

Cape Fear Bank CORP
Form SC 13D/A
April 07, 2008

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 8)*

Cape Fear Bank Corporation

(Name of Issuer)

Common Stock, Par Value \$3.50

(Title of Class of Securities)

139380109

(CUSIP Number)

Michael G. Keeley, Esq.

Hunton & Williams LLP

1445 Ross Ave. Suite 3700

Dallas, Texas 75202

(214) 468-3345

**(Name, Address and Telephone Number of Person Authorized to Receive
Notices and Communications)**

March 28, 2008

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Section 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 139380109

1 NAME OF REPORTING PERSON
IRS IDENTIFICATION NO. OF REPORTING PERSON (ENTITIES ONLY):
Maurice J. Koury

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions):
(a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS (See Instructions):
PF, BK

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO
ITEMS 2(d) or 2(e):

6 CITIZENSHIP OR PLACE OF ORGANIZATION:
United States

7 SOLE VOTING POWER
NUMBER OF 201,022

8 SHARED VOTING POWER
SHARES BENEFICIALLY OWNED BY 333,898

9 SOLE DISPOSITIVE POWER
EACH

REPORTING

PERSON 201,022

WITH SHARED DISPOSITIVE POWER

10

333,898

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:

11

333,898

CHECK IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES (See Instructions):

12

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11:

13

8.69% (1)

TYPE OF REPORTING PERSON (See Instructions):

14

IN

(1) Based on 3,841,785 shares of common stock of Cape Fear Bank Corp. (the Company) issued and outstanding as of March 13, 2008, as set forth in the Company's Annual Report under Section 13 or 15(d) of the Securities Exchange Act of 1934, for the fiscal year ended December 31, 2007.

CUSIP No. 139380109

1 NAME OF REPORTING PERSON
IRS IDENTIFICATION NO. OF REPORTING PERSON (ENTITIES ONLY):

The Maurice and Ann Koury Charitable Trust

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions):

- (a)
- (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS (SEE INSTRUCTIONS):

PF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO
ITEMS 2(d) or 2(e):

6 CITIZENSHIP OR PLACE OF ORGANIZATION:

North Carolina

7 SOLE VOTING POWER

NUMBER OF 127,626

8 SHARES SHARED VOTING POWER
BENEFICIALLY OWNED BY

-0-

9 EACH SOLE DISPOSITIVE POWER

REPORTING

PERSON 127,626

WITH SHARED DISPOSITIVE POWER

10

-0-

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:

11

127,626

CHECK IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES (See Instructions):

12

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11:

13

3.3% (2)

TYPE OF REPORTING PERSON (See Instructions):

14

00

(2) Based on 3,841,785 shares of common stock of the Company issued and outstanding as of March 13, 2008, as set forth in the Company's Annual Report under Section 13 or 15(d) of the Securities Exchange Act of 1934, for the fiscal year ended December 31, 2007.

CUSIP No. 139380109

1 NAME OF REPORTING PERSON
IRS IDENTIFICATION NO. OF REPORTING PERSON (ENTITIES ONLY):

The Maurice J. Koury Foundation, Inc.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions):

- (a)
- (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS (SEE INSTRUCTIONS):

WC

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e):

6 CITIZENSHIP OR PLACE OF ORGANIZATION:

North Carolina

7 SOLE VOTING POWER

NUMBER OF 5,250

8 SHARES BENEFICIALLY OWNED BY

SHARED VOTING POWER
-0-

9 EACH SOLE DISPOSITIVE POWER

REPORTING

PERSON 5,250

WITH SHARED DISPOSITIVE POWER

10

-0-

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

5,250

CHECK IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES (See Instructions):

12

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11:

13

0.1% (3)

TYPE OF REPORTING PERSON (See Instructions):

14

CO

(3) Based on 3,841,785 shares of common stock of the Company issued and outstanding as of March 13, 2008, as set forth in the Company's Annual Report under Section 13 or 15(d) of the Securities Exchange Act of 1934, for the fiscal year ended December 31, 2007.

NAME OF REPORTING PERSON

1 IRS IDENTIFICATION NO. OF REPORTING PERSON (ENTITIES ONLY):

Robert Isser

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions):

2
(a) p
(b) o

3 SEC USE ONLY

4 SOURCE OF FUNDS (See Instructions):

PF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e):

6 CITIZENSHIP OR PLACE OF ORGANIZATION:

United States

7 SOLE VOTING POWER

NUMBER OF 4,662

SHARES SHARED VOTING POWER
8 BENEFICIALLY OWNED BY 5,062

EACH SOLE DISPOSITIVE POWER
9 REPORTING

PERSON 4,662

WITH SHARED DISPOSITIVE POWER

10

5,062

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:

11

5,062

CHECK IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES (See Instructions):

12

b

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11:

13

0.1%(4)

TYPE OF REPORTING PERSON (See Instructions):

14

IN

(4) Based on 3,841,785 shares of common stock of the Company issued and outstanding as of March 13, 2008, as set forth in the Company's Annual Report under Section 13 or 15(d) of the Securities Exchange Act of 1934, for the fiscal year ended December 31, 2007.

NAME OF REPORTING PERSON

1

IRS IDENTIFICATION NO. OF REPORTING PERSON (ENTITIES ONLY):

Mort Neblett

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions):

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (See Instructions):

4

PF

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO
ITEMS 2(d) or 2(e):

5

CITIZENSHIP OR PLACE OF ORGANIZATION:

6

United States

SOLE VOTING POWER

7

NUMBER OF

3,000

SHARES
BENEFICIALLY OWNED BY

8

SHARED VOTING POWER

-0-

EACH

9

SOLE DISPOSITIVE POWER

REPORTING

PERSON 3,000

WITH SHARED DISPOSITIVE POWER

10

-0-

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:

11

3,000

CHECK IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES (See Instructions):

12

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11:

13

0.1%(5)

TYPE OF REPORTING PERSON (See Instructions):

14

IN

(5) Based on 3,841,785 shares of common stock of the Company issued and outstanding as of March 13, 2008, as set forth in the Company's Annual Report under Section 13 or 15(d) of the Securities Exchange Act of 1934, for the fiscal year ended December 31, 2007.

NAME OF REPORTING PERSON

1

IRS IDENTIFICATION NO. OF REPORTING PERSON (ENTITIES ONLY):

Miltom E. Petty

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions):

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (See Instructions):

4

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e):

5

CITIZENSHIP OR PLACE OF ORGANIZATION:

6

United States

SOLE VOTING POWER

7

NUMBER OF

-0-

SHARES

SHARED VOTING POWER

BENEFICIALLY 8

OWNED BY

5,250

EACH

SOLE DISPOSITIVE POWER

9

REPORTING

PERSON -0-

WITH SHARED DISPOSITIVE POWER

10

5,250

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:

11

5,250

CHECK IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES (See Instructions):

12

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11:

13

0.1%(6)

TYPE OF REPORTING PERSON (See Instructions):

14

IN

(6) Based on 3,841,785 shares of common stock of the Company issued and outstanding as of March 13, 2008, as set forth in the Company's Annual Report under Section 13 or 15(d) of the Securities Exchange Act of 1934, for the fiscal year ended December 31, 2007.

NAME OF REPORTING PERSON

1

IRS IDENTIFICATION NO. OF REPORTING PERSON (ENTITIES ONLY):

James S. Mahan III

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions):

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (See Instructions):

4

N/A

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e):

5

CITIZENSHIP OR PLACE OF ORGANIZATION:

6

United States

SOLE VOTING POWER

7

NUMBER OF

-0-

SHARES

SHARED VOTING POWER

BENEFICIALLY 8

OWNED BY

-0-

EACH

SOLE DISPOSITIVE POWER

9

REPORTING

PERSON -0-

WITH SHARED DISPOSITIVE POWER

10

-0-

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:

11

-0-

CHECK IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES (See Instructions):

12

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11:

13

0%

TYPE OF REPORTING PERSON (See Instructions):

14

IN

NAME OF REPORTING PERSON

1

IRS IDENTIFICATION NO. OF REPORTING PERSON (ENTITIES ONLY):

David Lucht

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions):

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (See Instructions):

4

PF

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e):

5

CITIZENSHIP OR PLACE OF ORGANIZATION:

6

United States

SOLE VOTING POWER

7

NUMBER OF 150

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

-0-

SOLE DISPOSITIVE POWER

EACH 9

REPORTING

PERSON 150

WITH SHARED DISPOSITIVE POWER

10

-0-

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:

11

150

CHECK IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES (See Instructions):

12

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11:

13

0.1%(7)

TYPE OF REPORTING PERSON (See Instructions):

14

IN

(7) Based on 3,841,785 shares of common stock of the Company issued and outstanding as of March 13, 2008, as set forth in the Company's Annual Report under Section 13 or 15(d) of the Securities Exchange Act of 1934, for the fiscal year ended December 31, 2007.

NAME OF REPORTING PERSON

1

IRS IDENTIFICATION NO. OF REPORTING PERSON (ENTITIES ONLY):

Haywood Cochrane, Jr.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions):

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (See Instructions):

4

N/A

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e):

5

CITIZENSHIP OR PLACE OF ORGANIZATION:

6

United States

SOLE VOTING POWER

7

NUMBER OF

-0-

SHARES
BENEFICIALLY OWNED BY

8

SHARED VOTING POWER

-0-

EACH

9

SOLE DISPOSITIVE POWER

REPORTING

PERSON -0-

WITH SHARED DISPOSITIVE POWER

10

-0-

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:

11

-0-

CHECK IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES (See Instructions):

12

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11:

13

0%

TYPE OF REPORTING PERSON (See Instructions)

14

IN

NAME OF REPORTING PERSON

1

IRS IDENTIFICATION NO. OF REPORTING PERSON (ENTITIES ONLY):

Scott C. Sullivan

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions):

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (See Instructions):

4

PF and OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e):

5

CITIZENSHIP OR PLACE OF ORGANIZATION:

6

United States

SOLE VOTING POWER

7

NUMBER OF

1,250

SHARES

SHARED VOTING POWER

BENEFICIALLY 8

OWNED BY

-0-

EACH

SOLE DISPOSITIVE POWER

9

REPORTING

PERSON 1,250

WITH SHARED DISPOSITIVE POWER

10

-0-

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:

11

1,250

CHECK IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES (See Instructions):

12

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11:

13

0.1%(8)

TYPE OF REPORTING PERSON (See Instructions):

14

IN

(8) Based on 3,841,785 shares of common stock of the Company issued and outstanding as of March 13, 2008, as set forth in the Company's Annual Report under Section 13 or 15(d) of the Securities Exchange Act of 1934, for the fiscal year ended December 31, 2007.

SCHEDULE 13D

This amendment number 8 (Amendment No. 8) amends the Schedule 13D previously filed on October 3, 2007 and amended by Amendment No. 1 filed on October 26, 2007, Amendment No. 2 filed on November 16, 2007, Amendment No. 3 filed on November 20, 2007, Amendment No. 4 filed on December 28, 2007, Amendment No. 5 filed on February 4, 2008, Amendment No. 6 filed on March 14, 2008 and Amendment No. 7 filed on March 28, 2008 (as amended, the Schedule) on behalf of the Reporting Persons with respect to the Reporting Persons beneficial ownership of shares of common stock, par value \$3.50 per share, of Cape Fear Bank Corp., a North Carolina corporation (the Company). All defined terms refer to terms defined herein or in the Schedule. This Amendment No. 8 speaks only as of its date. The Schedule is amended only to the extent set forth herein.

Item 3. Source and Amount of Funds or Other Consideration.

The aggregate purchase price of the shares covered by this Amendment No. 8 is approximately \$142,500. The purchases were made by Maurice J. Koury, individually. The purchases by Mr. Koury were made from personal funds and a line of credit from a bank, as defined in Section 3(a)16 of the Securities Exchange Act of 1934, as amended, in the ordinary course of business.

Item 5. Interest in Securities of the Issuer.

(a) As of the close of business on March 28, 2008, the reporting persons had the following investments in the securities of the Company: (i) Mr. Koury individually holds 201,022 shares representing approximately 5.2% of the Company's common stock, (ii) the Trust holds 127,626 shares representing approximately 3.3% of the Company's common stock (iii) the Foundation holds 5,250 shares representing approximately 0.1% of the Company's outstanding common stock, (iv) Mr. Isser individually holds 4,662 shares representing approximately 0.1% of the Company's outstanding common stock, Mr. Isser's spouse holds 330 shares representing less than 0.1% of the Company's outstanding common stock of which Mr. Isser disclaims beneficial ownership and Mr. Isser's grandson holds 100 shares representing less than 0.1% of the Company's outstanding common stock, (v) Mr. Neblett holds through his individual retirement account 3,000 shares representing approximately 0.1% of the Company's outstanding common stock, (iv) Mr. Sullivan holds 1,250 shares representing less than 0.1% of the Company's outstanding common stock; (v) David Lucht holds 150 shares representing less than 0.1% of the Company's outstanding common stock, and (vi) Mr. Petty may be deemed to own beneficially (as defined in Rule 13d-3 promulgated under the Exchange Act) 5,250 shares representing approximately 0.1% of the Company's outstanding common stock held by the Foundation. Accordingly, the Reporting Persons owned beneficially an aggregate of 343,390 shares of Company outstanding common stock, representing approximately 8.9% of the Company's issued and outstanding common stock as of March 13, 2008.

(b) Mr. Koury, individually, in his capacity as a trustee of the Trust and as Chairman of the Board of Directors of the Foundation, may be deemed to own beneficially (as defined in Rule 13d-3 promulgated under the Exchange Act) 333,898 shares of common stock of the Company representing approximately 8.7% of the Company's outstanding common stock. Mr. Isser may be deemed to own beneficially (as defined in Rule 13d-3 promulgated under the Exchange Act) 5,092 shares of the common stock of the Company representing approximately 0.1% of the Company's outstanding common stock. Mr. Neblett may be deemed to own beneficially (as defined in Rule 13d-3 promulgated under the Exchange Act) 3,000 shares of the common stock of the Company representing less than 0.1% of the Company's outstanding common stock. Mr. Petty may be deemed to own beneficially (as defined in Rule 13d-3 promulgated under the Exchange Act) 5,250 shares of the common stock of the Company representing approximately 0.1% of the Company's outstanding common stock. All percentages are based on the 3,841,785 shares of common stock issued and outstanding as of March 13, 2008 as reported by the Company.

(c) The table below lists purchases of the Company's common stock by the Reporting Persons subsequent to those transactions previously reported in the Schedule. Except as previously disclosed or set forth in the table below, during the sixty days immediately preceding the date of this filing, no purchases attributable to the Reporting Persons were effected in the Company's common stock.

Date	Number of Shares	Price Per Share	Purchased By
March 28, 2008	15,000	\$ 9.50	Koury

(d) No other person is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the securities beneficially owned by the Reporting Persons.

(e) Not applicable

Item 7. Material to Be Filed as Exhibits.

- Exhibit 1.* Joint Filing Agreement, dated October 3, 2007, by Maurice J. Koury, Maurice and Ann Koury Charitable Trust and the Maurice J. Koury Foundation, Inc.
- Exhibit 2.* Promissory Note, dated August 21, 2007
- Exhibit 3.* Letter, dated September 26, 2007, to John Cameron Coburn (Chairman, President and CEO) and Walter Lee Crouch Jr. (Vice Chairman)
- Exhibit 4.** Letter, dated October 24, 2007, to John Cameron Coburn (Chairman, President and CEO)
- Exhibit 5. Letter, dated November 6, 2007, to John Cameron Coburn (Chairman, President and CEO)
- Exhibit 6. Letter, dated November 20, 2007, to Secretary of Cape Fear Bank Corp. demanding to inspect certain books and records of Cape Fear Bank Corp.
- Exhibit 7.+ Letter, dated December 20, 2007, to the Board of Directors of Cape Fear Bank Corp. proposing to purchase all of the issued and outstanding common stock.
- Exhibit 8.++ Letter, dated March 12, 2008, to the Board of Directors of Cape Fear Bank Corp. declaring Mr. Koury's intention to propose an alternative slate of directors for election at the Company's annual meeting.
- Exhibit 9.+++ Letter, dated March 18, 2008, to the Directors of Cape Fear Bank Corp. nominating a slate of directors in opposite to the slate of directors to be proposed by management.
- Exhibit 10.+++ Letter, dated March 20, 2008, to the John Cameron Coburn (Chairman, President and CEO) notifying Cape Fear Bank Corp. of its obligations under Rules 14a-6 and 14a-9 of the Securities Exchange Act of 1934.
- Exhibit 11.+++ Press Release, dated March 25, 2008, announcing his nomination of a slate of directors in opposition to management's nominees.
- Exhibit 12.+++ Amended and Restated Joint Filing Agreement, dated March 26, 2008, by the Reporting Persons.

* Previously filed on Schedule 13D, filed on October 3, 2007.

** Previously filed on Amendment No. 1 to Schedule 13D, filed on October 26, 2007.

Previously filed on Amendment No. 2 to Schedule 13D, filed on November 16, 2007.

Previously filed on Amendment No. 2 to Schedule 13D, filed on November 16, 2007.

+ Previously filed on Amendment No. 4 to Schedule 13D, filed on December 28, 2007.

++ Previously filed on Amendment No. 6 to Schedule 13D, filed on March 14, 2008.

+++ Previously filed on Amendment No. 7 to Schedule 13D, filed on March 28, 2008.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: April 7, 2008.

By: /s/ Maurice J. Koury
Maurice J. Koury, Individually

Date: April 7, 2008.

By: /s/ Maurice J. Koury
Maurice J. Koury, Trustee of the
Maurice and
Ann Koury Charitable Trust

Date: April 7, 2008.

By: /s/ Maurice J. Koury
Maurice J. Koury, Chairman of the
Board of
the Maurice J. Koury Foundation, Inc.

Date: April 7, 2008.

By: /s/ Milton E. Petty
Milton E. Petty, Individually

Date: April 7, 2008.

By: /s/ Scott C. Sullivan
Scott C. Sullivan, Individually

Date: April 7, 2008.

By: /s/ Haywood Cochrane, Jr.
Haywood Cochrane, Jr., Individually

Date: April 7, 2008.

By: /s/ Mort Neblett
Mort Neblett, Individually

Date: April 7, 2008.

By: /s/ James S. Mahan, III
James S. Mahan, III, Individually

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Date: April 7, 2008.

By: /s/ David Lucht
David Lucht, Individually

Date: April 7, 2008.

By: /s/ Robert Isser
Robert Isser, Individually