United States Bankruptcy Court
Eastern District of Texas

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): North American Technologies Group, Inc.	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all): 33-0041789	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all):
Street Address of Debtor (No. and Street, City, and State): 429 S. Memory Lane, Marshall, TX — ZIP CODE 75670	Street Address of Joint Debtor (No. and Street, City, and State): ZIP CODE
County of Residence or of the Principal Place of Business: Harrison	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): ZIP CODE	Mailing Address of Joint Debtor (if different from street address): ZIP CODE

Location of Principal Assets of Business Debtor (if different from street address above): ZIP CODE

Type of Debtor
(Form of Organization)
(Check one box.)

- ☐ Individual (includes Joint Debtors) *See Exhibit D on page 2 of this form.*
- ☑ Corporation (includes LLC and LLP)
- ☐ Partnership
- ☐ Other (If debtor is not one of the above entities, check this box and state type of entity below.)

Nature of Business
(Check one box.)

- ☐ Health Care Business
- ☐ Single Asset Real Estate as defined in 11 U.S.C. § 101(51B)
- ☐ Railroad
- ☐ Stockbroker
- ☐ Commodity Broker
- ☐ Clearing Bank
- ☑ Other Holding Company

Tax-Exempt Entity
(Check box, if applicable.)

- ☐ Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).

Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box.)

- ☐ Chapter 7
- ☐ Chapter 9
- ☑ Chapter 11
- ☐ Chapter 12
- ☐ Chapter 13
- ☐ Chapter 15 Petition for Recognition of a Foreign Main Proceeding
- ☐ Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding

Nature of Debts
(Check one box.)

- ☐ Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose."
- ☑ Debts are primarily business debts.

Filing Fee (Check one box.)

- ☑ Full Filing Fee attached.
- ☐ Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A.
- ☐ Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.

Chapter 11 Debtors

Check one box:

- ☐ Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D).
- ☑ Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).

Check if:

- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than $2,190,000.

Check all applicable boxes:

- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).

Statistical/Administrative Information

THIS SPACE IS FOR COURT USE ONLY

- ☐ Debtor estimates that funds will be available for distribution to unsecured creditors.
- ☑ Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.

Estimated Number of Creditors

☑	☐	☐	☐	☐	☐	☐	☐	☐	☐
1-49	50-99	100-199	200-999	1,000-5,000	5,001-10,000	10,001-25,000	25,001-50,000	50,001-100,000	Over 100,000

Estimated Assets

☐	☐	☐	☐	☐	☑	☐	☐	☐	☐
$0 to $50,000	$50,001 to $100,000	$100,001 to $500,000	$500,001 to $1 million	$1,000,001 to $10 million	$10,000,001 to $50 million	$50,000,001 to $100 million	$100,000,001 to $500 million	$500,000,001 to $1 billion	More than $1 billion

Estimated Liabilities

☐	☐	☐	☐	☐	☑	☐	☐	☐	☐
$0 to $50,000	$50,001 to $100,000	$100,001 to $500,000	$500,001 to $1 million	$1,000,001 to $10 million	$10,000,001 to $50 million	$50,000,001 to $100 million	$100,000,001 to $500 million	$500,000,001 to $1 billion	More than $1 billion

Voluntary Petition *(This page must be completed and filed in every case.)*	Name of Debtor(s): North American Technologies Group, Inc.	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)		
Location Where Filed:	Case Number:	Date Filed:
Location Where Filed:	Case Number:	Date Filed:
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet.)		
Name of Debtor:	Case Number:	Date Filed:
District: Eastern District of Texas	Relationship:	Judge:

Exhibit A

(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)

☑ Exhibit A is attached and made a part of this petition.

Exhibit B

(To be completed if debtor is an individual whose debts are primarily consumer debts.)

I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b).

X ______________________________
Signature of Attorney for Debtor(s) (Date)

Exhibit C

Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?

☐ Yes, and Exhibit C is attached and made a part of this petition.

☑ No.

Exhibit D

(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)

☐ Exhibit D completed and signed by the debtor is attached and made a part of this petition.

If this is a joint petition:

☐ Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.

Information Regarding the Debtor - Venue
(Check any applicable box.)

☑ Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.

☐ There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.

☐ Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.

Certification by a Debtor Who Resides as a Tenant of Residential Property
(Check all applicable boxes.)

☐ Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)

____
(Name of landlord that obtained judgment)

____
(Address of landlord)

☐ Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and

☐ Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.

☐ Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).

Voluntary Petition
(This page must be completed and filed in every case.)

Name of Debtor(s):
North American Technologies Group, Inc.

Signatures

Signature(s) of Debtor(s) (Individual/Joint)

I declare under penalty of perjury that the information provided in this petition is true and correct.
[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.
[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X ______________________________
Signature of Debtor

X ______________________________
Signature of Joint Debtor

____
Telephone Number (if not represented by attorney)

____
Date

Signature of Attorney*

X ______________________________
Signature of Attorney for Debtor(s)

Printed Name of Attorney for Debtor(s)
Michael Rochelle

Firm Name
Rochelle McCullough, LLP

Address 325 N. St. Paul Street, Suite 4500
Dallas, TX 75201

Telephone Number
2149530182

Date

*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X /s/ Joe B. Dorman
Signature of Authorized Individual
Joe B. Dorman
Printed Name of Authorized Individual
Secretary/General Counsel
Title of Authorized Individual
3/18/2010
Date

Signature of a Foreign Representative

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

☐ I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.

☐ Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X ______________________________
(Signature of Foreign Representative)

____
(Printed Name of Foreign Representative)

____
Date

Signature of Non-Attorney Bankruptcy Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

____
Printed Name and title, if any, of Bankruptcy Petition Preparer

____
Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

____
Address

X ______________________________

____
Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.

[If debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11 of the Bankruptcy Code, this Exhibit "A" shall be completed and attached to the petition.]

UNITED STATES BANKRUPTCY COURT

Eastern District of Texas

In re North American Technologies Group, Inc.,	)	Case No. ____________
Debtor	)	
	)	
	)	Chapter 11

EXHIBIT "A" TO VOLUNTARY PETITION

1. If any of the debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is 0-16217.

2. The following financial data is the latest available information and refers to the debtor's condition on June 28, 2009.

a. Total assets	$	42,078,582.80
b. Total debts (including debts listed in 2.c., below)	$	23,010,069.19

c. Debt securities held by more than 500 holders:

				Approximate number of holders:
secured ☐	unsecured ☐	subordinated ☐	$ ________	________
secured ☐	unsecured ☐	subordinated ☐	$ ________	________
secured ☐	unsecured ☐	subordinated ☐	$ ________	________
secured ☐	unsecured ☐	subordinated ☐	$ ________	________
secured ☐	unsecured ☐	subordinated ☐	$ ________	________
d. Number of shares of preferred stock			54,040	________
e. Number of shares common stock			11,547,863	________

Comments, if any: ________________________

3. Brief description of debtor's business:
North American Technologies Group, Inc. is engaged in the manufacture and marketing of engineered composite cross-ties through their wholly owned subsidiary Tie-Tek, LLC.

4. List the names of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor:
Sammons Investments LLC; Crestview Capital Master, LLC; Midsummer Investments, LTD.; Islandia, L.P.; Big Bend XI Investments, LTD

Official Form 2
6/90

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF A CORPORATION OR PARTNERSHIP

I, Joe B. Dorman, the Secretary of North American Technologies Group, Inc., the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing Form B1 (Voluntary Petition) and Form B1 Exhibit A and that they are true and correct to the best of my information and belief.

Date 3/18/2010

Signature /s/ Joe B. Dorman

Joe B. Dorman, Secretary/General Counsel
(Print Name and Title)

B 4 (Official Form 4) (12/07)

UNITED STATES BANKRUPTCY COURT

Eastern District of Texas

In re North American Technologies Group, Debtor

Case No. ____________

Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [*or* chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

(1)	(2)	(3)	(4)	(5)
Name of creditor and complete mailing address, including zip code	*Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted*	*Nature of claim (trade debt, bank loan, government contract, etc.)*	*Indicate if claim is contingent, unliquidated, disputed or subject to setoff*	*Amount of claim [if secured also state value of security]*
SEE ATTACHED LISTING				

Date: 3/18/2010

Joe B. Dorman, Sec/GenlCnsl
Debtor

[Declaration as in Form 2]

Name of Creditor and complete mailing address including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with the claim who may be contacted	Nature of Claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed, or subject to set off	Amount of claim (if secured, also state value of security)
Herakles Investments, Inc (subsidiary of Sammons Enterprises, Inc.) 5949 Sherry Lane Suite 1900 Dallas, TX 75225	Yolanda Brown 214-210-5056 - Herakles Investments, Inc (subsidiary of Sammons Enterprises) 5949 Sherry Lane Suite 1900 Dallas, TX 75225	Bridge Loan and 8% Debentures with interest through 2/21/10 Promissory Note - April 2009 with interest through 12/2/709		$ 4,046,854.27
Crestview Capital Master, LLC 95 Revere Drive, Suite A Northbrook IL 60062	Erik Pasternak - 847-559-0060 - Crestview Capital Master, LLC 95 Revere Drive, Suite A Northbrook IL 60062	Bridge Loan and 8% Debentures with interest through 2/21/10		$ 794,643.21
Midsummer Investment, Ltd 295 Madison Avenue 38th floor New York NY 10017	Scott Kaufman - 212-624-5038 - Midsummer Investment, Ltd 295 Madison Avenue 38th floor New York NY 10017	Bridge Loan and 8% Debentures with interest through 2/21/10		$ 757,075.94
Islandia, LP C/O John Lang, Inc. 485 Madison Ave. New York, NY 10022	Bob Aliamo - 212-584-2135 - Islandia, LP C/O John Lang, Inc. 485 Madison Ave. New York, NY 10022	Bridge Loan and 8% Debentures with interest through 2/21/10		$ 301,493.24
ENABLE GROWTH PARTNERS, LP PORTFOLIO ADMINISTRATOR ENABLE CAPITAL MANAGEMENT ONE FERRY BLDG, SUITE 255 San Francisco CA 94111	Lana Krtolica - 415-677-1589 - ENABLE GROWTH PARTNERS, LP PORTFOLIO ADMINISTRATOR ENABLE CAPITAL MANAGEMENT ONE FERRY BLDG, SUITE 255 San Francisco CA 94111	Bridge Loan and 8% Debentures with interest through 2/21/10		$ 287,007.55
Boyer & Ketchand Nine Greenway Plaza, Ste 3100 Houston TX 77046-0904	ACCOUNTS PAYABLE - Boyer & Ketchand Nine Greenway Plaza, Ste 3100 Houston TX 77046-0904	trade debt		$ 83,298.95
RR DONNELLEY RECEIVABLES, INC. P.O. BOX 730216 DALLAS, TX 75373-0216	ACCOUNTS PAYABLE - RR DONNELLEY RECEIVABLES, INC. P.O. BOX 730216 DALLAS, TX 75373-0216	trade debt		$ 45,015.00
ENABLE OPPORTUNITY PARTNERS LP PORTFOLIO ADMINISTRATOR ENABLE CAPITAL MANAGEMENT ONE FERRY BLDG SUITE 255 San Francisco CA 94111	Lana Krtolica - 415-677-1589 - ENABLE OPPORTUNITY PARTNERS LP PORTFOLIO ADMINISTRATOR ENABLE CAPITAL MANAGEMENT ONE FERRY BLDG SUITE 255 San Francisco CA 94111	Bridge Loan and 8% Debentures with interest through 2/21/10		$ 33,746.87
KBA GROUP, LLP 14241 DALLAS PARKWAY Suite 200 Dallas TX 75254	ACCOUNTS PAYABLE - KBA GROUP, LLP 14241 DALLAS PARKWAY Suite 200 Dallas TX 75254	trade debt		$ 31,904.26
PAETEC P.O. BOX 3243 Milwaukee WI 53201-3243	Accounts Payable - PAETEC P.O. BOX 3243 Milwaukee WI 53201-3243	trade debt		$ 20,996.04
PIERCE DIVERSIFIED STRATEGY PORTFOLIO ADMINISTRATOR ENABLE CAPITAL MANAGEMENT ONE FERRY BLDG, SUITE 255 San Francisco CA 94111	Lana Krtolica - 415-677-1589 - PIERCE DIVERSIFIED STRATEGY PORTFOLIO ADMINISTRATOR ENABLE CAPITAL MANAGEMENT ONE FERRY BLDG, SUITE 255 San Francisco CA 94111	Bridge Loan and 8% Debentures with interest through 2/21/10		$ 16,873.43
WHITLEY PENN, LLP 5420 LYNDON B JOHNSON FWY Dallas TX 75240	ACCOUNTS PAYABLE - WHITLEY PENN, LLP 5420 LYNDON B JOHNSON FWY Dallas TX 75240	trade debt		$ 13,786.50
UHY ADVISORS TX,LLC 1717 MAIN STREET Suite 5350 Dallas TX 75201	ACCOUNTS PAYABLE - UHY ADVISORS TX,LLC 1717 MAIN STREET Suite 5350 Dallas TX 75201	trade debt		$ 9,023.22
CONTINENTAL STOCK TRANSFER 17 BATTERY PLACE 8TH FLOOR NEW YORK NY 10004	ACCOUNTS PAYABLE - CONTINENTAL STOCK TRANSFER 17 BATTERY PLACE 8TH FLOOR NEW YORK NY 10004	trade debt		$ 7,577.48
BKD, LLP 14241 DALLAS PARKWAY Suite 200 Dallas TX 75254	ACCOUNTS PAYABLE - BKD, LLP 14241 DALLAS PARKWAY Suite 200 Dallas TX 75254	trade debt		$ 5,200.00
MONTFORT OFFICE PARTNERS,L.P. C/O TRINITY INTERESTS 5924 ROYAL LANE, SUITE 250 Dallas TX 75230	Accounts Payable - MONTFORT OFFICE PARTNERS,L.P. C/O TRINITY INTERESTS 5924 ROYAL LANE, SUITE 250 Dallas TX 75230	trade debt		$ 4,111.90
KEY EQUIPMENT FINANCE P.O. BOX 74713 Cleveland OH 44194-0796	Accounts Payable - KEY EQUIPMENT FINANCE P.O. BOX 74713 Cleveland OH 44194-0796	trade debt		$ 1,916.62
CUMMINGS & HOUSTON, LLP 440 LOUISIANA STE 650 Houston TX 77002	ACCOUNTS PAYABLE - CUMMINGS & HOUSTON, LLP 440 LOUISIANA STE 650 Houston TX 77002	trade debt		$ 915.00
PREMIER Global Services PO BOX 404351 ATLANTA GA 30384-4351	ACCOUNTS PAYABLE - PREMIER Global Services PO BOX 404351 ATLANTA GA 30384-4351	trade debt		$ 787.96
PITNEY BOWES GLOBAL FINANCIAL PO BOX 856460 Louisville KY 40285-6460	Accounts Payable - PITNEY BOWES GLOBAL FINANCIAL PO BOX 856460 Louisville KY 40285-6460	trade debt		$ 483.99

				$ 6,464,711.43

DECLARATION UNDER PENALTY OF PERJURY
ON BEHALF OF A CORPORATION OR PARTNERSHIP

I, Joe B. Dorman, the Secretary of North American Technologies Group, Inc., the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing ***List of Creditors Holding 20 Largest Unsecured Claims*** and that it is true and correct to the best of my information and belief.

Date 3/18/2010

Signature /s/ Joe B. Dorman

Joe B. Dorman, Secretary/General Counsel
(Print Name and Title)

United States Bankruptcy Court
Eastern District of Texas

In re North American Technologies Group, Inc., Debtor

Case No. ______________________

Chapter 11

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with Rule 1007(a)(3) for filing in this chapter 11 case.

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
See Attachment			

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date March 18, 2010

Signature /s/ Joe B. Dorman/General Counsel
Joe B. Dorman/General Counsel

Penalty for making a false statement or concealing property: Fine of up to $500,000 or imprisonment for up to 5 years or both. 18 U.S.C §§ 152 and 3571.

0 continuation sheets attached to List of Equity Security Holders

M025 NORTH AMERICAN TECHNOLOGIES GROUP, INC.

NAME	1ST LINE OF ADDRESS	2ND LINE OF ADDRESS	3RD LINE OF ADDRESS	4TH LINE OF ADDRESS	5TH LINE OF ADDRESS	ISSUE	# OF SHARES
JOHN A BACON	BOX 3746	ST AUGUSTINE FL 32085				COM	10
RICHARD W BEDNARZ	1235 LENOX ROAD	BLOOMFIELD HILLS MI 48013				COM	4,000
RICHARD T BENNETT JR &	CAROL SEFERRATORE JTTEN	1075 DOUGLAS AVE	WANTAGH NY 11793			COM	300
WILMA BUCKLEY &	KENNETH EAVES JTTEN	1115 BERRY	NEWTON KS 67114-1550			COM	1,250
RICHARD L CIESIELSKI	4806 S XENEPHON WAY	MORRISON CO 80465				COM	500
FRANCIS FLURY	2232 N 72ND PL	SCOTTSDALE AZ 85257				COM	500
RICHARD T FOWLER &	MAVIS J FOWLER JTTEN	17225 ZUMBRO AVE	SHAKOPEE MN 55370			COM	1,000
FRANK GILLESPIE &	PATRICIA A WALKER JTTEN	3000 N RIVER RD NE	WARREN OH 44483			COM	500
HYDE PARK LIQUORS	ATTN LEO G DERBISHIAN JR	1377 HYDE PARK AVE	HYDE PARK MA 02136			COM	1,000
JEFFREY HYMAN	1 METACOMET STREET	MEDFIELD MA 02052-2601				COM	250
SRIRAM KAINKARYAM	1 HEMLOCK ROAD	HOWELL NJ 07731				COM	500
RODNEY KING	2 CRAWFORD ST 2	CAMBRIDGE MA 02139				COM	1,950
GEORGE LEWIS	28 HOOVER ST	NORTH ARLINGTON NJ 07032				COM	1,000
DIANA PICCHI &	IDA PICCHI JT TEN	1196 SHARP SPRINGS RD	DECHERD TN 37324			COM	1,500
POOLE & TOOLE INVESTMENT CLUB	C/O CAROLINE ROMINGIR	BOX 218	DEL NORTE CO 81132			COM	70
JERRY L SCHENKEL	151 SORRENTO DRIVE	HOLLAND MI 49423				COM	2,000
EUGENE SIMPSON	2701 BACHMAN DR	BETHELEHEM PA 18020-9336				COM	500
					17		16,830
NATALIE B ALDRICH	1107 MARBROOKJ CT	HOUSTON TX 77077				COM1	5,888
ANN B ANDREW TR	U/A DTD 2/15/73	ANN B ANDREW REVOC TRUST	505 SO YALE AVE	ARLINGTON HEIGHTS IL 60005-2239		COM1	3,000
PHILLIP R ANDRUS	803 SOUTH BLUFF ST	ST GEORGE UT 84770				COM1	826
ANTAR AND COMPANY	ATTN NED NAUMUS	800 JEFFERSON #350	HOUSTON TX 77002			COM1	537
CRAIG ASTLE	182 SOUTH TREBUK CIRCLE	ST GEORGE UT 84770				COM1	402
PAUL E BAERT	KAREN K BAERT JTTEN	1036 S PIREA	HOWELL MI 48843			COM1	1
BALANCE CERTFICATE REPRESENTING THE	UNEXCHANGED SHARES IN THE "NCOM" FILE	-				COM1	252,369
BALANCE CERTIFICATE REPRESENTING THE	UNEXCHANGED SHARES IN THE "NEW" FILE	-				COM1	30,383
BALANCE CERTIFICATE REPRESENTING THE	UNEXCHANGED SHARES IN THE "COM" FILE	-				COM1	16
BALANCE CERTIFICATE REPRESENTING THE	UNEXCHANGED SHARES IN THE "NAEG" FILE	-				COM1	130
BALANCE CERTIFICATE REPRESENTING THE	UNEXCHANGED SHARES IN THE "OLD" FILE	-				COM1	24
DAVID P BARNHARDT CUST	CHRISTOPHER D BARNHARDT	UNDER THE NC UNIF TRAN MIN ACT	218 MEREWOOD RD	BELMONT NC 20012-3741		COM1	3
DENNY BARTELL	5748 INDIAN CIRCLE	HOUSTON TX 77057				COM1	6,907
DENNY BARTELL & HENRY SULLIVANT	& WILLIAM T ALDRICH TR U/A 11/18/04	TDRRT ROYALTY TRUST	C/O WILLIAM T ALDRICH	1107 MARBROOK COURT	HOUSTON TX	COM1	1,250
JAMES DENNY BARTELL	5851 SAN FELIPE - SUITE 800	HOUSTON TX 77057				COM1	500
RICHARD D BIDDLECOMB	114 NORTH HWY 52	MONCKS CORNER SC 29461-3910				COM1	20
BIG BEND XI INVESTMENTS LP	3401 ARMSTRONG AVE	DALLAS TX 75205				COM1	894,624
JAMES ALAN BOGGS	339 LOG SHOALS RD	GREENVILLE SC 29607-5009				COM1	12
JOSEPH L BOLIN	3830 RICE BLVD	HOUSTON TX 77074				COM1	200
MICHAEL C BOOTHE &	LOU J BOOTHE JT TEN	234 N 100 E	SPANISH FORK UT 84660-1840			COM1	31
ROBERT JOHN BORZONE &	LILLIAN BORZONE JT TEN	3 DIX CIRCLE	DIX HILLS NY 11740-0033			COM1	3
BOBBY W BOWEN	340 BOWEN LN	SENECA SC 29678-5307				COM1	139
WILLIAM W BOYCE III &	JANE M BOYCE JT TEN	2 WINCHESTER CIRCLE	LITITZ PA 17543-8500			COM1	5
STEVE BRENNER	1147 SIENNA HILL DRIVE	HOUSTON TX 77057				COM1	120
STEPHEN R BRENNER	1147 SIENNA HILL DR	HOUSTON TX 77077				COM1	6
JEAN BURNS &	KORIN L BURNS JT TEN	23 CANTERBURY CT	OAKDALE NY 11769			COM1	2
THOMAS B CARDON	415 NORTH MAIN #201	CEDAR CITY UT 84720				COM1	848
CEDE & CO (FAST)	BOX #20	BOWLING GREEN STATION	NEW YORK NY 10274			COM1	1,507,311
MELVIN NEIL CHAIN &	JOANN CHAIN JTTEN	11821 SOUTHLAKE DRIVE	HOUSTON TX 77077			COM1	509
ROBERT E CHAIN	13402 BARRYKNOLL	HOUSTON TX 77079				COM1	118
STEWART L COHEN	2907 SOUTH RD	WILLISTON VT 05495				COM1	9
STEWART L COHEN &	BARBARA COHEN JT TEN	8400 FALLEN OAK CT	BETHESDA MD 20817			COM1	3
ANTHONY MANUEL CONDE	2412 AVE O	GALVESTON TX 77550				COM1	12
CRESTVIEW CAPITAL MASTER LLC	95 REVERE DRIVE #A	NORTHBROOK IL 60062				COM1	1,292,207
DAY FAMILY LIMITED PARTNERSHIP	1001 SOUTH JOE CIRCLE	ST GEORGE UT 84790				COM1	3,628
DELAWARE CHARTER	GUARANTEE & TRUST CO TTEE	DAVID R KEYS IRA 3 9 05	7544 LILAC CT	WEST BLOOMFIELD MI 48324-2538		COM1	3
MARY DIMANNO	44 GREENLEAF CIRCLE	FRAMINGHAM MA 01701				COM1	4
MARGARET DURAN	4022 CONGRESSIONAL DR	CORPUS CHRISTI TX 78413				COM1	4,167
WILLIAM P DZUREK	820 RARING DR	ORWIGSBURG PA 17961-2210				COM1	7
GEORGE EHNENN &	CONCETTA EHNENN JT TEN	6139 71ST	MIDDLE VILLAGE NY 11379-1231			COM1	1
JOAN L EKSTROM	2870 VERNAZZA DR	LIVERMORE CA 94550				COM1	250
ENABLE GROWTH PARTNERS LP	1 FERRY BLDG #255	SAN FRANCISCO CA 94111				COM1	199,955
ENABLE OPPORTUNITY PARTNERS LP	1 FERRY BLDG #255	SAN FRANCISCO CA 94111				COM1	23,221
ENABLE OPPORTUNITY LP	C/O JEFFERIES COMPANY INC	HARBORSIDE FINANCIAL CENTER	705 PLAZA THREE - 7TH FL	JERSEY CITY NJ 07303-0460		COM1	1,286
ENABLE OPPORTUNITY LP	ONE FERRY BLDG #255	SAN FRANCISCO CA 94111				COM1	129
CHARLES B FISHER &	BARBARA HARTMAN FISHER TEN COM	3015 ROBINHOOD	HOUSTON TX 77005			COM1	2,500
WALKER FRIEDMAN	421 RIDGEWOOD ROAD	FORT WORTH TX 76107				COM1	805
J WILLIAM FULLER &	CHERYL C FULLER JT TEN	6001 RIVER PARK CIRCLE	FORT WORTH TX 76116			COM1	805
JOYCE W FULLER	C/O PERSHING LLC	ONE PERSHING PLAZA - 9TH FL	JERSEY CITY NJ 07399			COM1	1,133
KEVIN W GADD	30260 ARROW ROAD	P O BOX 149	BASS LAKE CA 93604-0149			COM1	1,000
LARRY GARFINKEL	9435 FAIRHAVEN AVE	UPPER MARLBORO MD 20772-5363				COM1	1
PRESTON GEREN III	4200 S HULEN ST - SUITE 670	FORT WORTH TX 76109-4907				COM1	1,609
GERSTNER FAMILY TRUST	C/O PERSHING LLC	ONE PERSHING PLAZA - 9TH FL	JERSEY CITY NJ 07399			COM1	1,133
MELVIN GERSTNER TRUST	282 ST ALBANS	SOUTH PASADENA CA 91030				COM1	805

PAUL T GETTY	% SALIENT TRUST CO LTA	4265 SAN FELIPE 8TH FL	HOUSTON TX 77027			COM1	13,153
CHARLES V GIAMBALVO	25 SKYVIEW RD	SUDBURY MA 01770				COM1	6
MICHEAL W GIBSON	10108 WANDERING WAY	BENBROOK TX 76126-3012				COM1	129
ROBERT GINSBERG	25 MAIN ST SUITE 300	REISTERSTOWN MD 21136-1209				COM1	2,000
NATHAN GOTTLEIB &	ROCHELLE GOTTLEIB JT TEN	200 VAN NORSTRAND AVENUE	ENGLEWOOD NJ 07631-4715			COM1	3
MARTHA W GOULDIN	10046 OVERBROOK LN	HOUSTON TX 77042-3104				COM1	56
MARGARET M GRIMSBY	806 - A W CHEROKEE RD	FLORENCE SC 29501-4660				COM1	60
JACK A GRUBBER &	DELORES ANN GRUBBER JT TEN	22334 CALLAHAN DR	GREAT MILLS MD 20634			COM1	2
NATALIE Z HAAR	C/O ZINN PETROLEUM COMPANY	ATTN ROBERT L ZINN	3400 BISSONNET #250	HOUSTON TX 77005		COM1	2,231
CHARLES W HACKETT &	PAULINE H HACKETT JT TEN	700 E WALNUT	FRANKFORT IN 46041			COM1	6
HALL FAMILY TRUST	708 PENNSYLVANIA AVE	FORT WORTH TX 76104				COM1	805
PHILIP HEINECKE	97 SPRING GROVE ROAD	SAN ANSELMO CA 94960-2479				COM1	410
HERAKLES INVESTMENTS INC	5949 SHERRY LANE #1900	DALLAS TX 75225				COM1	667,110
SHARON K HETRICK &	THERESA RUSSO JT TEN	850 OIL FIELD RD	LOCKHART TX 78644			COM1	1
GRANVIL L HILL	3305 BLACK WALNUT RD	GILMER TX 75644				COM1	450
HLT FFT LLC	6355 TOPANGA CANYON BLVD #335	WOODLAND HILLS CA 91367-2102				COM1	60,607
JAMES A HUGHES & JEANETTE HUGHES TR	U/A DTD 9/4/90 JAMES A HUGHES &	JEANETTE HUGHES REVOC LIV TRUST	853 SO POCAHONTAS DR	WASHINGTON UT 84780		COM1	2,209
ISLANDIA LP	C/O JOHN LANG INC	485 MADISON AVE - 23RD FL	NEW YORK NY 10022			COM1	127,658
JOHN JENKINS &	JANA JENKINS JT TEN	5616 PECAN SPRING COURT	DALLAS TX 75252			COM1	2,000
LADONNA S JONES &	ROBERT D JONES TEN COM	BOX 58943	HOUSTON TX 77258			COM1	3
LARRY KACHLER	10 LACEWOOD LANE	HOUSTON TX 77079				COM1	667
TERRI KALBFLEISH	3321 SADDLE RIDGE COURT	INDEPENDENCE MO 64057				COM1	240
ROBERT H KATZ &	DOLORES GOLDSTEIN JT TEN	4747 ILLUSTRIAS	LAS VEGAS NV 89117			COM1	2
RANDAL L KING	P O BOX 179	LIBERTY SC 29657				COM1	3,775
RICHARD P KIPHART	C/O WILLIAM BLAIR & CO LLC	222 WEST ADAMS ST	CHICAGO IL 60606			COM1	86,898
CHARLES R KIRKHAM TTEE	CORPUS CHRISTI WOMEN'S CLINIC	EMPL INT/PSP	4525 LAKE BISTINEAU DRIVE	CORPUS CHRISTI TX 78413		COM1	5,000
KISSNA INVESTMENTS	3613 MULBERRY DR	ST GEORGE UT 84790				COM1	442
PATRICK R LESSNER	3796 W ROCK ST	DIXON IL 61021-3136				COM1	6
ARLENE M MARCOTTE	& WAYNE MARCOTTE JT TEN	1200 HILL STREET	JACKSONVILLE AR 72076			COM1	1
FRANKLIN MATHIAS	L-6 VILLA CAPARRA	GUAYNABO PR 00966				COM1	7,942
TERESA MATHIAS	L-6 VILLA CAPARRA	GUAYNABO PR 00966				COM1	2,500
TERESA F MATHIAS	L 6 VILLA CAPARRA	GUAYNABO PR 00966				COM1	2,500
DAVID H MAYBANK	1 POSTON ROAD #118	CHARLESTON SC 29407				COM1	143
DAVID B MCCORMACK	P O BOX 999	CHARLESTON SC 29402-0999				COM1	103
LANCE J MCDANIEL &	DIANE MCDANIEL JT TEN	1966 WEST 1030 NORTH	ST GEORGE UT 84770			COM1	442
WILLIAM D MCGAVERN &	BETTY M MCGAVERN JT TEN	11740 JOLLYVILLE ROAD #200	AUSTIN TX 78759			COM1	2,834
R T MCLAIN	6403 NW GRAND BLVD	OKLAHOMA CITY OK 73116-6503				COM1	178
MIDSUMMER INVESTMENT LTD	C/O FELDMAN WEINSTEIN LLP	ATTN JOSEPH SMITH	THE GRAYBAR BLDG	420 LEXINGTON AVE	NEW YORK NY 10170-0002	COM1	287,846
MIDSUMMER INVESTMENT LTD	ATTN MICHAEL A AMSALEM	295 MADISON AVE - 38TH FL	NEW YORK NY 10017			COM1	716,456
MARY L MILLER EXEC EST OF	CHARLES H MILLER	12521 7M 14	TYPLER TX 75706			COM1	300
RICHARD H MILLER	2000 TAMMY ST	SULPHUR LA 70663-7219				COM1	6
RUSSELL M MILLER &	CHRISTINA F MILLER JT TEN	1733 SOUTH COTTAM COURT	ST GEORGE UT 84790			COM1	221
PAUL G MILLS	153 HERITAGE PLACE	MOORESVILLE NC 28115				COM1	14
THE MULL CORPORATION	6403 NORTH GRAND BLVD #200	OKLAHOMA CITY OK 73116				COM1	805
DAVID E MYERS &	KRISTIE H MYERS JT TEN	3004 PEACEMAKER LANE	INDIAN TRAIL NC 28079-7683			COM1	33
MARK NORMAN	9806 DEER SPRING LANE	CHARLOTTE NC 28210				COM1	8
MICHAEL NORTH &	MICHELLE NORTH JT TEN	727 NORTH SWEET SPRING	SANTA CLARA UT 84765			COM1	1,227
OPUS 5949 LLC	5949 SHERRY LANE #1900	DALLAS TX 75225				COM1	1,397,165
ANTHONY R PANDOZZI	44 LOCKWOOD RD	CUMBERLAND RI 02864				COM1	1
JAMES PARDIECK IRA	1435 SW GREENS POINTE WAY	PALM CITY FL 34990				COM1	479
JAMES J PARDIECK &	PATRICIA A PARDIECK JT TEN	1435 SW GREENS POINTE WAY	PALM CITY FL 34990			COM1	28
PATRICIA PARDIECK &	THOMAS J SETTLE JT TEN	1435 SW GREENS POINTE WAY	PALM CITY FL 34990			COM1	1
PATRICIA PARDIECK &	JEFFREY E SETTLE JT TEN	1435 SW GREENS POINTE WAY	PALM CITY FL 34990-3984			COM1	1
PATRICIA PARDIECK &	CHARLES S SETTLE JT TEN	1435 SW GREEN POINTE WAY	PALM CITY FL 34990			COM1	1
PATRICIA A PARDIECK	1435 SW GREENS POINTE WAY	PALM CITY FL 34990				COM1	17
ANDREW R PASQUINELLI	1310 SADDLE RACK ST NO 416	SAN JOSE CA 95126				COM1	125
ANGELA J PASQUINELLI	1369 DRY CREEK RD	SAN JOSE CA 95125				COM1	125
JANICE PENESIS CUST	NICOLE ELDRIDGE IL	UNIF TRFS MIN ACT	18530 W 3000 N RD #165	REDDICK IL 60961		COM1	2
PERSHING LLC	P O BOX 2050	JERSEY CITY NJ 07303				COM1	1,416
DAVID R PERSICHINI	6658 LAS FLORES	BOCA RATON FL 33433-2367				COM1	29
PIERCE DIVERSIFIED STRATEGY	MASTER FUND LLC - ENA	C/O JEFFERIES COMPANY INC	HARBORSIDE FINANCIAL CENTER	705 PLAZA THREE - 7TH FL	JERSEY CITY NJ 07303-0469	COM1	2,907
PIERCE DIVERSIFIED STRATEGY	MASTER FUND LLC - ENA	ONE FERRY BLDG #255	SAN FRANCISCO CA 94111			COM1	757
CINDY ANN PIRTLE	C/O SINECURE & ASSOCIATES INC	17403 MORETON LANE	SPRING TX 77379			COM1	3
PRIME SOLUTIONS FINANCIAL SVS CORP	721 DRESHER RD SUITE 2400	HORSHAM PA 19044				COM1	2,500
TRACY RAICH	1808 EAST RIVER ROAD	LIVINGSTON MT 59047				COM1	350
RBC DAIN RAUSCHER	FBO STEVEN R OSTERLOH - IRA	510 MARQUETTE AVE S	MINNEAPOLIS MN 55402			COM1	5,728
SAM REEVES	1102 ELMDALE ROAD NORTH	ABILENE TX 79601-5914				COM1	834
SAM C REEVES	1102 ELMDALE ROAD NORTH	ABILENE TX 79601				COM1	1,667
JOHN RITZ TTEE	JOHN W & BARBARA R RITZ LIV TRUST	1300 WINDING RIDGE ROAD	NORMAN OK 73072			COM1	5,000
JEFFREY ROGERS &	MITZI ROGERS JT TEN	578 EAST CAMBRIDGE DRIVE	ST GEORGE UT 84790			COM1	2,030
LORNA ROGERS	474 EAST 600 SOUTH	ST GEORGE UT 84770				COM1	1,695
LARRY N ROMBERGER &	SUSAN D ROMBERGER JT TEN	1017 S JOE CIRCLE	ST GEORGE UT 84790			COM1	696
ROOSTER L P	C/O RICHARD BERNER	485 MADISON AVE - 23RD FL	NEW YORK NY 10022			COM1	5,360
DAVID ROSENKRANTZ &	CHRISTINE ROSENKRANTZ JT TEN	P O BOX 354	NEPHI UT 84648			COM1	1,320

MARC ROTHMAN	7626 87TH AVE	TAMARAC FL 33321				COM1	6
ROBERT J RUDZIK	6538 FRANKLIN WOODS DR	TRAVERSE CITY MI 49686				COM1	24
GERALD R SAUSER JR &	VALERIE A SAUSER JT TEN	4318 MISTY LANE	ROWLETT TX 75089			COM1	5,000
RAYMOND SCHOVERS &	DIANE SCHOVERS JT TEN	44425 CHEDWORTH DRIVE	NORTHVILLE MI 48167			COM1	12
JOHN C SCOTT	220 SWEETWATER RIM	PINEVILLE LA 71360				COM1	43
RONALD E SHIRK &	JUDY L SHIRK JT TEN	6237 SILVER LAKES DRIVE EAST	LAKELAND FL 33810-7415			COM1	3
D BRIAN SMART &	MARY P SMART JT TEN	920 VALLEY VIEW AVE	RED OAK TX 75154-3930			COM1	3
RANDALL M SMART &	ALLYN SMART JT TEN	110 NORTH 1580 WEST	HURRICANE UT 84737			COM1	4,336
TRACEY SMITH &	JOHN SMITH JT TEN	540 CLARENCE AVE	OAK PARK IL 60304			COM1	2
SPONSOR INVESTMENTS LLC	2 LINCOLN CENTRE	5420 LBJ FRWY #1450	DALLAS TX 75240			COM1	2,202,025
MARGIE SABRINA STEVENS	3121 PIALEI CIR 15	HONOLULU HI 96815-4041				COM1	3
WILLIAM E STROUP &	SUE A STROUP JT TEN	8 WALNUT LN	ALGONQUIN IL 60102-3030			COM1	1
DON SUDERMAN	P O BOX 1252	GALVESTON TX 77553-1252				COM1	170
LAWRENCE G SULLIVAN	23 STUEBEN AVE	TAPPAN NY 10983				COM1	1,102
WILLIAM SUMMY &	MARGARET SUMMY JT TEN	4900 RIVERBEND ST	FORT WORTH TX 76109			COM1	805
EVELYN SUPENSKY	102 SCARBORO DR	SOLVAY NY 13209-2036				COM1	125
EVELYN M SUPENSKY	102 SCARBORO DR	SOLVAY NY 13209-2036				COM1	250
TIM B TARRILLION	10102 CEDAR CREEK	HOUSTON TX 77042				COM1	2,177
LESLIE TATUM	C/O FULLER CAPITAL MANAGEMENT	ATTN BETSY KOPOR	6901 RIVER PARK CIRCLE	FORT WORTH TX 76116		COM1	1,416
TOIBB INVESTMENT LLC	C/O HOWARD SMUCKLER	6355 TOPANGA CANYON BLVD #335	WOODLAND HILLS CA 91367			COM1	207,875
MICHAEL TOIBB	C/O HOWARD SMUCKLER	6355 TOPANGA CANYON BLVD #230	WOODLAND HILLS CA 91367			COM1	1,566
RONALD D TORRETTI	618 W RIO GRANDE AVE	WILDWOOD NJ 08260-1554				COM1	20
BETTY GROOMS WALTERS	156 MELBOURNE DR	FORT MILL SC 29708				COM1	23
WD PARTNERS I LP	6800 JERICHO TURNPIKE #216W	SYOSSET NY 11791				COM1	84,748
KATHRYN WHITMAN	123 MT PROFECT RD	LANCASTER NH 03584				COM1	1
KARL WILSON	521 SOUTH 100 EAST	ST GEORGE UT 84770				COM1	848
RICHARD H WILSON &	LINDA M WILSON JT TEN	16317 E CRYSTAL POINT DR	FOUNTAIN HLS AZ 85268-8416			COM1	250
AMI I YOUHANA	621 BEECH LANE	NEW LENOX IL 60451				COM1	12
ROBERT L ZINN	C/O ZINN PETROLEUM COMPANY	3400 BISSONNET #250	HOUSTON TX 77005			COM1	4,461
					157		10,288,203
CYNTHIA J AIKEN	337 HIGHLAND LANE	BRYN MAWR PA 19010-3741				NAEG	50
JOHN ANDERSON	12 WINCHESTER DR	N SCITUATE RI 02857				NAEG	125
JEAN ARTESI &	ANGELA ARTEST JT TEN	C/O MARIE ARTESI	1578 82ND ST	BROOKLYN NY 11228		NAEG	170
MYLES BASS	8735 MAPLE AVE	PENNSAUKEN NJ 08109				NAEG	200
LAWRENCE A BOBIA CUST	JOAN BOBIAK	UNDER THE PA UNIF GIFT TO MIN ACT	301 STEEPLECHASE DR	MEDIA PA 19063		NAEG	75
SARA E BURDAN &	CHARLIE C BURDAN JT TEN	1265 SYCAMORE MILLS RD	GLEN MILLS PA 19342			NAEG	20
ANDREW CAGAN	100 WARREN ST	APT 402	JERSEY CITY NJ 07302-6400			NAEG	500
JOHN CASEY	8 MARSHALL PL	SAYREVILLE NJ 08872-1042				NAEG	50
MICHAEL CASSIDY	198 WASH POND ROAD	HAMPSTEAD NH 03841				NAEG	50
RICHARD W COOPER	722 SOUTH PHILIP ST	PHILA PA 19147				NAEG	500
CRAWSFIELD LIMITED	HARCOURT HOUSE SUITE 1506	39 GLOUCESTER ROAD	WANCHIA HONG KONG	HONG KONG		NAEG	2,000
D DWIGHT DELAPERRIER	PO BOX 78380	ATLANTA GA 30358				NAEG	1,000
DROSSOS LAND CO	POBOX 58471	SALT LAKE CITY UT 84158				NAEG	1.500
HARRIS FISHMAN	824 LEHIGH RD APT B-12	NEWARK DE 19711				NAEG	30
ARTHUR L FLAGG	11 ERICSSON ST 2	WORCESTER MA 01608-2346				NAEG	20
PETER GAMBA	71 VINCENT WAY	CRANSTON RI 02921-2580				NAEG	125
GOLDBERG DREESHER	PROFIT SHARING TRUST	PO BOX 128	CRANFORD NJ 07016			NAEG	250
LEONORA GOLDFARB	675 RARITAN RD 17	CLARK NJ 07066				NAEG	25
SEAN HEALY CUST	COLIN HEALY UNDER THE	RI UNIF TRAN MIN ACT	108 EDGEWOOD AVE	CRANSTON RI 02915		NAEG	20
MICHAEL IBSEN	P O BOX 250565	LITTLE ROCK AR 72225				NAEG	5,000
DONALD J KEENAN	PO BOX 186	CLIFTON HEIGHTS PA 19018				NAEG	750
STEPHEN L KERNER	603 HYDE PARK AVE	BOSTON MA 02131-4308				NAEG	30
KRAY & CO	ONE FINANCIAL PLACE	440 S LASALLE ST	CHICAGO IL 60605			NAEG	525
PHILLIP LACKMAN	1732 BERGEN ST	PHILADELPHIA PA 19152				NAEG	50
FRED MACKLER	204 OLD CROSSING DRIVE	BALTIMORE MD				NAEG	50
JOHN BRADLEY MORROW	18801 N 55TH ST	SCOTTSDALE AZ 85254-1104				NAEG	13
WILLIAM MORTIMER &	DOROTHEA MORTIMER TTEES	U/A DTD 04/01/89 FBO	WINSTAL CO INC PENSION PLAN	1362 WASHINGTON ST REAR	E WEYMOUTH MA 02189	NAEG	60
RICHARD MUELLER	11 BLACKHORSE LANE	MEDIA PA 19063				NAEG	250
REGINALD F NORTHOVER &	ALICE NORTHOVER JT TEN	757 HIGHLAND AVE	APT 117N	NEEDHAM MA 02494		NAEG	430
PARNELL SMITH INC	P O BOX 12839	WINSTON-SALEM NC 27117				NAEG	375
PUOENTY O'NEIL ASSOCIATES INC	7171 GREENWICH ROAD	SEVILLE OH 44273				NAEG	300
FRED M ROBBINS	3414 RAVENS CREST DR	PLAINSBORO NJ 08536				NAEG	38
ROBERT N ROSSI	P O BOX 10503	JOHNSTON RI 02919				NAEG	50
JOHN C ROY &	EVELYN B ROY JT TEN	11323 FAWN LAKE PKWY	SPOTSYLVANIA VA 22553			NAEG	50
SECURITIES SETTLEMENT CORP	PO BOX 436	NEW HYDE PARK NY 11040				NAEG	23
ROBERT E SHIMP &	CAROL SHIMP TEN COM	7400 MAIN STREET	HOUSTON TX 77030			NAEG	500
PAT TAGLIONE	2461 LAKEWOOD	BRIGHTS GROVE ONT N0N 1C0	CANADA			NAEG	1,500
JOAN AGNES VLACHOS	533 PROSPECT AVE	HACKENSACK NJ 07601				NAEG	50
DAVID E WESTCOTT	4 THRASAER AVE	TAUNTON MA 02780-1540		-		NAEG	25
FRANCIS J ZEMEK	RTE 1	ST MARKS KS 66536				NAEG	25
RICHARD G ZOMA	7400 150TH PLACE NORTH	LAKE PARK FL 33418				NAEG	1,900
					41		18,704
LILLIAN ABRAMOWITZ &	SOL ABRAMOWITZ JT TEN	2402 ANTIGUA CIR APT 4G	COCONUT CREEK FL 33066			NCOM	19
ENRIQUE A ADSUAR &	GLORIA M GONZALEZ JTTEN	A10 PINO DEL RIO	GARDEN HILLS	GUAYNABO PR 00966		NCOM	50,000

GERALD AHNELL	706 DREXEL HILLS BLVD	NEW CUMBERLAND PA 17070-1740				NCOM	111
SALOMON ASMAR	12 HILL CREEK CIRCLE	SEARCY AR 72143				NCOM	22
TROY ATKIN & STEPHANIE ATKIN TTEES	U/A DTD 8/27/98	TROY & STEPHANIE ATKIN FAMILY TRUST	P O BOX 800	WASHINGTON UT 84780		NCOM	44,173
AVANGARD INDUSTRIES LTD	ATTN RAMON CREIXELL	3000 BRITTMOORE	HOUSTON TX 77043			NCOM	160,000
MARY T BANNON	10 APPLE HILL	NEWINGTON CT 06111				NCOM	1,000
MERRILL BARNEY &	MELINDA BARNEY JT TEN	325 SOUTH 200 EAST #15	ST GEORGE UT 84770			NCOM	4,003
LARRY D BARTELL CUST	JAMES D BARTELL	TX UNIF TRANS MIN ACT	127 SIBELIUS	HOUSTON TX 77079		NCOM	1,000
LARRY D BARTELL CUST	ASHLEY A BARTELL	TX UNIF TRAN MIN ACT	127 SIBELIUS	HOUSTON TX 77079		NCOM	1,000
LARRY D BARTELL CUST	HEATHER L BARTELL	TX UNIF TRAN MIN ACT	127 SIBELIUS	HOUSTON TX 77079		NCOM	1,000
LARRY D BARTELL CUST	DAVID H BARTELL	TX UNIF TRAN MIN ACT	127 SIBELIUS	HOUSTON TX 77079		NCOM	1,000
GUS BATES &	SARAH BATES JT TEN	1300 SUMMIT AVE #720	FORT WORTH TX 76102			NCOM	16,085
ELTON J BEALER	4913 GUIDRY ST	METAIRIE LA 70006				NCOM	55
KENNETH BELLO	177 MAGNOLIA DRIVE	LEVITTOWN PA 19054				NCOM	41
MIGUEL A BERASTAIN FAMILY	LIMITED PARTNERSHIP	5334 GREENBRIAR DRIVE	CORPUS CHRISTI TX 78413			NCOM	85,000
MIGUEL BERASTEIN FAMILY LTD	5334 GREENBRIAR DRIVE	CORPUS CHRISTI TX 78413				NCOM	85,000
ANDRE BERGERON	2225 CH GEORGEVILLE #108	MAGOG QC J1X 3W4	CANADA			NCOM	55
BLAKE S BERKSON	3940 W BRYN MAWR 508	CHICAGO IL 60659-3155				NCOM	88
PAUL BETTENCOURT	1001 PRESTON	HOUSTON TX 77002				NCOM	14,560
BRIAN L BIDDULPH	18333 ROEHAMPTON #716	DALLAS TX 75252				NCOM	3,333
DAVID K BISSINGER	704 COUNTRY LANE	HOUSTON TX 77024				NCOM	3,750
VINCENT BLANKENSHIP &	MARIA BLANKENSHIP JT TEN	8620 CADDO COURT	FORT WORTH TX 76180			NCOM	16,086
DANIELLE J BORAH CUST	ASHLEY NICOLE BORAH	IN UNIF TRAN MIN ACT	7930 MOSS GROVE PL	FORT WAYNE IN 46825-3549		NCOM	255
WILLIAM E BORAH	533 ESPLANADE AVE	NEW ORLEANS LA 70116				NCOM	16,668
GARY BOSMAN	3423 MAZANO CIR	LAS VEGAS NV 89121-4018				NCOM	111
ALAN C BOUZIANE	6900 GULF DR	HOLMES BEACH FL 34217-1329				NCOM	483
JOHN W BOWEN	350 FREEDOM DR	SENECA SC 29678-5712				NCOM	100
JIMMY BRADSHAW CUST	MICHAEL G BRADSHAW	TX UNIF TRAN MIN ACT	1607 MILLS MEADOW	ROUND ROCK TX 78664		NCOM	100
JIMMY BRADSHAW CUST	HARLEY S BRADSHAW	TX UNIF TRAN MIN ACT	1607 MILLS MEADOW	ROUND ROCK TX 78664		NCOM	100
JIMMY D BRADSHAW	1607 MILLS MEADOW	ROUND ROCK TX 78664				NCOM	500
HAROLD E BRADY	73 RICHARDS FERRY RD	FREDERICKSBERG VA 22406-4017				NCOM	105
WESLEY D BRAINARD &	MARGARET B BRAINARD JT TEN	2317 E 39TH ST	SAVANNAH GA 31404			NCOM	16
HERBERT F BRAND	4521 SAWGRASS COURT	ALEXANDRIA VA 22312-3150				NCOM	17
FLAVIO BREYER &	JENNIFER BREYER JT TEN	1309 TIERRA CALLE	CARROLTON TX 75006			NCOM	1,666
TODD BROCK	3501 LOCKE AVE	FORT WORTH TX 76107-5631				NCOM	209
S BRENT BROTZMAN	4408 LONG CHAMP DRIVE #1	AUSTIN TX 78746				NCOM	100,000
KENNETH BULEY	6609 SPRING VALLEY	FORT WORTH TX 76132				NCOM	16,085
MARK BUSSELL	3136 WESTCLIFF ROAD WEST	FORT WORTH TX 76109				NCOM	16,086
CALIFORNIA FEDERAL BANK CUST	ORVILLE KELMAN IRA R/O	C/O POLYCOMP ADMINISTRATIVE	P O BOX 309	WOODLAND HILLS CA 91365		NCOM	18
CAMPBELL & RIGGS	1000 POST OAK BLVD #2300	HOUSTON TX 77056-3610				NCOM	30,000
CHRISTINE L CANTERBURY	206 OLEANDER AVE	CORPUS CHRISTI TX 78404				NCOM	30,000
G BRIAN CATLIN &	LISA CATLIN JT TEN	C/O FULLER CAPITAL MANAGEMENT	6901 RIVER PARK CIRCLE	FORT WORTH TX 76116		NCOM	11,321
CYNTHIA S CERNA	1035 AUGUSTA WOODS DR	DOUGLASVILLE GA 30134-8004				NCOM	1,000
CYNTHIA S CERNA &	ANTHONY V CERNA JT TEN	1035 AUGUSTA WOODS DR	DOUGLASVILLE GA 30134-8004			NCOM	768
CHILTON ENERGY	605 HOUSTON	RICHMOND TX 77469				NCOM	11
LAWRENCE R CLARK &	DORIS L CLARK JT TEN	P O BOX 1200	PERRY GA 31069-1200			NCOM	666
HUGH CLICQUE	P O BOX 140046	DALLAS TX 75214				NCOM	22,000
HUGH J CLICQUE	2211 SOUTH BELTLINE ROAD	DALLAS TX 75253				NCOM	82,353
JAMES COBB &	CAREN COBB JT TEN	2937 BREAKWATER WAY	LONGMONT CO 80503			NCOM	44
JOHN COCHRANE III	86 GLEN RD	WOODCLIFF LAKE NJ 07675				NCOM	44
FRANK JOSEPH COIRO &	MARIA COIRO JT TEN	176 HESTER ST	NEW YORK NY 10013			NCOM	111
ANDREW J CONRAD	5556 AMESBURY DRIVE #1601	DALLAS TX 75206				NCOM	50,000
DAVID H CRAWFORD	P O BOX 999	CHARLESTON SC 29402-0999				NCOM	2,970
DAVID M DANIELS	4300 BAY AREA BLVD #2215	HOUSTON TX 77058-1125				NCOM	7,437
ERIC A DAVIDSON TTEE	U/A DTD 9/8/97	MARY R DAVIDSON LIVING TRUST	11740 PIONEER ROAD	ROUGH & READY CA 95975		NCOM	10,000
RUSSELL M DAY &	CALLA L DAY JT TEN	824 SOUTH CEDARWOOD CIRCLE	CEDAR CITY UT 84720			NCOM	12,222
W JAMES DAY &	MARCIA J DAY JT TEN	511 SOUTH 700 WEST	CEDAR CITY UT 84720			NCOM	17,159
ABE DE BEL &	JOHN HYSLOP &	STEVEN DE BEL TEN COM	135 BUTTERNUT DR	WAYNE NJ 07470-4953		NCOM	222
ARLENE DEMAIO	% ANTOINETTE SPATARO	8 CLIFF COURT	SUCCASUNNA NJ 07876			NCOM	6
GLORIA DEMAIO	C/O ANTOINETTE SPATARO	8 CLIFF COURT	SUCCASUNNA NJ 07876-1401			NCOM	6
DEWAAY HOLDING CO LP	1415 GRAND AVE	WEST DES MOINES IA 50265				NCOM	40,000
MICHELLE DIAZ CUST	MARCO DIAZ UNDER THE	MI UNIF GIFT MIN ACT	7800 LEGEND WOODS DR	GRAND LEDGE MI 48837-8936		NCOM	5
CINDY L DICKEY	196 MAUNEY ST	MURPHY NC 28906				NCOM	6,222
SASHE D DIMITROFF	4118 PURDUE	HOUSTON TX 77005				NCOM	7,025
DIXIE FINANCIAL SERVICES LLC	1001 SOUTH JOE CIRCLE	ST GEORGE UT 84790				NCOM	96,377
JOAN DONOHOE CUST BRENDAN	DONOHOE NJ UNIF GIFT MIN ACT	25 SOUTH BAYARD LANE	MAHWAH NJ 07430			NCOM	47
KENNETH DOXEY &	KENNETH DOXEY ISERP	PROFIT SHARING PLAN	1910 CR 38	ANGELTON TX 77515		NCOM	250
MIKE DOZIER	4001 TURTLE CREEK BLVD	DALLAS TX 75219				NCOM	900
DARA DUPREE	200 ARIZONA	LAWRENCE KS 66049-2108				NCOM	19
WAYNE D EARGLE	9801 CHATHAM OAKS TRAIL	CHARLOTTE NC 28210-7814				NCOM	133
THOMAS W EDWARDS SEP	PROFIT SHARING PLAN	4540 RIVER PARK DRIVE	CORPUS CHRISTI TX 78410			NCOM	84,000
JULIE MOUNCE EMMERLING	5125 CAMILLA DR	CHARLOTTE NC 28226				NCOM	111
STANLEY C ESPLIN &	DIANE O ESPLIN JT TEN	498 EAST 850 SOUTH	ST GEORGE UT 84770			NCOM	8,835
STANLEY W EVANSON	605 AUGUSTA CIRCLE	MT LAUREL NJ 08054				NCOM	5
WILLIAM FELLUS	C/O JOSSELYNE FELLUS	62-06 ELLWELL CRESCENT	REGO PARK NY 11374-4838			NCOM	202

GEORGE M FILIPEK	711 LACEY AVE	STREAMWOOD IL 60107-3112				NCOM	22
DAVID FOK	C/O FOK & JOHNSON	SUITE 701 7/F CENTRAL PLAZA	18 HARBOUR ROAD	WANCHAI	HONG KONG	NCOM	111
LOUIS FORE	8 ROCKROSE COURT	NAPA CA 94558				NCOM	39,444
PATRICIA DARLENE FRANKLIN	6817 WESTOVER COURT	GRANSBURY TX 76048				NCOM	128,333
WILLIAM FRANKLIN	5604 WEDGEMONT CIRCLE NORTH	FORT WORTH TX 76133				NCOM	32,171
DENNIS FUREIGH &	JANELLE FUREIGH JT TEN	29 TALLY HO LANE	LITTLE ROCK AR 72227-2415			NCOM	38
LYNN A GALBATO	8812 KAPHEIM CT	CHARLOTTE NC 28273				NCOM	277
NICHOLAS GAUDIOSO &	LUCIANNE GAUDIOSO JT TEN	34 TOKEN ST	STATEN ISLAND NY 10312			NCOM	111
RICHARD A GEORGE CUST	CHRISTOPHER J GEORGE	UN CT UNIF TRANS MIN ACT	14037 W EVANS DR	SURPRISE AZ 85379		NCOM	544
RICHARD A GEORGE CUST	ANDREA GEORGE	UN CT UNIF TRANS MIN ACT	11105 N 115TH ST AT 2110	SCOTTSDALE AZ 85259-4028		NCOM	544
PAUL GETTY	5710 INDIAN BAYOU	HOUSTON TX 77057				NCOM	90,905
ELLIE M GODWIN	1778 HOLLAND COURT	LONGWOOD FL 32779				NCOM	1,500
GRACE A GODWIN	1770 HOLLAND COURT	LONGWOOD FL 32779				NCOM	1,500
MARION H GODWIN &	HAROLD D GODWIN JT TEN	2428 UNION SCHDLL ROAD	COWARD SC 29530			NCOM	1,500
DAVID GORDON	7633 E 63RD PL STE 210	TULSA OK 74133				NCOM	33
MARTHA W GOULDIN	10046 OVERBROOK LN	HOUSTON TX 77042-3104				NCOM	432
LEONORA GREEN	210 NORTHEAST 2ND ST	BRYANT AR 72022-3528				NCOM	13
NANCY HADLEY	2188 NORTH 400 ROAD	WELLSVILLE KS 66092				NCOM	80
RICHARD HALVERSON &	MARY JOYCE HALVERSON JT TEN	9933 GREAT OAKS WAY	FAIRFAX VA 22030-1600			NCOM	12
HAMMERICK FAMILY PARTNERSHIP	3401 PARADISE DRIVE	CORPUS CHRISTI TX 78418-9222				NCOM	85,000
ROBERT T HANSEN	1431 S WOLF RD APT 239	PROSPECT HEIGHTS IL 60070				NCOM	55
BRUCE HARRISON	707 TRAVIS #1900	HOUSTON TX 77002				NCOM	884,440
BASIL L HAUNN	901 W PORT DR - #207	N MYRTLE BEACH SC 29582				NCOM	555
SCOTT M HERGOTT &	CHERYL L HERGOTT	LIVING TRUST	C/O HOWARD SMUCKLER	6355 TOPANGA CANYON BLVD #230	WOODLAND HILLS CA 91367	NCOM	306,240
TOD HIRSCH	BOX 733	DAYTON VA 22821				NCOM	55
DAVID HOLLAND	1 RIVERWAY #1700	HOUSTON TX 77056				NCOM	92,985
DAVID S HOLLAND	2814 ANN ARBOR	HOUSTON TX 77063				NCOM	548,219
SHON HORAN &	LISA HORAN JT TEN	10199 SUNRIDGE	FORT WORTH TX 76126			NCOM	16,088
GREG HOUCK	BOX 1776	GROVE OK 74344-1776				NCOM	27
ELIZABETH HUNT	839 BLOOMFIELD ST	HOBOKEN NJ 07030-5009				NCOM	55
FRANCIS JANIK	56 SHAKER RD	LONGMEADOW MA 01106-2243				NCOM	11
JAMES J JOHNSON	PO BOX 122	PLATTSBURGH NY 12901				NCOM	8
VICENTE M JUAN	3601 OCEAN DRIVE	CORPUS CHRISTI TX 78411				NCOM	50,000
VICENTE M JUAN	PROFIT SHARING PLAN	3601 OCEAN DRIVE	CORPUS CHRISTI TX 78411			NCOM	50,000
KELLY J KIRKLAND	5211 GRAND LAKE ST	BELLAIRE TX 77401				NCOM	14,425
DALE A KLEBBA	41567 GREENBRIAR	PLYMOUTH MI 48170				NCOM	41
DALE R KLINGLER	3646 SOUTH HAMILTON ROAD	COLUMBUS OH 43232				NCOM	10,000
VICKIE M KLUTZ CUST	BRUCE ALFRED MOBRAY III	UNDER THE NC UNIF TRAN MIN ACT	C/O C THOMAS ALLEY JR	3501 TIMBER OAK CT	MATTHEWS NC 28105	NCOM	11
VICKIE M KLUTZ CUST	JONATHAN ALLEN MOBRAY	UNDER THE NC UNIF TRAN MIN ACT	C/O C THOMAS ALLEY JR	3501 TIMBER OAK COURT	MATTHEWS NC 28105	NCOM	11
VICKIE M KLUTZ CUST	MATTHEW ALEXANDER MOBRAY	UNDER THE NC UNIF TRAN MIN ACT	C/O C THOMAS ALLEY JR	3501 TIMBER OAK CT	MATTHEWS NC 28105	NCOM	11
MIRIAM KOROBOW &	HERMAN KOROBOW JT TEN	3435 KINGSBORO RD #702	ATLANTA GA 30326			NCOM	55
ANTHONY KOSICK	3538 MAPLECREST DR	VESTAL NY 13850				NCOM	1
WON J KOUH	10534 MAPLELEAF DR	LAWRENCEVILLE NJ 08648-1231				NCOM	222
MICHAEL J KRAKOWER	171 LINDEN ST	MASSAPEQUA PK NY 11762-1012				NCOM	5
PHILIP A KUBIK	1527 LOCHRIDGE ROAD	BLOOMFIELD HILLS MI 48302				NCOM	25,000
ALAN LADUKE &	CAROL PRICE LADUKE JT TEN	9530 DENVER CT	BOCA RATON FL 33434-2848			NCOM	7
FRANK LANFORD	117 PEPRIDGE RD	WALHALLA SC 29691-3920				NCOM	279
W DAVID LATIMER	578 EAST BAY ST #A	CHARLESTON SC 29413				NCOM	17,378
TRENT LEAVITT	1791 EAST 740 SOUTH	ST GEORGE UT 84790				NCOM	16,942
ANNETTE LEBOVITZ &	NORTON LEBOVITZ JT TEN	7147 NILES	NILES IL 60648-2121			NCOM	5
ROBERT LIPSCOMB JR	2471 W ROXBURY ST	SPRINGFIELD MO 65807-8642				NCOM	1,000
JOHN LUCAS &	TAMA LUCAS JT TEN	4008 STEEPLECHASE DRIVE	COLLEYVILLE TX 76034			NCOM	16,066
M F MAESTRE JR	746 N BRINK AVE	SARASOTA FL 34237-4620				NCOM	17
GEORGE B MAGGINI	7150 RAGLAND RD 13	CINCINNATI OH 45244-3148				NCOM	1,000
WILLIAM C MARTZ &	MYRNA L MARTZ JT TEN	814 SE BLVD	NEOSHO MO 64850-2636			NCOM	400
GUY MATTHEWS	464 OAK LANE	HOUSTON TX 77024				NCOM	3,051
A GLENN MCARVER	6420 CHALYCE LANE	CHARLOTTE NC 28270-7759				NCOM	72
DON W MCLAIN	P O BOX 330	SPEARMAN TX 79081				NCOM	16,090
BENJAMIN W MCQUEEN	243 DOWNING RD	BUFFALO GROVE IL 60089				NCOM	105
PAUL MEYER	ACT DATA SERVICES INC	21-07 MAPLE AVE	FAIRLAWN NJ 07410-1524			NCOM	33
RALPH A MIDKIFF	2146 CHILTON	HOUSTON TX 77019				NCOM	22,700
EDWARD PAUL MILLS	12400 VENTURA BLVD 354	STUDIO CITY CA 91604-2406				NCOM	22
ALFIA MONASTRA	188 GARTH RD APT 4 W	SCARSDALE NY 10583				NCOM	111
RUTH MONTALVO &	DAVID MONTALVO JT TEN	11 FLAGSTAFF PL	PHILADELPHIA PA 10115-3407			NCOM	55
JEFF F MOORE	215-C N HAMILTON	BOX 5093	GEORGETOWN KY 40324-5093			NCOM	22
CAMERON A MORRIS	1000 N GREEN VALLEY PKWY - STE 440	HENDERSON NV 89074				NCOM	1,000
DAVID S MURPHY	1446 CLIFF ROAD	RUSSELLVILLE AR 72802				NCOM	25,000
WILSON M MYERS	426 MAIN ST	BROADWAY NC 27505				NCOM	33
NATIONAL INVESTOR SERVICES CORP	F/B/O LISA J CLARK - ROTH IRA	55 WATER ST - 32ND FL	NEW YORK NY 10041			NCOM	37,000
NATIONAL INVESTOR SERVICES CORP	F/B/O E JANE KADIE - IRA	55 WATER ST - 32ND FL	NEW YORK NY 10041			NCOM	35,700
MARK NELSON	1221 OTTAWA	RICHARDSON TX 75080				NCOM	10,333
SUSAN H NICKLE	140 WEST SUGAR LEO ROAD	ST GEORGE UT 84770				NCOM	26,504
JAMES D NYLAND JR	335 E 1350 N	PLEASANT GROVE UT 84062				NCOM	38,872
JAMES E O HERN	P O BOX 1903	FORT SMITH AR 72902-1903				NCOM	11

MARY ANN ORLOFF	6729 N PALM AVE #103	FRESNO CA 93704				NCOM	185
PAUL S ORLOFF	3579 E FOOTHILL BL #286	PASADENA CA 91107				NCOM	16
STAVROS PAPACONSTANTINOY &	ROBIN ANN PAPACONSTANTINOY JT TEN	PAPATHANASIOY STR	PEANIA	GREECE		NCOM	711
WAYNE C PARKER &	JANIE S PARKER JT TEN	40 LEONARD DR	MARLBORO MA 01752			NCOM	4
MARY PEDORENKO &	DAVID PEDORENKO JT TEN	1170 SURREY RD APT 103	PHILADELPHIA PA 19115-4531			NCOM	55
VITO PELOSI &	SUSAN PELOSI JT TEN	2427 FISH AVE	BRONX NY 10469-5717			NCOM	111
FRANK PENNISI CUST	JOSEPH PENNISI	UNDER THE SC UNIF GIFT MIN ACT	204 LAKE DR	MYRTLE BEACH SC 29572		NCOM	118
JOHN L PIPER	P O BOX 863	BRUSLY LA 70719-0863				NCOM	35
REAGAN D PRATT	2402 DEL NORTE	HOUSTON TX 77018				NCOM	8,600
DENNIS PUPULIN	14140 RIVERSIDE DR E	ST CLAIR BEACH ON N8N 1B6	CANADA			NCOM	326
THOMAS E PURCELL	2 OAKLAWN	HOUSTON TX 77024				NCOM	9,153
MICHAEL A RADULSKI CUST	KEITH M RADULSKI	UNDER THE FL UNIF TRAN MIN ACT	4752 LANCASHURE LANE	TALLA FL 32308		NCOM	11
MICHAEL A RADULSKI CUST ALEC	N RADULSKI UNDER THE FL GIFTS	TO MINORS ACT	4752 LANCASHURE LANE	TALLA FL 32308		NCOM	11
GROVER C RAINS	15201 PINTURA DRIVE	HACIENDA HEIGHTS CA 91745				NCOM	10,000
DEREK B REYNOLDS &	MICHAEL SHANON REYNOLDS JT TEN	BOX 294	MC CRORY AR 72101-0294			NCOM	11
JESTENE REYNOLDS &	ROLFE REYNOLDS JT TEN	BOX 294	MC CRORY AR 72101-0294			NCOM	27
JOHN ROBERTS	2609 LAKEWOOD DRIVE	ROWLETT TX 75088				NCOM	70,000
JOHN W ROBERTS	2609 LAKEWOOD DRIVE	ROWLETT TX 75088				NCOM	100,900
KAREN H ROBERTS	1121 53RD AVE W	BRADENTON FL 34207				NCOM	56
RICHARD A ROBERTS &	KAREN H ROBERTS JT TEN	9710 289TH ST E	MYAKKA CITY FL 34251-9668			NCOM	55
BECKY V ROGERS	3204 LOST MESA CT	NORTH LAS VEGAS NV 89031-0314				NCOM	173
GREGORY L ROGERS	3204 LOST MESA COURT	LAS VEGAS NV 89031				NCOM	1,604
JAMES P ROGERS	BOX 1159	ATKINSON NH 03811-1159				NCOM	55
WILLIAM G ROGERS	474 EAST 800 SOUTH	ST GEORGE UT 84770				NCOM	6,777
CONCETTA ROSAMILIA	20 BARBARA ST	PARSIPPANY NJ 07054-2903				NCOM	13
STEVEN ROSS	PO BOX 823	SPRINGFIELD OR 97477				NCOM	7
NORMAN ROY &	DORIS ROY JT TEN	38-42 FRONT ST	BINGHAMTON NY 13905			NCOM	18
NICHOLAS G RUBINO	489 TRINITY	BUFFALO GROVE IL 60089-4459				NCOM	33
LEE SANTUCCI	99 GARRISON AVE	DOVER NJ 07801				NCOM	9
LYNNE SABSI	2002 PLANTATION DR	FRIENDSWOOD TX 77546-8905				NCOM	30
FRANK SCHLERMAN	144 WEST 7TH STREET	S BOSTON MA 02127				NCOM	5
STANLEY G SCHWARTZ &	IRIS N SCHWARTZ JT TEN	9813 LAYTON RD	PHILADELPHIA PA 19115			NCOM	100
JORG SCHWITZGEBEL &	MARIA M GOU JT TEN	6607 VALLEYSIDE RD	AUSTIN TX 78731-3160			NCOM	254
JANE C SCOTT &	MICHAEL A SCOTT JT TEN	7 HAMMOND LN	WALLKILL NY 12589			NCOM	59
ROBERT W SCOTT &	SAUNDRA G SCOTT JT TEN	10190 WEST SAVONA DR	SACRAMENTO CA 95020			NCOM	7
JESSE J SELLERS &	PHYLLIS A SELLERS JT TEN	6 ACKLIN GAP RD	CONWAY AR 72032			NCOM	27
BENJAMIN SILBER P/ADM	BENJAMIN SILBER TARGET BENEFIT PLAN	282 SHELL RD	CARNEYS POINT NJ 08069-2420			NCOM	55
MARISSA SIMONE	637 CUSTIS RD	GLENSIDE PA 19038				NCOM	5
PAUL T SMITH	211 MCMURRAY AVE	COLUMBUS NC 28722-9491				NCOM	795
LAURA DALE SORELLE	2159 PELHAM DR	HOUSTON TX 77019-3544				NCOM	1,000
PIERO SPAGNOLI	VIA G GALLI 71	ROME 00123	ITALY			NCOM	83
JERRY M SPURLOCK	16128 E PRENTICE PL	AURORA CO 80015				NCOM	61
JONATHAN STERNBERG	135 46TH AVENUE	VERO BEACH FL 32068				NCOM	5
STRATTON S A	25 DE MAYO 444	PISO 2	MONTEVIDEO 1100	URUGUAY		NCOM	27
HENRY SULLIVAN	2211 AUGUSTA DRIVE #23	HOUSTON TX 77057				NCOM	257,589
HENRY W SULLIVAN	14315 WEST HARDY ROAD	HOUSTON TX 77060				NCOM	191,035
CHARLES P SUMMERALL IV	P O BOX 999	CHARLESTON SC 29402-0909				NCOM	3,660
HARRY C SWANSTROM &	ANITA G SWANSTROM JT TEN	1434 WILLIAM	RIVER FOREST IL 60305			NCOM	10,000
CHARLES TARRILLION & MARION TARRILLION	TTEES THE CHARLES & MARION TARRILLION	REVOCABLE LIVING TRUST	15118 ENCINO VERDE ST	SAN ANTONIO TX 78232		NCOM	1,111
RUSSELL L TATE	1630 WOODRIDGE RD	TUSCALOOSA AL 35406				NCOM	66
CHARLES A TAUCHMAN	14 W ROBERTA	LAMONT IL 60439				NCOM	11
DON TAYLOR	220 DIAGONAL	ST GEORGE UT 84770				NCOM	33,884
DUDLEY O TAYLOR	P O BOX 1116	MARSHALL TX 75671				NCOM	56,000
JAMES A TAYLOR	5007 JACHRILLA LANE	N LAS VEGAS NV 89031-5577				NCOM	11
R EARL TAYLOR JR &	SUE B TAYLOR JT TEN	5408 KERRY GLEN LN	CHARLOTTE NC 28226-3416			NCOM	1
R SCOTT TESSNER	BOX 633	BLACKSBURG SC 29702-0633				NCOM	56
STEPHEN M TRICK	3903 EL CIMO LANE NE	BAINBRIDGE ISLAND WA 98110				NCOM	100
SOLOMON TROPPER	1102 E 26TH ST	BROOKLYN NY 11210-4609				NCOM	111
TUG LLC	C/O WILL ROGERS	474 E 800 SOUTH	ST GEORGE UT 84770			NCOM	226,666
THOMAS A TUNSTALL JR	2205 WRIGHT AVE -	GREENSBORO NC 27403-1636				NCOM	119
DONNA G TYLER	1530 SOUTH 34TH APT C	FORT SMITH AR 72903				NCOM	13
WARREN M TYREE	2333 BLACK BEAR ROAD	KNOXVILLE TN 37923				NCOM	111
EMMA D VANDAELE	107 FOLGERS ST	CLEMSON SC 29631				NCOM	1,000
HAZEL VERNON TRUST	4106 MODLIN ST	FORT WORTH TX 76107				NCOM	16,086
ALAN VILLMANN &	SHARON VILLMANN JT TEN	20 CAMBRIDGE CIRCLE	MONROE NY 10950-1120			NCOM	55
JOEL I VOGEL &	MARY VOGEL JT TEN	6376 CORTONA ST	LAKE WORTH FL 33467-6171			NCOM	1,055
FRANK E WALKER &	JUDY WALKER JT TEN	4573 FRANKLIN RD	SCOTTSVILLE KY 42164-8737			NCOM	205
RICK WEST &	JOYCE WEST JTTEN	2049 DOVE CREEK COURT	LEWISVILLE TX 75077			NCOM	35,204
RAND D WHEATLAND	574 SIMS RD	SANTA CRUZ CA 95060				NCOM	2,000
JIMMY W WILKINS &	CAROL A WILKINS JT TEN	5481 PONDEROSA RD	ARDMORE OK 73401			NCOM	300
MARGARET A WILSON	3601 ALLEN PKWY #1151	HOUSTON TX 77019				NCOM	3,750
MICHAEL M WILSON	2525 BRENTWOOD	HOUSTON TX 77019				NCOM	148,725
WILBUR WILSON	% MARY JANE WILSON	3249 FERNWOOD AVE	LOS ANGELES CA 90039			NCOM	11
STEPHEN J WINKLER	10401 GROSVENOR PL SUITE 1023	ROCKVILLE MD 20852				NCOM	26

KHRIS WITTWER &	LORRAINE WITTWER JT TEN	5545 NORTH 1070 WEST	ST GEORGE UT 84770			NCOM	4,417
CHARLES C WRIGHT &	MARILYN E WRIGHT JT TEN	527 CHAPTICO RD	SOUTH HILL VA 23970-1425			NCOM	1,011
DONALD TYNDALL YAAP	1330 POST OAK BLVD #1400	HOUSTON TX 77056				NCOM	10,416
MERLE YEARGAN	5703 SWISS AVE	DALLAS TX 75214				NCOM	5,882
JENNY YIN	275 CHERRY ST APT 24K	NEW YORK NY 10002-7859				NCOM	18
JANET ZAYON	806 PARMENTIER RD	WARMINSTER PA 18974				NCOM	11
RALPH F ZIELINSKI &	CAROL A ZIELINSKI JT TEN	23 KEILLER COURT	NORTH HALEDON NJ 07508			NCOM	355
					231		5,022,907
JOE AKEL	12560 SOUTHRIDGE DR	LITTLE ROCK AR 72212				NEW	100
DAN A ANDERSON	2600 CLEVELAND ST NE	MINNEAPOLIS MN 55418				NEW	150
JULIE LYNN APPIO	374 BOLTON ROAD	EAST WINDSOR NJ 08520				NEW	50
LEWIS AUKEMAN	56 BRUSSELS CT	VISALIA CA 93277-2725				NEW	1,000
ROBERT W AVAKIAN	3115 HUMBLE	MIDLAND TX 79705-8208				NEW	280
HERBERT M BALIN	51 BOAT HOUSE LANE EAST	BAY SHORE NY 11706				NEW	1
STEVEN M BERBERICH &	RUTH A BERBERICH JT TEN	1976 INNWOOD RD NE	ATLANTA GA 30329-2715			NEW	325
SUSAN BISHOP	11473 STRINGER RD	BROOKSVILLE FL 34601				NEW	325
ROBERT D BLYTHE &	ANN P BLYTHE JT TEN	6851 CHAPEL GLEN COURT	ATLANTA GA 30360			NEW	1,500
RONALD E BORAH &	MARGARET R BORAH JTTEN	304 EAST MAIN ST - SUITE 300	FAIRFIELD IL 62837-2013			NEW	15,000
LOUIS CANTER	1208 N ATLANTIC DR	LANTANA FL 33462-1936				NEW	50
ELIZABETH CARBORA	936 HIGH MOUNTAIN RD	NORTH HALEDON NJ 07508				NEW	100
FRANK CARTER	80 DAWN LANE	STANTON KY 40380-3025				NEW	100
CDS & CO	P O BOX 1038 - STATION A	25 THE ESPLANADE	TORONTO ON M5W 1E0	CANADA		NEW	4
CDS & CO	85 RICHMOND ST W	TORONTO ON M5H 2C9	CANADA			NEW	1
ROBERT L CHANDLER &	SANDRA J CHANDLER JTTEN	19601 SO LAKE PARK DRIVE	LYNWOOD IL 60411			NEW	66
GIUSEPPE CIRONE &	JOSEPHINE CIRONE JT TEN	200 N STRATTON LAND	MT PROSPECT IL 60056			NEW	507
COREY DANIEL CLARK	RT 6 BOX 65H	PRINCETON WV 24740				NEW	800
MARCIA COHEN &	BURTON COHEN TEN COM	465 SHORE RD #20	LONG BEACH NY 11561			NEW	166
MICHAEL DATILLO TTEE	U/A DTD 12/31/92 FBO	DATILLO MANAGEMENT CO	PROFIT SHARING PLAN	50A SOUTH MAIN STREET - STE 300	SPRING VALLEY NY 10977	NEW	3,000
PHILLIP DAVIS	P O BOX 3774	NORTH LITTLE ROCK AR 72203-3774				NEW	200
ROGER DAVIS	1600 E 15TH ST	LITTLE ROCK AR 72202-5702				NEW	100
KRISTAN D'OIO	PO BOX 360260	SAN JUAN PR 00936				NEW	100
PERRY DEMITROFF	27250 MURRIETA RD - #215	SUN CITY CA 92586				NEW	33
PAULA DUNAWAY	1087 MISSILE BASE RD	JUDSONIA AR 72081				NEW	25
CHRIS DUNDAS	40 UNIVERSITY AVE	TORONTO ON M5J 1S3	CANADA			NEW	25,000
KRIS DUNN	17631 71ST AVENUE	TINLEY PARK IL 60477				NEW	35
THOMAS C DWYER	102 BURNSIDE COURT	MICHIGAN CITY IN 46360				NEW	25,000
JOHN EHLENFELDT	2758 HACKETT AVE	LONG BEACH CA 90815-1546				NEW	40
DIANNE C ELLERTSEN &	JAMES R ELLERTSEN JTTEN	154-A FENIMORE LANE	PALM COAST FL 32137			NEW	33
NORMAN D FARR	C/O SULPHUR PARK & RECREATION	400 PICARD ROAD	SULPHUR LA 70663			NEW	20,000
ANGELO M FERRARA	BOX 192	BAYONNE NJ 07002				NEW	300
FIRST NATIONAL BANK OF MARYLAND	F/B/O RICHARD S GARNICK	3100 ELLERSLIE COURT	GLENWOOD MD 21738			NEW	8,300
WILLIAM G FRASER SR &	R DONNA FRASER & SANDRA L SMITH JT TEN	9013 HAYWOOD CT	ORLANDO FL 32825			NEW	500
CAROLYN GEORGE	4239 ALECIA	PASADENA TX 77503				NEW	15,000
KAREN GIAMBALVO CUST GINA	MARIE GIAMBALVO UNDER THE FL	GIFTS TO MINORS ACT	801 EDGE FOREST TERR	LAKE FOREST FL 32771		NEW	100
KAREN L GIAMBALVO CUST	ANTHONY J GIAMBALVO UNDER THE FL	GIFTS TO MINORS ACT	801 EDGE FOREST TER	LAKE FOREST FL 32771		NEW	100
JOEL GINSBERG	8401 ELRAY DRIVE APT A	BALTIMORE MD 21209				NEW	6
YVETTE D GOHLKE	13700 HARBOURWOOD RD	MIDLOTHIAN VA 23113				NEW	1,000
GOLD SPINNERS INTERNATIONAL INC	680 HOLLY ROAD	CADILLAC MI 49601				NEW	66,572
DENISE GONSALVES &	ALBERT GONSALVES JT TEN	231 SUNNYWOOD LANE	CHARLOTTE NC 28270-2237			NEW	382
MARTIN GREENMAN &	ARNOLD GREENMAN TEN COM	1275 15TH STREET	FORT LEE NJ 07024-1950			NEW	200
ASHOK R GULRAJANI CUST	SAMIKSHA A GULRAJANI UNDER	THE OH TRAN MIN ACT	7092 ROYALE DR	HAMILTON OH 45011-9174		NEW	1,700
PENNY HENDERSON	25 WARNER RD	NORTH HAVEN CT 06473-3532				NEW	500
TIMOTHY JANIK	46 JACKSON ST	PALMER MA 01069-1641				NEW	100
HILARY EDGAR JONES	FLAT 3	115 117 HIGH LEVER RD	KENSINGTON LONDON W10 PW	UK		NEW	425
THOMAS N JONES	404 SOUTHCROSS	GEORGETOWN TX 78628				NEW	5,000
KARR CAPITAL INC	1298 EXMOUTH ST	SARNIA ON N7S 1W8	CANADA			NEW	175,000
WILLIAM KASSIMIR &	SONDRA KASSIMIR JT TEN	54 SULLIVAN DR	JERICHO NY 11753			NEW	160
DENNIS KING &	SANDRA KING JT TEN	BOX 567	JACKSONVILLE OR 97530			NEW	368
RICHARD KLAGES &	SUZANNE KLAGES JTTEN	7 DOYLE COURT	PORT JEFFERSON NY 11777			NEW	166
ELLIS KOEPPEL	PO BOX 156	GARDEN CITY NY 11530				NEW	60
ALVIN Z KOLCHINS	C/O OAK FINANCIAL	PO BOX 2484	BALA CYNWYD PA 19004-6484			NEW	8,300
PETER J LANDIS	3953 BRYANT AVE S	APT 8	MINNEAPOLIS MN 55409			NEW	400
M JOSEPH LAWRENCE	3511 CORDGRASS DR	VALRICO FL 33594				NEW	900
MIKE LEASURE	6725 BUCK CREEK S W	GRAND RAPIDS MI 49548				NEW	200
PETER J LINSTROM	27 BY PASS RD	LINCOLN MA 01772-1201				NEW	200
RODNEY LOOSEMORE	210 EAST PORTER ST	CROWN POINT IN 46307				NEW	10,000
TIM LUBINSKY &	JANE ATKINSON LUBINSKY JT TEN	9208 CAMERON WOOD DR	CHARLOTTE NC 28210-7904			NEW	1,000
MARY MAJESKI &	WALTER P MAJESKI JT TEN	25120 ST CLEMENT DRIVE	WARREN MI 48089			NEW	7,177
DOMINICK MANDANO	& JOANNE MANDANO JT TEN	18 E CENTRAL AVENUE	BERGENFIELD NJ 07621-1318			NEW	20
CHARLES W MANSFIELD	183 WIND CREST LN	HARRIMAN TN 37748				NEW	25,000
PAUL J MARASCO	500 BANCROFT RD	CHERRY HILL NJ 08034-1301				NEW	300
MASS ABPROP & CO	BANK OF BOSTON	CUST ADM OPER SERV 7TH FL	BOX 1849	BOSTON MA 02110		NEW	28
DENNIS MAYNARD &	STELLA MAYNARD JT TEN	723 LAKEVIEW RDR	EUREKA SPRINGS AR 72631-8929			NEW	100
JAMES MCCABE	4308 PAN AMERICAN FREEWAY NE 165	ALBERQUE NM 87107				NEW	130

JOHN R MCCANN	PO BOX 399	PORT CLINTON OH 43452-0399				NEW	300
W ROSS MCKEE JR	33 LENOX POINTE NE	ATLANTA GA 30324-3172				NEW	250
MIDLAND WALWYN CAPITAL	22 FRONT ST W 3RD FL	TORONTO ON M5J 2W5	CANADA			NEW	12
NORMAN MILLER	47 BEDFORD AVE	ROCKVILLE CENTRE NY 11570-2202				NEW	800
PATRICK MINX	8325 ST LOUIS	SKOKIE IL 60076-2929				NEW	715
DONALD R NELSON &	MARYANNA N NELSON JT TEN	17202 COUNTRY CLUB DR	SUN CITY AZ 85373-2212			NEW	1,200
NORTH AMERICAN TECHNOLOGIES INC	5201 SOUTH MISSION	MOUNT PLEASANT MI 48858				NEW	5,000,000
AKIVA ORZEL	1163 54TH ST	BROOKLYN NY 11219				NEW	5,000
NELSON PEACOCK	BOX 599	MC CRORY AR 72101-0599				NEW	250
JON E PETERSON &	JORDON L LEE JT TEN	11 WOODCLIFF RD	BROOKLINE MA 02167			NEW	800
MARILYN D PIQUETTE &	A WARREN PIQUETTE JT TEN	BOX 39	LOCHMERE NH 03252			NEW	22
DEBORA E PRESSNEY	3856 SEAVIEW	HANOVER PARK IL 60103-6130				NEW	250
SHEILA A PRICE CUST JASON	A PRICE UNDER THE FL GIFTS TO	MINORS ACT	739 CARRIGAN AVE	OVIEDO FL 32765-6292		NEW	100
SHEILA A PRICE CUST STEPHEN	P BUZZELLA UNDER THE FL GIFTS TO	MINORS ACT	739 CARRIGAN AVE	OVIEDO FL 32765-6292		NEW	100
MICHAEL REEVE	5510 FOLLY PL	NORCROSS GA 30092				NEW	100
REGENT FAMILY	LIMITED PARTNERSHIP	BOX 770	1776 PARK AVE 4	PARK CITY UT 84060		NEW	250
ROLLAND A RYBACK SR	913 HOUSTON DR	MONROE NC 28110				NEW	100
ROSE SCHOR	43 DOUGLAS ROAD	BELMONT MA 02478				NEW	13
VICTOR SCOTT &	IRENE SCOTT JT TEN	800 NAPA VALLEY DR 166	LITTLE ROCK AR 72211-2363			NEW	66
LARRY SKAGGS &	YOLANDA SKAGGS JTTEN	14028 GENTILLY ROAD	ROGERS AR 72758			NEW	66
LEWARD N SMITH &	VERONICA K SMITH TTEE U/A7-10-90	LEWARD N & VERONICA K SMITH TRUST	RTE 4 BOX 100	LAKE CITY FL 32055		NEW	6
ROGER A SMITH &	ANITA C SMITH JT TEN	P O BOX 867	MC CRORY AR 72101-0867			NEW	250
PETER D STEINKE	ON140 YATES PLACE	GENEVA IL 60134				NEW	100
STRATXX LTD	P O BOX 470006	CHARLOTTE NC 28247				NEW	1,000
GEORGE STUTEY	BOX 415	NIVERVILLE NY 12130				NEW	43
KAREN TESSLER	6116 MONTICELLO	CHICAGO IL 60659-1113				NEW	2,700
DAVID THELIN	BOX 63	CHANDLERS VALLEY PA 16312				NEW	500
WILLIAM S THOMAS &	JO C HAZELHURST JT TEN	302 N CATHERINE ST	WALHALLA SC 29691-1015			NEW	1,000
JOYCE A TURNER	2115 CLARENCE	BERWYN IL 60402				NEW	200
WARREN M TYREE	2333 BLACK BEAR ROAD	KNOXVILLE TN 37923				NEW	5,000
ROGER F WEHBE	1701 S FLAGLER 706	WEST PALM BEACH FL 33401-7341				NEW	100
MARK WEHNER	1048 TRAILSIDE DR	ELGIN TX 78621				NEW	10,000
WILLIAM WHITEHOUSE	4300 72ND AVE NO	PINELLAS PARK FL 33781				NEW	133
GARY M WILLIAMS CUST	GARY M WILLIAMS JR	CA UNIF GIFTS MIN ACT	9 VIA MONARCA	MONARCH BEACH CA 92629		NEW	1,111
GARY M WILLIAMS CUST	ASHLEY ELIZABETH WILLIAMS	CA UNIF GIFT MIN ACT	9 VIA MONARCA	MONARCH BEACH CA 92629		NEW	1,111
GARY M WILLIAMS CUST	MICHELLE LYNN WILLIAMS	CA UNIF GIFT MIN ACT	9 VIA MONARCA	MONARCH BEACH CA 92629		NEW	1,111
					102		5,400,154
MARILYN BELL	BOX 537	MCCORY AR 72101				OLD	500
C BENACQUISTO	25586 ISLAND VIEW DRIVE S	HARRISON TOWNSHIP MI 48045				OLD	83
ROBERT R BROWN &	ALFRED B BROWN JT TEN	RTE 1 BOX 1920	LOUISA KY 41230-9017			OLD	700
THOMAS M BROWN	6115 GREENWOOD	LITTLE ROCK AR 72207				OLD	2,000
DAWN COX	224 COURTLAND ST	ROCKFORD MI 49341				OLD	350
LAWRENCE S EDRICH &	MICHELLE EDRICH JT TEN	10451 W BROWARD BLVD #403	PLANTATION FL 33324			OLD	100
GILES E GERE	5308 E 115TH PL	TULSA OK 74137-6007				OLD	900
DAVID GRIEM	C/O BOX 387	BRIGHTS GROVE ON	N0N 1C0	CANADA		OLD	7,288
MARK JACOBS	9472 MCDOUGALL	HAMTRAMCK MI 48212				OLD	23,000
JAMES E MACCALLUM	1275 SANDYLANE APT 706	SARNIA ON N7V 4Y5	CANADA			OLD	2,000
LEONARD MANISCALCO	3 FOREST GATE CIRCLE	OAK BROOK IL 60523-2129				OLD	1,000
KAREN MANN	BOX 909 STATION A	757 WEST HASTINGS ST	VANCOUVER BC V6C 2N7	CANADA		OLD	1
JOHN MCPHEDRAN EXEC EST	ROBERT E MCPHEDRAN	481 LAKESHORE RD	SARNIA ON N7V 2S4	CANADA		OLD	5,000
ESTATE OF ROBERT S MCPHEDRAN	% JOHN MCPHEDRAN	481 LAKESHORE RD	SARNIA ON N7V 2S4	CANADA		OLD	7,000
HUGH T MURPHY	8085 MICHIGAMME	CLARKSTON MI 48016				OLD	348
LISA J O'BRIEN	25805 FOREST LAKE DRIVE APT 1	MT CLEMENS MI 48045				OLD	100
TIMOTHY O'CONOR-FENTON	1122 CONCORDIA DR	SARNIA ON N7T 2J1	CANADA			OLD	2,000
BYRON OLSEN	5081 14TH MILE CT	ROCKFORD MI 49341				OLD	200
D PIELACK	% BOX 387	BRIGHTS GROVE ON N0N 1C0	CANADA			OLD	1,067
CHUCK STRICKLAND	3089 18 MILE NE	CEDAR SPRINGS MI 49319				OLD	350
CONNIE JEAN TOSCH	% KONING	15341 PETZ RD	CAPAC MI 48014			OLD	1,500
J TRULIK	9472 MCDOUGALL	HAMTRAMCK MI 48212				OLD	4,000
YORKTON SECURITIES INC	4400 400 3RD AVE SW	CALGARY AB T2P 4H2	CANADA			OLD	1,000
MICHAEL ZAJICEK	BOX 385	CAMERON TX 76520				OLD	100
					24		60,587

RESOLUTIONS ADOPTED BY THE
BOARD OF DIRECTORS OF
NORTH AMERICAN TECHNOLOGIES GROUP, INC. (the "Company")
March 15, 2010

At a special meeting of the Board of Directors (the "Board") of North American Technologies Group, Inc. (the "Company") held on March __, 2010, the Board, after review and deliberation, consented to and adopted in all respects the following resolutions (the "Resolutions").

RESOLVED that the Company be, and it hereby is, authorized to file with the United States Bankruptcy Court (the "Bankruptcy Court") a voluntary petition pursuant to Chapter 11, Title 11 of the United States Bankruptcy Code (the "Bankruptcy Code"), and to perform any and all acts as the Board of Managers of the Company deem to be reasonable, advisable, expedient, convenient, proper or necessary to effect the foregoing;

FURTHER RESOLVED, that the Board be, and each of them hereby is, authorized and empowered to execute and deliver and file or cause to be filed with the Bankruptcy Court, on behalf of the Company, a voluntary petition of the Company pursuant to Chapter 11 of the Bankruptcy Code and any and all other documents necessary or appropriate in connection therewith, each in such form or forms as the Board so acting may approve;

FURTHER RESOLVED, that the Company be, and it hereby is, as debtor and debtor in possession under Chapter 11 of the Bankruptcy Code, authorized to borrow funds and, to grant security interests in and liens upon all or substantially all of the Company's assets;

FURTHER RESOLVED, that the Board be, and each of them hereby is, authorized and empowered to execute and deliver for and on behalf of the Company, as debtor and debtor in possession, such promissory notes, loan agreements, security agreements, and any and all other agreements, instruments, and documents as may be necessary or appropriate to facilitate the transactions contemplated by the foregoing resolution (the "Financing Documents") and that the Financing Documents contain such provisions, terms, conditions, covenants, warranties, and representations as may be deemed necessary or appropriate by such Board so acting are hereby approved;

FURTHER RESOLVED, that the Board be, and each of them hereby is, authorized and empowered to retain, on behalf of the Company, the law firm of **ROCHELLE MCCULLOUGH LLP** to act as counsel in the representation of the Company as debtor and debtor in possession, and such officers, attorneys, financial advisors, consultants, expert witnesses, and accountants as the Board so acting shall deem necessary or appropriate;

FURTHER RESOLVED, that the members of the Board waived the formal requirements for the convocation of a special meeting of the Board of Directors and consented to the Special Meeting as convened;

FURTHER RESOLVED, that all actions heretofore taken by the Board, in the name of and on behalf of the Company, in connection with any of the foregoing matters are hereby in all respects ratified, confirmed and approved.

FURTHER RESOLVED, D. Patrick Long shall be empowered to execute these Resolutions and also perform any acts authorized pursuant thereto on behalf of the Company.

IN WITNESS WHEREOF, the Board of the Company did hereby execute these Resolutions as of the 15th day of March, 2010.

D. Patrick Long, sole member of the Board Of Directors