

File Number: 84-1123
For the reporting period ended December 31, 2004



05035328

OMB APPROVAL	
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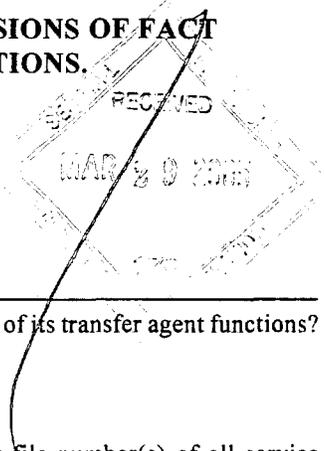
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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

**FORM TA-2**

**FORM FOR REPORTING ACTIVITIES OF TRANSFER AGENTS  
REGISTERED PURSUANT TO SECTION 17A OF THE SECURITIES EXCHANGE ACT OF 1934**

**ATTENTION: INTENTIONAL MISSTATEMENTS OR OMISSIONS OF FACT  
CONSTITUTE FEDERAL CRIMINAL VIOLATIONS.  
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a)**



1. Full name of Registrant as stated in Question 3 of Form TA-1:  
(Do not use Form TA-2 to change name or address.)

Intercontinental Registrar & Transfer Agency, Inc.

2. a. During the reporting period, has the Registrant engaged a service company to perform any of its transfer agent functions?  
(Check appropriate box.)

All                       Some                       None

b. If the answer to subsection (a) is all or some, provide the name(s) and transfer agent file number(s) of all service company(ies) engaged:

Name of Transfer Agent(s):	File No. (beginning with 84- or 85-):
N/A	

c. During the reporting period, has the Registrant been engaged as a service company by a named transfer agent to perform transfer agent functions?

Yes                       No

d. If the answer to subsection (c) is yes, provide the name(s) and file number(s) of the named transfer agent(s) for which the Registrant has been engaged as a service company to perform transfer agent functions: (If more room is required, please complete and attach the Supplement to Form TA-2.)

Name of Transfer Agent(s):	File No. (beginning with 84- or 85-):
N/A	

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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:

N/A

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**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: ..... 1,133
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: ..... 23,772
- 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%	-0-	-0-	-0-	-0-	-0-

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:	62	-0-	-0-	-0-	-0-	-0-
b. Receives items for transfer but does not maintain the master securityholder files:	-0-	-0-	-0-	-0-	-0-	-0-
c. Does not receive items for transfer but maintains the master securityholder files:	-0-	-0-	-0-	-0-	-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 .....	-0-	-0-
ii. Market value (in dollars) .....	-0-	-0-

- 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): ..... -0-

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)?

Yes                       No                       N/A

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

N/A  
 \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

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?

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. .... N/A
- 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. .... N/A

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
None	None	None

b. Number of lost securityholder accounts that have been remitted to states during the reporting period: ..... -0-

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: (702) 293-6717
Name of Official responsible for Form: (First name, Middle name, Last name) James Harold Gottfredson III	Date signed (Month/Day/Year): 3-28-05





Independent Accountant's Report

To the Management of Intercontinental  
Registrar and Transfer Agency, Inc.

We have examined management's assertion that Intercontinental Registrar and Transfer Agency, Inc. maintained an effective internal control structure over the transfer agent and registrar functions, as of September 30, 2004, and that no material inadequacies as defined by Rule 17Ad-13(a)(3) of the Securities Exchange Act of 1934 existed at such date.

Our 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 that transfer agent activities are performed promptly and accurately. We believe that our examination provides a reasonable basis for our opinion.

Because of inherent limitations in any internal 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 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 procedures may deteriorate.

In our opinion, management's assertion that, as of September 30, 2004, Intercontinental Registrar and Transfer Agency, Inc., maintained an effective internal control structure, over the transfer agent and registrar functions, and that 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 on the criteria established by Rule 17Ad-13(a)(3) of the Securities and Exchange Act of 1934.

This report is intended solely for the information and use of the management of Intercontinental Registrar and Transfer Agency, Inc., and the Securities and Exchange Commission and should not be used for any other purpose.

Main Amundson and Associates  
December 21, 2004

**INTERCONTINENTAL REGISTRAR &  
TRANSFER AGENCY, INC.**

900 Buchanan Blvd, Ste #1  
Boulder City, NV 89005-2100  
Telephone (702) 293-6717  
Fax (702) 293-3558

March 28, 2005

United States  
Securities & Exchange Commission  
450 5<sup>TH</sup> Street, N.W.  
Washington, D.C. 20549-0013



RE: TA-2

Gentlemen:

Please find enclosed the original and two copies of form TA-2 completed as of December 31, 2004.

Sincerely,

INTERCONTINENTAL REGISTRAR &  
TRANSFER AGENCY, INC.

A handwritten signature in black ink, appearing to read 'James H. Gottfredson'.

JAMES H. GOTTFREDSON  
President

Encl.

