# SECURITIES AND EXCHANGE COMMISSION 

WASHINGTON, D.C. 20549
FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or $15(\mathrm{~d})$ of the Securities Exchange Act of 1934 Date of Report (Date of earliest event reported): September 27, 2000

COMMISSION FILE NUMBER 0-7570

DELAWARE
NEW YORK
NEW YORK
NEW YORK
ENGLAND AND WALES
NEW YORK
NEW YORK
NETHERLANDS
DELAWARE
CALIFORNIA
CALIFORNIA
CALIFORNIA
CALIFORNIA
DELAWARE
DELAWARE
MARYLAND
CONNECTICUT
GEORGIA
ILLINOIS
NEW YORK
DELAWARE
WISCONSIN
ILLINOIS
(State or other jurisdiction of incorporation or organization)

| CONSTELLATION BRANDS, INC. | $16-0716709$ |
| :--- | :--- |
| and its subsidiaries: |  |
| BATAVIA WINE CELLARS, INC. | $16-1222994$ |
| CANANDAIGUA WINE COMPANY, INC. | $16-1462887$ |
| CANANDAIGUA EUROPE LIMITED | $16-1195581$ |
| CANANDAIGUA LIMITED | $98-0198402$ |
| POLYPHENOLICS, INC. | $16-1546354$ |
| ROBERTS TRADING CORP. | $16-0865491$ |
| CANANDAIGUA B.V. | $98-0205132$ |
| FRANCISCAN VINEYARDS, INC. | $94-2602962$ |
| ALLBERRY, INC. | $68-0324763$ |
| CLOUD PEAK CORPORATION | $68-0324762$ |
| M.J. LEWIS CORP. | $94-3065450$ |
| MT. VEEDER CORPORATION | $94-2862667$ |
| BARTON INCORPORATED | $36-3500366$ |
| BARTON BRANDS, LTD. | $36-3185921$ |
| BARTON BEERS, LTD. | $36-2855879$ |
| BARTON BRANDS OF CALIFORNIA, INC. | $06-1048198$ |
| BARTON BRANDS OF GEORGIA, INC. | $58-1215938$ |
| BARTON CANADA, LTD. | $36-4283446$ |
| BARTON DISTILLERS IMPORT CORP. | $13-1794441$ |
| BARTON FINANCIAL CORPORATION | $51-0311795$ |
| STEVENS POINT BEVERAGE CO. | $39-0638900$ |
| MONARCH IMPORT COMPANY | $36-3539106$ |
| (Exact name of registrant as | (I.R.S. Employer |
| sPecified in its charter) | Identification |

300 WillowBrook Office Park, Fairport, New York 14450

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code (716) 218-2169
(Former name or former address, if changed since last report)

ITEM 5. OTHER EVENTS
Constellation Brands, Inc. released the following information on September 27, 2000 regarding its second quarter 2001 results:

CONSTELLATION REPORTS 23\% INCREASE IN SECOND QUARTER EARNINGS PER SHARE
WINE AND BEER LEAD GROWTH
FAIRPORT, NEW YORK, SEPTEMBER 27, 2000 - Constellation Brands, Inc. (NYSE: STZ and STZ.B), today reported record results for the three months ended August 31, 2000 ("Second Quarter 2001"). Net income of $\$ 26$ million represents an increase of 24 percent over net income of $\$ 21$ million for the three months ended August 31, 1999 ("Second Quarter 2000"). Earnings per share on a diluted basis were $\$ 1.40$ for Second Quarter 2001, versus $\$ 1.14$ for the comparable quarter a year ago, an increase of 23 percent.

Richard Sands, Chairman, Chief Executive Officer and President of Constellation said, " We are very pleased with the results reported for the quarter and for the first six months of this fiscal year. Led by our North American businesses, we continue to drive sales and earnings growth, particularly in our beer and fine wine portfolio, which outperformed their respective industries. Net sales and operating income for our North American businesses grew eight percent and 21 percent, respectively. Additionally, our free cash flow exceeded earnings and we continue to pay down debt, thereby creating greater financial flexibility as we build a foundation for future

## CONSOLIDATED RESULTS

Net sales reached $\$ 637$ million for Second Quarter 2001, an increase of three percent over net sales of $\$ 622$ million reported in Second Quarter 2000. The net sales growth is attributed primarily to increases in beer and fine wine sales in the U.S. and table wine sales in the U.K. For the six months ended August 31, 2000 ("Six Months 2001"), net sales grew by six percent to reach $\$ 1.22$ billion versus net sales of $\$ 1.15$ billion reported for the six months ended August 31, 1999 ("Six Months 2000"). Increases in beer sales in the U.S. and table wine sales in the U.K., as well as the inclusion of products from the Black Velvet and Franciscan acquisitions for a full six months, accounted for most of the increase. On a pro forma basis, sales increased four percent year to date. After adjusting for an adverse foreign currency impact, sales for the quarter and for the fiscal year to date period, increased four percent and eight percent, respectively.

Gross profit grew to $\$ 201$ million in Second Quarter 2001 from $\$ 189$ million reported a year ago, an increase of $\$ 12$ million or six percent. The improvement in gross profit is attributed primarily to increases in volume and pricing on beer and fine wine. As a percent of net sales, gross profit increased 110 basis points to 31.5 percent in Second Quarter 2001 from 30.4 percent in Second Quarter 2000. For Six Months 2001, gross profit was $\$ 385$ million versus $\$ 345$ million reported for Six Months 2000. As a percent of net sales, gross profit increased 140 basis points for Six Months 2001 to 31.4 percent. The gross profit and gross margin improvements for Six Months 2001 can be attributed primarily to the Black Velvet and Franciscan acquisitions, as well as increased beer sales.

Selling, general and administrative expenses increased four percent for Second Quarter 2001 to $\$ 130$ million from $\$ 125$ million reported a year ago. Increased corporate expenses accounted for most of the increase. Excluding Corporate expenses, selling, general and administrative costs declined by 40 basis points as a percent of net sales. For Six Months 2001, selling, general and administrative expenses reached $\$ 256$ million, an increase of $\$ 21$ million, or nine percent. The inclusion of selling expenses related to brands acquired in the Black Velvet and Franciscan acquisitions and an increase in Corporate expenses, accounted for most of the increase.

Operating income in Second Quarter 2001 grew to $\$ 71$ million versus $\$ 64$ million in Second Quarter 2000, an increase of 11 percent. For Six Months 2001, operating income increased 17 percent to $\$ 128$ million from $\$ 109$ million reported for Second Quarter 2000, excluding the pretax impact of nonrecurring charges reported in Second Quarter 2000.

Despite higher average borrowing costs, net interest expense for Second Quarter 2001 decreased $\$ 2$ million, or five percent, to $\$ 27$ million from $\$ 29$ million reported for Second Quarter 2000. The decline in interest expense is a direct result of lower average borrowings for the period as the Company used free cash flow to pay down debt. For Six Months 2001, net interest expense increased eight percent from $\$ 51$ million to $\$ 55$ million, primarily due to higher debt levels for the full period related to financing the Franciscan and Simi acquisitions.

As a result of the above factors, net income for Second Quarter 2001 increased 24 percent to $\$ 26$ million from $\$ 21$ million for Second Quarter 2000. Earnings per share on a fully diluted basis for Second Quarter 2001 grew by 23 percent to $\$ 1.40$ from $\$ 1.14$ reported in Second Quarter 2000 . For Six Months 2001, net income grew 25 percent to $\$ 44$ million from $\$ 35$ million reported in Six Months 2000, excluding the after-tax impact of nonrecurring charges reported in Six Months 2000.

## BARTON

Barton's net sales for Second Quarter 2001 grew by 14 percent to reach $\$ 285$ million. Beer sales grew 20 percent for the quarter, of which approximately four percent related to pricing. Spirits sales were down slightly due to the loss of contract production sales. Excluding contract production, spirits sales increased five percent, primarily from price increases on tequila products.

Operating income grew 21 percent to reach $\$ 51$ million for Second Quarter 2001 from $\$ 42$ million reported a year ago. The increase is attributed primarily to growth in beer sales and the reduction of operating expenses as a percent of sales.

Net sales and operating income for Six Months 2001 increased to $\$ 520$ million and $\$ 89$ million, respectively. Net sales and operating income increased 15 percent and 22 percent, respectively, primarily due to the inclusion of products from the Black Velvet acquisition for the full six months. On a pro forma basis, net sales and operating income increased 13 percent and 17 percent, respectively.

CANANDAIGUA WINE
Canandaigua Wine's net sales for Second Quarter 2001 were $\$ 168$ million, decreasing slightly from Second Quarter 2000 net sales of $\$ 170$ million. The decrease is due to lower concentrate sales and lower international sales.

Operating income for Second Quarter 2001 remained virtually unchanged when compared with Second Quarter 2000.

Net sales for Six Months 2001 of $\$ 330$ million decreased one percent when compared to a year ago. Operating income for Six Months 2001 remained virtually unchanged compared to Six Months 2000, excluding the pretax impact of

MATTHEW CLARK
Net sales for Mathew Clark were $\$ 170$ million for Second Quarter 2001 versus $\$ 183$ million reported for the comparable quarter a year ago, a decrease of seven percent. The majority of the decline, or $\$ 10$ million, relates to an adverse foreign currency impact. The remaining difference is attributed to a decrease in draft cider sales, partially offset by growth in wine, packaged cider and wholesale sales.

Despite the decline in net sales, operating income for Second Quarter 2001 grew to $\$ 12$ million, an increase of two percent versus the comparable quarter a year ago. The increase was due primarily to improved operating efficiencies from the consolidation of cider production. Additionally, Matthew Clark Wholesale continues to focus on depot rationalization as the number of depots were reduced from 13 to 11

Net sales of $\$ 339$ million for Six Months 2001 were down from the $\$ 350$ million reported for the comparable period a year ago. Excluding the pretax nonrecurring charges reported in Six Months 2000, operating income for Six Months 2001 increased two percent to reach $\$ 23$ million. Excluding an adverse foreign currency impact and the pretax nonrecurring charges, net sales and operating income would have increased two percent and seven percent, respectively.

## FRANCISCAN

Franciscan's net sales for Second Quarter 2001 increased 25 percent to reach $\$ 21$ million from $\$ 17$ million reported for Second Quarter 2000, driven by increases in pricing and volume. Operating income more than doubled to reach \$4 million, also driven by pricing and volume increases.

Net sales and operating income for Six Months 2001 were $\$ 43$ million and $\$ 10$ million, respectively. On a pro forma basis, net sales for Six Months 2001 increased 19\%.

Constellation Brands, Inc., headquartered in Fairport, New York, is a leader in the production, marketing and distribution of beverage alcohol products in North America and the United Kingdom. The Company markets leading brands, including imported beers, wines, spirits, cider and bottled water, and is a leading drinks wholesaler in the United Kingdom. Constellation can be found on the Internet at www.cbrands.com.

CONSOLIDATED FINANCIAL STATEMENTS FOLLOW

CONSTELLATION BRANDS, INC., AND SUBSIDIARIES
CONDENSED CONSOLIDATED BALANCE SHEETS
(in thousands)

|  | August 31, 2000 (unaudited) |  | February 29, 2000 (audited) |  |
| :---: | :---: | :---: | :---: | :---: |
| ASSETS |  |  |  |  |
| - |  |  |  |  |
| CURRENT ASSETS: |  |  |  |  |
| Cash and cash investments | \$ | 4,150 | \$ | 34,308 |
| Accounts receivable, net |  | 358,297 |  | 291,108 |
| Inventories, net |  | 604,346 |  | 615,700 |
| Prepaid expenses and other current assets |  | 64,723 |  | 54,881 |
| Total current assets |  | 1,031,516 |  | 995,997 |
| PROPERTY, PLANT AND EQUIPMENT, net |  | 530,069 |  | 542,971 |
| OTHER ASSETS |  | 778,474 |  | 809,823 |
| Total assets | \$ | 2,340,059 | \$ | 2,348,791 |

LIABILITIES AND STOCKHOLDERS' EQUITY

| CURRENT LIABILITIES: |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: |
| Notes payable | \$ | 43,300 | \$ | 26,800 |
| Current maturities of long-term debt |  | 20,775 |  | 53,987 |
| Accounts payable |  | 137,717 |  | 122,213 |
| Accrued excise taxes |  | 43,530 |  | 30,446 |
| Other accrued expenses and liabilities |  | 250,964 |  | 204,771 |
| Total current liabilities |  | 496,286 |  | 438,217 |
| LONG-TERM DEBT, less current maturities |  | 1,144,984 |  | 1,237,135 |
| DEFERRED INCOME TAXES |  | 116,918 |  | 116,447 |
| OTHER LIABILITIES |  | 31,836 |  | 36,152 |
| STOCKHOLDERS' EQUITY |  | 550,035 |  | 520,840 |
| Total liabilities and stockholders' equity | \$ | 2,340,059 | \$ | 2,348,791 |

(in thousands, except per share data)

|  | ```Three Months Ended August 31, 2000 (unaudited)``` |  | Three Months Ended August 31, 1999 (unaudited) |  | Percent Change |
| :---: | :---: | :---: | :---: | :---: | :---: |
| <S> | <C> |  | < |  | <C> |
| Gross sales | \$ | 828,668 | \$ | 814,845 | 2\% |
| Net sales | \$ | 637,490 | \$ | 621,580 | 3\% |
| Cost of product sold |  | $(436,851)$ |  | $(432,452)$ | 1\% |
| Gross profit | \$ | 200,639 | \$ | 189,128 | 6\% |
| Selling, general and administrative expenses |  | $(129,935)$ |  | $(125,320)$ | 4\% |
| Operating income |  | 70,704 |  | 63,808 | 11\% |
| Interest expense, net |  | $(27,187)$ |  | $(28,640)$ | -5\% |
| Income before taxes |  | 43,517 |  | 35,168 | 24\% |
| Provision for income taxes |  | $(17,407)$ |  | $(14,067)$ | 24\% |
| Net income | \$ | 26,110 | \$ | 21,101 | 24\% |
| Earnings per common share: |  |  |  |  |  |
| Basic | \$ | 1.43 | \$ | 1.17 | 22\% |
| Diluted | \$ | 1.40 | \$ | 1.14 | 23\% |
| Weighted average common shares outstanding: |  |  |  |  |  |
| Basic |  | 18,300 |  | 18,010 | 2\% |
| Diluted |  | 18,675 |  | 18,499 | 1\% |
| Segment Information: |  |  |  |  |  |
| Net sales: |  |  |  |  |  |
| Barton |  |  |  |  |  |
| Beer | \$ | 212,159 | \$ | 177,195 | 20\% |
| Spirits |  | 72,561 |  | 73,010 | -1\% |
| Net sales | \$ | 284,720 | \$ | 250,205 | 14\% |
| Canandaigua Wine |  |  |  |  |  |
| Branded | \$ | 149,272 | \$ | 150,779 | -1\% |
| Other |  | 18,786 |  | 19,449 | -3\% |
| Net sales | \$ | 168,058 | \$ | 170,228 | -1\% |
| Matthew Clark |  |  |  |  |  |
| Branded | \$ | 76,368 | \$ | 80,879 | -6\% |
| Wholesale |  | 93,310 |  | 102,331 | -9\% |
| Net sales | \$ | 169,678 | \$ | 183,210 | -7\% |
| Franciscan | \$ | 21,393 | \$ | 17,137 | 25\% |
| Corporate Operations and Other | \$ | 774 | \$ | 2,004 | -61\% |
| Intersegment eliminations | \$ | $(7,133)$ | \$ | $(1,204)$ | 492\% |
| Consolidated net sales | \$ | 637,490 | \$ | 621,580 | 3\% |
| Operating income: |  |  |  |  |  |
| Barton | \$ | 50,613 | \$ | 41,962 | 21\% |
| Canandaigua Wine |  | 10,415 |  | 10,412 | 0\% |
| Matthew Clark |  | 12,222 |  | 11,980 | 2\% |
| Franciscan |  | 4,242 |  | 1,571 | 170\% |
| Corporate Operations and Other |  | $(6,788)$ |  | $(2,117)$ | 221\% |
| Consolidated operating income | \$ | 70,704 | \$ | 63,808 | 11\% |

</TABLE>
<TABLE>
CONSTELLATION BRANDS, INC., AND SUBSIDIARIES CONDENSED CONSOLIDATED STATEMENTS OF INCOME
(in thousands, except per share data)
<CAPTION>
<S>
Gross sales
Net sales
Cost of product sold

Gross profit
Selling, general and administrative expenses

| Six Months Ended |  |
| :---: | :---: |
| August 31, 2000 (unaudited) |  |
| <C> |  |
| \$ | 1,603,190 |
| \$ | $\begin{array}{r} 1,223,070 \\ (838,558) \end{array}$ |
| \$ | $\begin{gathered} 384,512 \\ (256,344) \end{gathered}$ |


| Six Months Ended |  |  |
| :---: | :---: | :---: |
|  | $\begin{aligned} & \text { t 31, } 1999 \\ & \text { audited) } \end{aligned}$ | Percent Change |
| <C> |  | <C> |
| \$ | 1,519,834 | 5\% |
| \$ | 1,151,749 | 6\% |
|  | $(806,499)$ | 4\% |
| \$ | 345,250 | 11\% |
|  | $(235,821)$ | 9\% |


| Other nonrecurring charges | - |  | $(5,510)$ |  | N/A |
| :---: | :---: | :---: | :---: | :---: | :---: |
| Operating income | \$ | 128,168 | \$ | 103,919 | 23\% |
| Interest expense, net |  | $(54,814)$ |  | $(50,675)$ | 8\% |
| Income before taxes |  | 73,354 |  | 53,244 | 38\% |
| Provision for income taxes |  | $(29,342)$ |  | $(21,297)$ | 38\% |
| Net income | \$ | 44,012 | \$ | 31,947 | 38\% |
| Earnings per common share: |  |  |  |  |  |
| Basic | \$ | 2.41 | \$ | 1.78 | 35\% |
| Diluted | \$ | 2.36 | \$ | 1.73 | 36\% |
| Weighted average common shares outstanding: |  |  |  |  |  |
| Basic |  | 18,265 |  | 17,994 | 2\% |
| Diluted |  | 18,627 |  | 18,459 | 1\% |
| Segment Information: |  |  |  |  |  |
| Net sales: |  |  |  |  |  |
| Barton |  |  |  |  |  |
| Beer | \$ | 375,293 | \$ | 323,806 | 16\% |
| Spirits |  | 145,107 |  | 127,149 | 14\% |
| Net sales | \$ | 520,400 | \$ | 450,955 | 15\% |
| Canandaigua Wine |  |  |  |  |  |
| Branded | \$ | 293,838 | \$ | 295,171 | 0\% |
| Other |  | 36,598 |  | 38,616 | -5\% |
| Net sales | \$ | 330,436 | \$ | 333,787 | -1\% |
| Matthew Clark |  |  |  |  |  |
| Branded | \$ | 145,983 | \$ | 155,254 | -6\% |
| Wholesale |  | 193,233 |  | 194,753 | -1\% |
| Net sales | \$ | 339,216 | \$ | 350,007 | -3\% |
| Franciscan | \$ | 43,282 | \$ | 17,137 | 153\% |
| Corporate Operations and Other | \$ | 1,859 | \$ | 2,889 | -36\% |
| Intersegment eliminations | \$ | $(12,123)$ | \$ | $(3,026)$ | 301\% |
| Consolidated net sales | \$ | 1,223,070 | \$ | 1,151,749 | 6\% |
| Operating income: |  |  |  |  |  |
| Barton | \$ | 89,448 | \$ | 73,459 | 22\% |
| Canandaigua Wine |  | 18,396 |  | 16,019 | 15\% |
| Matthew Clark |  | 22,596 |  | 19,310 | 17\% |
| Franciscan |  | 9,658 |  | 1,571 | 515\% |
| Corporate Operations and Other |  | $(11,930)$ |  | $(6,440)$ | 85\% |
| Consolidated operating income | \$ | 128,168 | \$ | 103,919 | 23\% |

## SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, each Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

CONSTELLATION BRANDS, INC.

Dated: September 27, 2000

Dated: September 27, 2000

Dated: September 27, 2000

By: /s/ Thomas S. Summer
--------------------------------------
Thomas S. Summer, Executive Vice President and Chief Financial Officer

SUBSIDIARIES

BATAVIA WINE CELLARS, INC.

By: /s/ Thomas S. Summer
S. Sumer

Thomas S. Summer, Treasurer

CANANDAIGUA WINE COMPANY, INC.

By: /s/ Thomas S. Summer


## CANANDAIGUA EUROPE LIMITED

Dated: September 27, 2000
Dated: September 27,2000
Dated: September 27, 2000
Dated: September 27, 2000

Dated: September 27,2000

Dated: September 27, 2000

Dated: September 27, 2000

Dated: September 27, 2000

Dated: September 27, 2000

Dated: September 27, 2000

Dated: September 27, 2000

By: /s/ Thomas S. Summer
$\qquad$
Thomas S. Summer, Treasurer

CANANDAIGUA LIMITED

```
By: /s/ Thomas S. Summer
    ------------------------------------
    Thomas S. Summer, Finance Director
    (Principal Financial Officer and
    Principal Accounting Officer)
POLYPHENOLICS, INC.
By: /s/ Thomas S. Summer
    -----------------------------------
    Thomas S. Summer, Vice President
    and Treasurer
ROBERTS TRADING CORP.
By: /s/ Thomas S. Summer
    m
    Thomas S. Summer, President and
    Treasurer
```

CANANDAIGUA B.V.

By: /s/ Thomas S. Summer -------------------------------------1 Thomas S. Summer, Chief Financial Officer

FRANCISCAN VINEYARDS, INC.

By: /s/ Thomas S. Summer remas Thomas S. Summer, Vice President and Treasurer

ALLBERRY, INC.

By: /s/ Thomas S. Summer
 Thomas S. Summer, Vice President and Treasurer

CLOUD PEAK CORPORATION
By: /s/ Thomas S. Summer
Thomas S Summer, Vice President and Treasurer
M.J. LEWIS CORP.

By: /s/ Thomas S. Summer

Thomas S. Summer, Vice President and Treasurer

MT. VEEDER CORPORATION
By: /s/ Thomas S. Summer
Somas Summer Vice Pres and Treasurer

BARTON INCORPORATED

By: /s/ Thomas S. Summer

BARTON BRANDS, LTD.

| Dated: | September 27, 2000 | By: /s/ Thomas S. Summer |
| :---: | :---: | :---: |
|  |  | Thomas S. Summer, Vice President |
|  |  | BARTON BEERS, LTD. |
| Dated: | September 27, 2000 | By: /s/ Thomas S. Summer |
|  |  | Thomas S. Summer, Vice President |
|  |  | BARTON BRANDS OF CALIFORNIA, INC. |
| Dated: | September 27, 2000 | By: /s/ Thomas S. Summer |
|  |  | Thomas S. Summer, Vice President |
|  |  | BARTON BRANDS OF GEORGIA, INC. |
| Dated: | September 27, 2000 | By: /s/ Thomas S. Summer |
|  |  | Thomas S. Summer, Vice President |
|  |  | BARTON CANADA, LTD. |
| Dated: | September 27, 2000 | By: /s/ Thomas S. Summer |
|  |  | Thomas S. Summer, Vice President |
|  |  | BARTON DISTILLERS IMPORT CORP. |
| Dated: | September 27, 2000 | By: /s/ Thomas S. Summer |
|  |  | Thomas S. Summer, Vice President |
|  |  | BARTON FINANCIAL CORPORATION |
| Dated: | September 27, 2000 | By: /s/ Thomas S. Summer |
|  |  | Thomas S. Summer, Vice President |
|  |  | STEVENS POINT BEVERAGE CO. |
| Dated: | September 27, 2000 | By: /s/ Thomas S. Summer |
|  |  | Thomas S. Summer, Vice President |
|  |  | MONARCH IMPORT COMPANY |
| Dated: | September 27, 2000 | By: /s/ Thomas S. Summer |
|  |  | Thomas S. Summer, Vice President |

INDEX TO EXHIBITS
(1) UNDERWRITING AGREEMENT Not Applicable.
(2) PLAN OF ACQUISITION, REORGANIZATION, ARRANGEMENT, LIQUIDATION OR SUCCESSION Not Applicable.
(4) INSTRUMENTS DEFINING THE RIGHTS OF SECURITY HOLDERS, INCLUDING INDENTURES Not Applicable.
(16) LETTER RE CHANGE IN CERTIFYING ACCOUNTANT

Not Applicable.
(17) LETTER RE DIRECTOR RESIGNATION

Not Applicable.
(20) OTHER DOCUMENTS OR STATEMENTS TO SECURITY HOLDERS

Not Applicable.
(23) CONSENTS OF EXPERTS AND COUNSEL

Not Applicable.
(24) POWER OF ATTORNEY

Not Applicable.
(27) FINANCIAL DATA SCHEDULE

Not Applicable.
(99) ADDITIONAL EXHIBITS

None

