



TELEGRAPH

News For Leadership

VOLUME 42 NUMBER 4

December, 2012

CALENDAR

January 12 - 13, 2013

Winter Board of Directors' Meeting
Williamsburg, VA
NRHS

April 4 - 7, 2013

Spring Conference
Advisory Council and Board of
Directors' Meetings
Cincinnati, OH
Cincinnati and C.P. Huntington
Chapters

July 6 - 12, 2013

RailCamp Scranton
Scranton, PA
www.nrhs.com

July 28 - August 3, 2013

RailCamp Northwest
Tacoma, WA
www.nrhs.com

September 14 - 22, 2013

2013 National Convention
Fairbanks / Anchorage, Alaska
NRHS
www.nrhs.com
Sales are now open.

Bids are being accepted for future
Conferences. Contact Bob Bitzer for
information. Gopullman@prodigy.net

NRHS Continues to Prepare for 2013 RailCamp Program

Greg Molloy

NRHS continues to prepare for an exciting RailCamp program in 2013. There will be several important changes to the program this year.

Staffing

NRHS Vice President Barry Smith has stepped down as the director of the NRHS RailCamp program. Barry did so reluctantly because the time and effort required for his rehabilitation from recent injuries do not allow him to give the program the attention it needs at this time.

Donald Maxwell has been appointed Director of the RailCamp Scranton program, headquartered at the Steamtown National Historic Site.

William Chapman has been appointed Director of the RailCamp Northwest program, headquartered in Tacoma, Washington.

We are happy to announce that many of the staff from last year's successful RailCamp programs will return for our 2013 operations.

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- **2013 Dues Process Schedule**
- **Fall 2012 Advisory Council and Board of Directors' Meetings Synopsis**
- **Chapter Information Updates**
- **Welcome Aboard**

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Assistant Director Gary Yanko will continue to support both programs, and many of the counselors from last year have already agreed to work this year as well.

Dates

Dates for the 2013 RailCamp programs have already been announced and are posted on the NRHS website and Facebook page. RailCamp Scranton will be held July 6 through 12, and the RailCamp Northwest will take place July 28 through August 3.

Northwest Program Expansions

The initial RailCamp Northwest program in 2012 attracted a lot of interest, and we are happy to announce that the program is expanding. For 2013, the Northwest program capacity will expand from 12 campers to 16. The capacity of the Scranton program will remain at 24 campers.

In addition, we are pleased to announce that Sound Transit will be a participating venue in the 2013 program, while the other four venues from 2012 are all returning to the program this year.

Pricing & Registration

We are currently working to get final information and registration forms posted in December. The materials will not go up until pricing and other key information is firm. NRHS is maintaining an e-mail notification list for those who want to receive updates and forms as soon as they are available. To get on the notification list, send a message to info@nrhs.com.

While final pricing for the 2013 programs has not been set, we do know that prices will need to be increased from last year's rates because of insurance coverage and other necessary changes to program administration.

Sponsorships

NRHS chapters, representatives of other organizations and individuals who want to fully or partially sponsor a RailCamper in 2013 should contact us in

December to discuss your plans. Because of the transition in program management, we need to confirm sponsorship arrangements with everyone, even if you have sponsored a camper in the past. Interested sponsors should contact either info@nrhs.com or talk directly with one of the two camp directors.

NRHS is interested in working with all potential sponsors and supporters, whether you intend to recruit a candidate yourselves or provide either full or partial financial support to a camper who has applied directly to the program.

Additional information will be posted as soon as it is available.

Sales Are Open for 2013 NRHS Convention

Greg Molloy

On-line sales are now open for the 2013 NRHS Convention in Anchorage, Alaska, including pre-convention activities in Fairbanks and on the Alaska Railroad. The pre-convention events will operate September 14-17, followed by the Anchorage activities September 18-22.

Most train and event space is now available for reservations and purchase through the NRHS website www.nrhs.com. A few smaller events are still in negotiation and will be added to the website later. For the first time, NRHS is offering a partial payment reservation option with on-line sales.

The convention hotels are now accepting reservations, including the McKinley Chalet Resort for an overnight train stop in Denali Park. NRHS has attractive rates at the Westmark Fairbanks and the Hilton Anchorage on the appropriate days. To obtain the special NRHS hotel rates, you must use the designated convention contact points and event codes. Again, complete information is available in the convention section of www.nrhs.com.

Announcements and publicity are currently being rolled out to NRHS members.

Charles Williams to Continue as NRHS News Editor

Greg Molloy

NRHS is pleased to announce that *NRHS News* Editor Charles Williams has agreed to remain in that position. In his time with the Society's member newsletter, Charles has built it into a quality publication that covers both NRHS membership matters and a variety of rail preservation news. The NRHS looks forward to continuing to work with Charles in these efforts.

NRHS would like to provide Charles with some additional backup and support. As with most NRHS work, there are times when the demands of paid employment and real life interfere with production of the Society's newsletter. Charles and NRHS would welcome some help in several areas.

Charles could use an assistant who could help in tracking down and completing submitted material. Some stories arrive complete and ready to go, but other projects need some additional work to obtain reprint permission, fill in gaps, obtain suitable photos for illustration or verify quotes and statements. Naturally, these articles always arrive when the Editor is caught in a crunch on something else.

We could also use some occasional technical backup. There are times when the Editor would appreciate some assistance doing layout and other technical work, and it helps to have a second trained person on staff. NRHS can supply necessary software, of course. Photography is an important part of the *NRHS News*, and we could also use some help to work with photographers and other sources on selecting photos and transmitting the files in the formats needed for publication.

Finally, the Editor could use some proofreading assistance. (That's not a criticism. He says so himself.) We always want a second or third set of eyes to review text in articles and photo captions to help us maintain the high standards of the publication. Because of production schedules, we need to do editing and transmitting of documents electronically.

If you or someone you know would be interested in

providing some backup and assistance to the *NRHS News*, please contact either the NRHS office (info@nrhs.com) or Charles Williams directly (nrhsnews@charter.net).

NRHS Office Support Change

Greg Molloy

We regret to announce that Kim Arena, who provided staff support to several NRHS programs, recently left Fernley & Fernley to accept another position. We appreciate Kim's efforts for NRHS and wish her well in her new work.

Kristen Olszewski continues to manage the NRHS account at Fernley, and Fernley & Fernley has provided additional staff support on a temporary basis to assure that NRHS work continues to flow smoothly. As soon as a permanent replacement for Kim is identified and in place, NRHS will make an additional announcement.

During this transition, we expect business as usual in the NRHS office. There is no change to NRHS office e-mail, telephone or mailing address, and all business processes continue as before.

TICKETS NOW ON SALE

2013 NRHS CONVENTION ALASKA

Fairbanks, AK
September 14 - 17, 2013

Anchorage, AK
September 18 - 22, 2013

GO TO
www.nrhs.com
for full details

Synopsis of the Fall 2012 Board of Directors' Meeting

The NRHS Board of Directors met in Claymont, Delaware, Saturday and Sunday, October 20 - 21, 2012. The meeting was held as part of the NRHS 2012 Fall Conference, hosted by the Wilmington Chapter.

This meeting was the first convened since the 2012 NRHS elections and was the first for the restructured Board of Directors, as well as the NRHS Advisory Council. The Board of Directors did not elect a Secretary and Treasurer because of wording problems found in the Bylaws, so President Molloy appointed Joseph C. Maloney, Jr. as Acting Secretary and Ralph Robert Bitzer as Acting Treasurer to serve until the problem with the Bylaws can be resolved. President Molloy also nominated Larry Dyer, Walter Zullig, Bob Ernst, Mia Mather and Jim Phillips to serve as Executive Committee for a two year term.

Since this was the organization meeting for the new Board of Directors, President Molloy provided the following five expectations on how the Board should operate:

- Recognize your fiduciary responsibility and loyalty to NRHS.
- Be open and honest in dealing with the full board.
- Focus on policy and business direction - not administrative details. It is not the Board of Directors' function to administer the society or to review in detail the work of individuals.
- Be active in implementing solutions - not just letting others do the job.
- Fundraising - non profits survive on money. Greg charged the Board members to each raise about \$5k a year to secure financial stability for NRHS.

John Fiorilla introduced Brandon Grizzel from New Castle Insurance who provides NRHS with Directors & Officers (D&O) insurance, as well as coverage for RailCamp, conventions and general liability. Mr. Grizzel explained the details of D&O insurance coverage for NRHS Officers, Directors, and staff members.

The Board went into an Executive Session, with Brandon Grizzel remaining for discussions on insurance matters and John Fiorilla, General Council remaining for the entire session. The Executive Session involved sensitive discussions concerning recent insurance matters, RailCamp, personnel and financial issues.

John Fiorilla outlined the work currently underway to update and develop NRHS policies, as shown below.

<u>TITLE</u>	<u>PURPOSE</u>	<u>ACTION OFFICER</u>
Records Retention	Identify how long to retain various types of records. Needed for compliance with GAAP and Maryland Law.	Joe Maloney
Gift Acceptance	Identify controls over what gifts to accept and control donor limits over disposition of gifts	John Fiorilla
Personal Conduct	Identify various behavior and conduct which NRHS will not tolerate from officers, directors and staff	John Fiorilla
Conventions	Complete rewrite of 2003 document to define why conventions are held and how they will be conducted and controlled.	Bob Bitzer
Conflict of Interest	Revise to match current Bylaws requirements	John Fiorilla

Synopsis of the Fall 2012 Board of Directors' Meeting Continued

Confidentiality

Revise to match current Bylaws requirements

John Fiorilla

The Society's 2013 **dues invoices** have been mailed. The processing schedule is out and most members have received their invoices. The error on the chapter donation line was discussed with the Advisory Council, and NRHS did the required follow-up mailing to explain to the members how to handle chapter donations.

In **convention business**, the Board received reports of recent and planned conventions:

- **2011 Convention** chair, Ed Berntsen, handed out a report to close out the convention. The Board will review and handle the action in January 2013.
- **2012 Convention** chair, Barton Jennings, provided a final report before the meeting. Since there are several open financial issues, the Board will review and handle the action in January 2013.
- **2013 Convention** chair, Greg Molloy, advised that there is a core team working on finalizing various arrangements in Alaska, including Bart Jennings, Bud Thompson and Daniel Osborn. Ticket sales should start in November 2012.
- President Molloy reported that the NRHS is investigating options for **2014 and beyond**, and the Society wants to know about all ideas and suggestions now before firm proposals are developed.

The Board voted to accept the final 2011 **audit report** from Padden, Guerrini & Associates. Bob Bitzer will write a cover letter with an executive summary to the membership for the audit report.

The Board approved a \$50K budget for **railway heritage grants** for 2013, and authorized the following three changes in the Railway Heritage Grants Policy for 2013.

- The Grants Committee will have authority to grant exceptions to the requirement that a recipient be a 501(c)(3) non-profit organization, such as a park or municipality.
- The Grants Committee will have authority to move the upper limit on a grant for a project of exceptional merit up to \$10k.
- The Grants Committee is authorized to administratively tighten up the standards on matching funds, especially when tallying direct labor costs.

Registration is open for the Winter 2013 Board of Directors' meeting in Williamsburg, Virginia, January 12-13, 2013.

Joseph C. Maloney, Jr.
Acting Secretary

Synopsis of the Fall 2012 Advisory Council Meeting

The NRHS Advisory Council met in Claymont, Delaware on Saturday, October 20, 2012. The meeting was held as part of the NRHS 2012 Fall Conference, hosted by the Wilmington Chapter.

This meeting was the first convened since the 2012 NRHS elections and was the first for the NRHS Advisory Council. Because NRHS Vice President Barry O. Smith was unable to attend due to health issues, president Molloy asked Scott Andes, National Representative from Cincinnati Chapter, to chair this meeting.

Since this was the organization meeting for the new Advisory Council, NRHS General Counsel John Fiorilla gave a general outline of the role of the council in the NRHS.

- Each Chapter National Representative is here to express their chapter's views and concerns.
- The chapters can send an Alternate National Representative by notifying the NRHS Secretary prior to a meeting.
- The Advisory Council was created as a communication tool to bring views and ideas to the Board of Directors and as a sounding board to the Board of Directors.
- The Advisory Council will have at least three members of the Board in attendance.

John Fiorilla introduced Brandon Grizzel from New Castle Insurance who provides NRHS with Directors & Officers (D&O) insurance, as well as coverage for RailCamp, conventions and general liability. Mr. Grizzel explained the details of D&O insurance coverage for NRHS Chapters' Officers, Directors, and staff members.

Kristen Olszewski, Fernley & Fernley, reviewed the status of the 2013 dues renewal. The Society's 2013 **dues invoices** have been mailed. The processing schedule is out and most members have received their invoices. The error on the chapter donation line was discussed with the Advisory Council, and NRHS did the required follow-up mailing to explain to the members how to handle chapter donations.

Scott Andes led a series of discussions that dealt with **organizational issues** for the council. The council approved a recommendation from the floor that **Scott Andes serve as the Advisory Council Chairman pro temp** to serve through the April meeting and for him to appoint a Council Committee on Bylaws changes. Those recommendations are due to the Board of Directors by December 13, 2012.

Sanford Williamson, National Representative of Old Dominion Chapter recommended that the council hold a meeting between the Spring meeting and the Convention meeting provided it can be held in conjunction with a Board meeting. The Advisory Council approved this suggestion.

Greg Molloy noted that Advisory Council participation in Board of Directors' meetings is according to policies that still need to be developed by the Board. The consent of the Board of Directors will be required until such a policy is established.

Joseph C. Maloney, Jr.
Acting Secretary

2013 DUES PROCESSING SCHEDULE

The following is the schedule and deadlines for NRHS chapters to send the necessary information to headquarters for an efficient processing of dues for the 2013 dues year. Chapter dues spreadsheets will be sent to the Electronic Billing Contact in November. The deadline for returning the information will be Monday, December 10th. (You will have over one full month to remit the spreadsheet and check to the Society.)

STEP 1

The first National Electronic Dues Statement Spreadsheet is due on Monday, December 10, 2012. Headquarters will send out an email to the chapter Electronic Billing Contact confirming receipt of the chapter spreadsheet.

STEP 2

By Friday December 14, 2012, a check for the dues must be received at NRHS. Each check received will be acknowledged with a standard email message to the chapter Electronic Billing Contact.

STEP 3

All update spreadsheet and New Member Spreadsheets with payment must be received by Friday December 21, 2012. **Information not received by this day will not be processed until the next month's cycle.**

STEP 4

On December 31, 2012, NRHS will send an updated set of all spreadsheets, whether the chapter has submitted dues for the month or not. These are the spreadsheets that must be used for the next month. The file name includes the month for submission.

Below is a list of the dues dates for each month.

<u>STEP 1</u>	<u>STEP 2</u>	<u>STEP 3</u>	<u>STEP 4</u>
12/10/2012	12/14/2012	12/21/2012	12/31/2012
1/7/2013	1/11/2013	1/18/2013	1/31/2013
2/11/2013	2/15/2013	2/22/2013	2/28/2013
3/11/2013	3/15/2013	3/22/2013	3/29/2013
4/8/2013	4/12/2013	4/19/2013	4/30/2013
5/13/2013	5/17/2013	5/24/2013	5/31/2013

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Send all submissions to: extra.editor@sbcglobal.net

Robert Ernst (Overland Chapter), Editor

Ellen Pinsky (Iowa Chapter), Editorial Assistant.

Chapter Officer Changes

The following chapters reported changes to their chapter officers. This list is sorted by chapter and shows the most current change reported to National. If any errors are noted contact your chapter's Electronic Billing Contact to verify the chapter officers on the Chapter Data Profile Sheet. The same sheet is used to report any officer changes to National.

Atlanta Chapter

National Rep.: Delmar F. Kittendorf, Jr., 2608 Chimney Springs Dr., Marietta, GA 30062-6317 10-Oct-12

Bergen-Rockland Chapter

Vice President: John P. Locke, III, 31 Kinderkamack Road, Hillsdale, NJ 07642-2831 06-Sep-12

Cape Cod Chapter

Membership Contact: Kenneth Shaffer, 33 Captain Jud Road, South Dennis, MA 02660 27-Sep-12

Cape Cod Chapter

National Representative: R. Douglas Scott, Jr., 250 Mary Chase Rd, Eastham, MA 02642-2511 31-Oct-12

Collis P. Huntington Chapter

National Representative: Vacant 23-Oct-12

Connecticut Valley Chapter

National Representative: Vacant 10-Oct-12

Cornell Chapter

National Representative: Greg Dickinson, 1311 1/2 Hall Street, Elmira, NY 14901-1209 27-Sep-12

Cumberland Valley Chapter

National Representative: Vacant 23-Oct-12

Inland Empire Chapter

Secretary: Vacant 27-Sep-12

Japan Chapter

Historian: Vacant 26-Nov-12

Vice President: Vacant 26-Nov-12

Kentucky Central Chapter

National Representative: Vacant 23-Oct-12

Lancaster Chapter

National Representative: Helen V. Shaak, P.O. Box 813, Adamstown, PA 19501-0813 31-Oct-12

Lehigh Valley Chapter

Editor: James J. Rowland, 6592 Ellenwood Drive, La Plata, MD 20646-3534 31-Oct-12

New York Chapter

National Representative: Vacant 23-Oct-12

Chapter Officer Changes Cont.

North Texas Chapter

National Representative: Vacant 23-Oct-12

Rochester Chapter

President: David J. Luca, 983 Winton Rd N, Rochester, NY 14609-6824 27-Sep-12
 Vice President: Peter E. Gores, P.O. Box 225, Mumford, NY 14511-0225 27-Sep-12
 Secretary: Janet R. Dittmer, 983 Winton Rd N, Rochester, NY 14609-6824 27-Sep-12
 Treasurer: David J. Luca, 983 Winton Rd N, Rochester, NY 14609-6824 27-Sep-12
 National Representative: Vacant 27-Sep-12
 Editor: Vacant 27-Sep-12
 Historian: Rand L. Warner, 58 Park Circle Drive, Fairport, NY 14450-2537 27-Sep-12
 Membership Contact: David J. Luca, 983 Winton Rd N, Rochester, NY 14609-6824 27-Sep-12

Saint Louis Chapter

Secretary: Vacant 22-Oct-12
 Treasurer: Albert L. Howe, M.D., 2 Kentucky Blue Ridge Court, St. Charles, MO 63303-4485 27-Sep-12
 National Representative: Vacant 22-Oct-12
 Membership Contact: Vacant 22-Oct-12

Wilmington Chapter

National Representative: Thomas J. Posatko, 110 Neptune Drive, Newark, DE 19711-3011 31-Oct-12
 Historian: Vacant 31-Oct-12

Chapter Address Changes

The following chapters reported address changes to the National Office:

Intermountain Chapter
 Membership Committee
 4303 Brighton Blvd, Bldg 3
 Denver, CO 80216

Chapter Website Changes

Arkansas-Boston Mountains Chapter
www.arkrailfan.com

END OF TRACK

The following members of the Society have passed away recently - we join their families and friends in remembering their lives:

Name	Chapter
Maggie Williams	Alexander
Sharon Purdie	Atlanta
Jerry B. Magnuson	At-Large
Brad Slaney	At-Large
Bruce D. Hittle	Baltimore

Name	Chapter
Paul Willem Wirtz	Baltimore
David McCray	Central Coast
Mark J. Waelder	Central New York
I. D. Smith	Charleston
David H. Thomas	Colorado Midland
Thomas Giventer	Cornell
Hugh V. Baker	Cumberland Valley
Robert E. Davis	Horseshoe Curve
Robert F. Hartkemeier	Intermountain
William S. Kuba	Iowa
James E. Bradley	Lehigh Valley
J. Peter Terp	Lehigh Valley
Robert M. Bader	Miami
Doris D. Wilson	Mohawk & Hudson
Clarence V. Bells, Jr.	Pacific Northwest
Charles Caldwell	Pittsburgh
Kathleen Keating	Pocono Mountains
J. Edward Jackson	Rochester
Roland Dow	Southern Oregon
Susan B. Clark	Washington DC
Edward E. Blackman	Western Connecticut
Ronald A. Cleaves	Wilmington
Margaret Chandler	Yaquina Pacific

WELCOME ABOARD

The following list is all the At-Large members who have joined in September, 2012 to November, 2012. Chapter membership directors are encouraged to contact these new members and explain the benefits of belonging to a local NRHS Chapter, thus enhancing their relationship with the Society.

Shaun O'Boyle	30 South Carson Ave.	Dalton	MA	01226
Nancy R. Kowal	18 Green Farms Road	Worcester	MA	01605-1048
Norman B. Payeur	50 Harrison Avenue	Gillette	NJ	07933-1902
Michael Froio	450 Chestnut St.	Williamstown	NJ	08094
Sandra Sadowsky	275 Liberty Avenue, Apt. 201	Westbury	NY	11590
Arie Vantzelfden	2427 Cypress Dr.	Lancaster	PA	17602
Sandra Vantzelfden	2427 Cypress Dr.	Lancaster	PA	17602
Marc M. Zaharchuk	P.O. Box 181	Washington Crossing	PA	18977
Bruce Wartman	42 Downey Drive	Horsham	PA	19044
Paul Iverson	103 Roskeen Court	Phoenixville	PA	19460
Patrick Kidd	7809 Chelton Rd.	Bethesda	MD	20814
Matthew Fraas	U.S. Army Transportation Museum 300 Washington Blvd.	Fort Eustis	VA	23604
Robert Jones	1226 Staunton Road	Charleston	WV	25314
Anne Neroni	P.O. Box 4130	Calabash	NC	28467
Mary Phillips	4024 Kessler Ave., Apt. 1902	Savannah	GA	31408
Jeff Phillips	4024 Kessler Ave., Apt. 1902	Savannah	GA	31408
Kathryn Crawford	709 County Road 445	Enterprise	AL	36330-9713
Richard Iliff	316 Woodland Hills Rd.	Bybee	TN	37713
Margeret Iliff	316 Woodland Hills Rd.	Bybee	TN	37713
Debbie Sprinkle	11400 Doublegate Lane	Eads	TN	38028
William H. Johnson, Jr.	3456 Belvoir Dr.	Lexington	KY	40502
Donald W. O'Rourke	2840 Punto Alto Ct.	Indianapolis	IN	46227-6146
Patrick Berryman	24901 Richmond	Dearborn	MI	48124
Christine Dannow	19016 Shadyside Street	Livonia	MI	48152-4442
Benjamin Littler	19016 Shadyside Street	Livonia	MI	48152-4442
Walt Smith	1506 N 7th St. W.	Newton	IA	50208
John E. O'Hara	2238 N. Main St., Apt. 426	Princeton	IL	61356
Carol P. Moraski	17980 1400 North Avenue	Princeton	IL	61356-6866
Francis S. Matejka	112 Weldon St. # 1/2	Bloomington	IL	61701-4769
Robert Sanderson	1439 Redwood Forest Drive	Ballwin	MO	63021
Cathy Owens	1115 Valentine Road	Kansas City	MO	64111-3821
Ruth Quinn	39225 Call Ln.	Thedford	NE	69166
Ben Henry	1016 Homestead Avenue	Metairie	LA	70005-1664
James M. Davis	70 Campo Way	Hot Springs Village	AR	71909
Daniel Brundage	1829 E. 970 S	Spanish Fork	UT	84660
Charlotte Sanchez	7601 North Central Ave., Unit 20	Phoenix	AZ	85020-4081
Dick Staley	Orange Empire Railway 910 Golden Prados	Diamond Bar	CA	91765-1928
Irene S. Westler	105 Manor Drive	Piedmont	CA	94611-4148
Vernon Hogue	1435 NE Birkshire Court	Hillsboro	OR	97124
Bonnie Hogue	1435 NE Birkshire Court	Hillsboro	OR	97124
Gary Pischke	413 Nob Hill Road	Roseburg	OR	97471
Elizabeth Herbert	413 Nob Hill Road	Roseburg	OR	97471
Randy Thompson	17428 State Route 203	Monroe	WA	98272

WELCOME ABOARD Continued

Ken Adams	17428 State Route 203	Monroe	WA	98272
Daryl Lund	P.O. Box 478	Chehalis	WA	98532
Carol H. Vance	10 Carnation Court	Pasco	WA	99301-1896
Evelyn Weiss	4417 King Drive	Richland	WA	99353-9389
Rita S. Osborne	P.O. Box 80807	Fairbanks	AK	99708-0807
Jackie Cope	30 Gledhow Drive, Oxenhope, Keighley, West Yorkshire	BD22 9SA	United Kingdom	
Ian Logan	96 Kensington Church Street, London, London	W8 4BU	United Kingdom	
M.J. Krans-Kip	Vlietpark 2, Hoogmade, CT	NI-2355	Netherlands	

MERRY CHRISTMAS
AND
A HAPPY NEW YEAR

FIRST CLASS MAIL

NRHS

**NATIONAL RAILWAY HISTORICAL SOCIETY
100 N 20TH ST SUITE 400
PHILADELPHIA PA 19103-1462**