollars)	\$.00

b. Number of quarterly reports regarding buy-ins filed by the Registrant with its ARA (including the SEC) during the reporting period pursuant to Rule 17Ad-11(c)(2):

c. During the reporting period, did the Registrant file all quarterly reports regarding buy-ins with its ARA (including the SEC) required by Rule 17Ad-11(c)(2)? **N/A**

Yes No

d. If the answers to subsection (c) is no, provide an explanation for each failure to file:

9. a. During the reporting period, has the Registrant always been in compliance with the turnaround time for routine items as set forth in Rule 17Ad-2?

XXXX Yes No

If the answer to subsection (a) is no, complete subsections (i) through (ii).

- i. Provide the number of months during the reporting period in which the Registrant was **not** in compliance with the turnaround time for routine items according to Rule 17Ad-2. 0
- ii. Provide the number of written notices Registrant filed during the reporting period with the SEC and with its ARA that reported its noncompliance with turnaround time for routine items according to Rule 17Ad-2. 0

10. Number of open-end investment company securities purchases and redemptions (transactions) excluding dividend, interest and distribution postings, and address changes processed during the reporting period:

- a. Total number of transactions processed: 0
- b. Number of transactions processed on a date other than date of receipt of order (as ofs): 0

11. a. During the reporting period, provide the date of all database searches conducted for lost securityholder accounts listed on the transfer agent's master securityholder files, the number of lost securityholder accounts for which a database search has been conducted, and the number of lost securityholder accounts for which a different address has been obtained as a result of a database search:

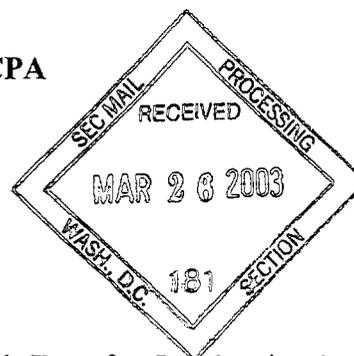
Date of Database Search	Number of Lost Securityholder Accounts Submitted for Database Search	Number of Different Addresses Obtained from Database Search
N/A		
None	None	None

- b. Number of lost securityholder accounts that have been remitted to states during the reporting period:

SIGNATURE: The Registrant submitting this Form, and the person signing the Form, hereby represent that all the information contained in the Form is true, correct, and complete.

Manual signature of Official responsible for Form: 	Title: President Telephone number: 480-481-3940
Name of Official responsible for Form: (First name, Middle name, Last name) SHARON M. OWEN	Date signed (Month/Day/Year): March 25, 2003

SHELLEY INTERNATIONAL CPA
161 E. 1ST Ave. #1
Mesa, AZ 85201
480-461-8301



To the Board of Directors
Holladay Stock Transfer, Inc.

I have examined management's assertion that Holladay Stock Transfer, Inc. has in place an effective internal control structure, including the appropriate segregation of responsibilities and duties, over the transfer agent and registrar functions as of December 31, 2002 and no material inadequacies as defined by rule 17Ad-13(a)(3) of the Securities Act of 1934 existed at such date. Pursuant to the requirements of the SEC Order in Administrative Proceeding File No. 3-9567 (the "Order"), my examination specifically included: (a) examination of compliance procedures to determine whether Holladay Stock Transfer, Inc. has prepared and implemented the written plan and complied with procedures necessary to satisfy the requirements set forth in Paragraph IV. A of the Order; (b) review of Holladay Stock Transfer, Inc.'s procedures to identify any material inadequacies; and (iii) examination of Holladay Stock Transfer, Inc.'s compliance with procedures relating to issuance and transfer of stock absent the user of restrictive stock legends, including but not limited to activities governed by Rule 144, Rule 144A, Regulation D and Regulation S.

My examination was made in accordance with standards established by the American Institute of Certified Public Accountants and, accordingly, included a study and evaluation of the internal control structure over the transfer agent and registrar functions, using the objectives set forth in Rule 17Ad-13(a)(3) of the Securities Exchange Act of 1934. Those objectives are to provide reasonable, but not absolute, assurance that securities and funds are safeguarded against loss from unauthorized use or disposition and the transfer agent activities are performed promptly and accurately. I believe that my examination provides a reasonable basis for my opinion.

Because of the inherent limitations in any control structure, errors or irregularities may occur and not be detected. Also, projections of any evaluation of the internal control structure over the transfer agent and registrar functions to the future periods are subject to the risk that the internal control structure may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

In my opinion, management's assertions that, as of December 31, 2001 Holladay Stock Transfer, Inc. maintained an effective internal control structure, including the appropriate segregation of responsibilities and duties, over the transfer agent and registrar functions, the procedures manual was followed, and the no material inadequacies existed as defined by Rule 17Ad-13(a)(3) of the Securities Exchange Act of 1934, is fairly stated, in all material respects, based upon the criteria established by said rule.

This report is intended solely for the information and use of the Board of Directors and management of Holladay Stock Transfer, Inc. and the Securities and Exchange Commission and should not be used for any other purpose.

Shelley International CPA

A handwritten signature in black ink, appearing to read "Shelley", with a long horizontal line extending to the right from the end of the signature.

January 15, 2003

Holladay Stock Transfer, Inc.

March 25, 2003



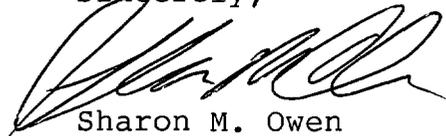
SECURITIES AND EXCHANGE COMMISSION
450 5th Street, N.W.
Washington, D.C. 20549-0013

Dear S.E.C.

Please find enclosed one original and two copies of my annual TA-2 and one original and two copies of our Annual Study and Evaluation of Internal Accounting Control for the year ended December 31, 2002.

If you have any questions or need more information please contact me.

Sincerely,



Sharon M. Owen

President

Enc.

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