

Edgar Filing: IMPAC MORTGAGE HOLDINGS INC - Form SC 13D

IMPAC MORTGAGE HOLDINGS INC  
Form SC 13D  
September 29, 2005

OMB Number 3235-0145

United States  
Securities and Exchange Commission  
Washington DC 20549

Schedule 13D  
Under the Securities and Exchange Act of 1934

IMPAC MORTGAGE HOLDINGS, INC.  
Name of Issuer

common stock  
Title of Class of Securities

45254P102  
CUSIP Number

Howard Amster, 23811 Chagrin Blvd., Suite 200  
Beachwood, Ohio 44122-5525, 216 595-1047  
(Name, Address and Telephone Number of Person Authorized  
to Receive Notices and Communications)

9/20/05  
(Date of Event which Requires Filing of this Statement)

If this 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 240.13d-1(e) (f) or (g), check the following box / /.

Note: Scheduled filed in paper format shall include a signed original and five copies of the schedule including all exhibits. See 240.13D-7 for other parties to who 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 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).

|    |                          |               |
|----|--------------------------|---------------|
| 1  | Name of Reporting Person | Howard Amster |
| 2  | If a member group        | a) / /        |
| b) | /X/                      |               |
| 3  | SEC Use only             |               |
| 4  | Source of Funds          | PF            |
| 5  | Check if Disclosure      |               |
| 6  | Citizenship              | U.S.A.        |

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|                  |  |                    |           |
|------------------|--|--------------------|-----------|
| Number of Shares | 7  | Sole Voting        | 3,382,585 |
| Beneficially     |  |                    |           |
| Owned By Each    | 8  | Shared Voting      | 1,140,015 |
| Reporting Person |  |                    |           |
| With             | 9  | Sole Dispositive   | 3,382,585 |
|                  | 10   | Shared Dispositive | 1,140,015 |
| 11               | Aggregate Amount Beneficially owned                    |                    | 3,720,800 |
| 12               | Check if Aggregate Amount (11) Excludes Certain Shares |                    |           |
| 13               | Percent of Class Represented by amount in row (11)     |                    | 4.91 %    |
| 14               | Type of Reporting Person                               |                    | IN        |

|                  |  |                    |   |
|------------------|--|--------------------|---|
| 1                | Name of Reporting Person                               |                    | Howard M Amster 2005<br>Charitable Remainder Unitrust |
| 2                | If a member group                                      | a)                 | / /   |
| b)               | /X/  |                    |   |
| 3                | SEC Use only   |                    |   |
| 4                | Source of Funds  | AF                 |   |
| 5                | Check if Disclosure                                    |                    |   |
| 6                | Citizenship  | U.S.A.             |   |
| Number of Shares | 7  | Sole Voting        |   |
| Beneficially     |  |                    |   |
| Owned By Each    | 8  | Shared Voting      | 2,600   |
| Reporting Person |  |                    |   |
| With             | 9  | Sole Dispositive   |   |
|                  | 10   | Shared Dispositive | 2,600   |
| 11               | Aggregate Amount Beneficially owned                    |                    | 2,600   |
| 12               | Check if Aggregate Amount (11) Excludes Certain Shares |                    |   |
| 13               | Percent of Class Represented by amount in row (11)     |                    | 0.00 %  |
| 14               | Type of Reporting Person                               |                    | 00  |

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|    |  |                            |                    |       |
|----|--|----------------------------|--------------------|-------|
| 1  | Name of Reporting Person                               | Amster Limited Partnership |                    |       |
| 2  | If a member group                                      | a)                         | /                  | /     |
| b) | /X/  |                            |                    |       |
| 3  | SEC Use only   |                            |                    |       |
| 4  | Source of Funds  | WC                         |                    |       |
| 5  | Check if Disclosure                                    |                            |                    |       |
| 6  | Citizenship  | USA                        |                    |       |
|    | Number of Shares                                       | 7                          | Sole Voting        |       |
|    | Beneficially   |                            |                    |       |
|    | Owned By Each  | 8                          | Shared Voting      | 3,600 |
|    | Reporting Person                                       |                            |                    |       |
|    | With   | 9                          | Sole Dispositive   |       |
|    |  | 10                         | Shared Dispositive | 3,600 |
| 11 | Aggregate Amount Beneficially owned                    |                            |                    | 3,600 |
| 12 | Check if Aggregate Amount (11) Excludes Certain Shares |                            |                    |       |
| 13 | Percent of Class Represented by amount in row (11)     |                            | 0.0                | %     |
| 14 | Type of Reporting Person                               | PN                         |                    |       |

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1 Name of Reporting Person Amster Trading Company

2 If a member group a) / /  
 b) /X/

3 SEC Use only

4 Source of Funds WC

5 Check if Disclosure

6 Citizenship USA

Number of Shares 7 Sole Voting  
 Beneficially  
 Owned By Each 8 Shared Voting 931,315  
 Reporting Person  
 With 9 Sole Dispositive  
 10 Shared Dispositive 931,315

11 Aggregate Amount Beneficially owned 140,115

12 Check if Aggregate Amount (11) Excludes Certain Shares

13 Percent of Class Represented by amount in row (11) 0.20 %

14 Type of Reporting Person CO

1 Name of Reporting Person Amster Trading Company  
 Charitable Remainder Unitrusts

2 If a member group a) / /  
 b) /X/

3 SEC Use only

4 Source of Funds AF

5 Check if Disclosure

6 Citizenship

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|                  |  |                    |         |
|------------------|--|--------------------|---------|
| Number of Shares | 7  | Sole Voting        |         |
| Beneficially     |  |                    |         |
| Owned By Each    | 8  | Shared Voting      | 791,200 |
| Reporting Person |  |                    |         |
| With             | 9  | Sole Dispositive   |         |
|                  | 10   | Shared Dispositive | 791,200 |
| 11               | Aggregate Amount Beneficially owned                    |                    | 791,200 |
| 12               | Check if Aggregate Amount (11) Excludes Certain Shares |                    |         |
| 13               | Percent of Class Represented by amount in row (11)     | 1.04               | %       |
| 14               | Type of Reporting Person                               |                    | 00      |

|    |                          |                 |
|----|--------------------------|-----------------|
| 1  | Name of Reporting Person | Samuel J Heller |
| 2  | If a member group        | a) / /          |
| c) | /X/                      |                 |
| 3  | SEC Use only             |                 |
| 4  | Source of Funds          | PF              |
| 5  | Check if Disclosure      |                 |
| 6  | Citizenship              | U.S.A.          |

|                  |  |                    |       |
|------------------|--|--------------------|-------|
| Number of Shares | 7  | Sole Voting        |       |
| Beneficially     |  |                    |       |
| Owned By Each    | 8  | Shared Voting      | 8,000 |
| Reporting Person |  |                    |       |
| With             | 9  | Sole Dispositive   |       |
|                  | 10   | Shared Dispositive | 8,000 |
| 11               | Aggregate Amount Beneficially owned                    |                    | 8,000 |
| 12               | Check if Aggregate Amount (11) Excludes Certain Shares |                    |       |
| 13               | Percent of Class Represented by amount in row (11)     | 0.01               | %     |
| 14               | Type of Reporting Person                               |                    | IN    |

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1 Name of Reporting Person Samuel J Heller Irrevocable Trust

2 If a member group a) / /  
 b) /X/

3 SEC Use only

4 Source of Funds 00

5 Check if Disclosure

6 Citizenship U.S.A.

Number of Shares 7 Sole Voting  
 Beneficially  
 Owned By Each 8 Shared Voting 8,000  
 Reporting Person  
 With 9 Sole Dispositive  
 10 Shared Dispositive 8,000

11 Aggregate Amount Beneficially owned 8,000

12 Check if Aggregate Amount (11) Excludes Certain Shares

13 Percent of Class Represented by amount in row (11) 0.01 %

14 Type of Reporting Person 00

1 Name of Reporting Person Let's Get Organized, Inc.

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2 If a member group a) / /  
 b) /X/  
 3 SEC Use only  
 4 Source of Funds WC  
 5 Check if Disclosure  
 6 Citizenship U.S.A.  
 Number of Shares 7 Sole Voting  
 Beneficially  
 Owned By Each 8 Shared Voting 700  
 Reporting Person  
 With 9 Sole Dispositive  
 10 Shared Dispositive 700  
 11 Aggregate Amount Beneficially owned 700  
 12 Check if Aggregate Amount (11) Excludes Certain Shares  
 13 Percent of Class Represented by amount in row (11) 0.0 %  
 14 Type of Reporting Person CO

1 Name of Reporting Person Pleasant Lake Apts. Corp.  
 2 If a member group a) / /  
 b) /X/  
 3 SEC Use only  
 4 Source of Funds WC  
 5 Check if Disclosure  
 6 Citizenship U.S.A.  
 Number of Shares 7 Sole Voting  
 Beneficially  
 Owned By Each 8 Shared Voting 25,000

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|                  |  |                    |        |
|------------------|--|--------------------|--------|
| Reporting Person |  |                    |        |
| With             | 9  | Sole Dispositive   |        |
|                  | 10   | Shared Dispositive | 25,000 |
| 11               | Aggregate Amount Beneficially owned                    |                    | 25,000 |
| 12               | Check if Aggregate Amount (11) Excludes Certain Shares |                    |        |
| 13               | Percent of Class Represented by amount in row (11)     |                    | 0.03 % |
| 14               | Type of Reporting Person                               |                    | CO     |

|    |  |    |   |
|----|--|----|---|
| 1  | Name of Reporting Person                               |    | Pleasant Lake Apts. Ltd.<br>Partnership |
| 2  | If a member group                                      | a) | / /                                     |
| b) | /X/  |    |   |
| 3  | SEC Use only   |    |   |
| 4  | Source of Funds  |    | 00                                      |
| 5  | Check if Disclosure                                    |    |   |
| 6  | Citizenship  |    | U.S.A.                                  |
|    | Number of Shares                                       | 7  | Sole Voting                             |
|    | Beneficially   |    |   |
|    | Owned By Each  | 8  | Shared Voting 25,000                    |
|    | Reporting Person                                       |    |   |
|    | With   | 9  | Sole Dispositive                        |
|    |  | 10 | Shared Dispositive 25,000               |
| 11 | Aggregate Amount Beneficially owned                    |    | 25,000                                  |
| 12 | Check if Aggregate Amount (11) Excludes Certain Shares |    |   |
| 13 | Percent of Class Represented by amount in row (11)     |    | 0.03 %                                  |
| 14 | Type of Reporting Person                               |    | 00                                      |



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1 Name of Reporting Person Ramat Securities Ltd.

2 If a member group a) / /  
 b) /X/

3 SEC Use only

4 Source of Funds WC

5 Check if Disclosure

6 Citizenship U.S.A.

Number of Shares 7 Sole Voting  
 Beneficially  
 Owned By Each 8 Shared Voting 169,500  
 Reporting Person  
 With 9 Sole Dispositive  
 10 Shared Dispositive 169,500

11 Aggregate Amount Beneficially owned 169,500

12 Check if Aggregate Amount (11) Excludes Certain Shares

13 Percent of Class Represented by amount in row (11) 0.22 %

14 Type of Reporting Person BD

1 Name of Reporting Person Tova Financial, Inc.

2 If a member group a) / /

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b) /X/

3 SEC Use only

4 Source of Funds WC

5 Check if Disclosure

6 Citizenship USA

Number of Shares 7 Sole Voting  
Beneficially  
Owned By Each 8 Shared Voting 13,000  
Reporting Person  
With 9 Sole Dispositive

10 Shared Dispositive 13,000

11 Aggregate Amount Beneficially owned 8,000

12 Check if Aggregate Amount (11) Excludes Certain Shares

13 Percent of Class Represented by amount in row (11) 0.01 %

14 Type of Reporting Person CO

1 Name of Reporting Person Tova Financial, Inc. Charitable  
Remainder Unitrust

2 If a member group a) / /  
b) /X/

3 SEC Use only

4 Source of Funds AF

5 Check if Disclosure

6 Citizenship

Number of Shares 7 Sole Voting  
Beneficially  
Owned By Each 8 Shared Voting 5,000  
Reporting Person

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|      |  |                    |        |
|------|--|--------------------|--------|
| With | 9  | Sole Dispositive   |        |
|      | 10   | Shared Dispositive | 5,000  |
| 11   | Aggregate Amount Beneficially owned                    |                    | 5,000  |
| 12   | Check if Aggregate Amount (11) Excludes Certain Shares |                    |        |
| 13   | Percent of Class Represented by amount in row (11)     |                    | 0.01 % |
| 14   | Type of Reporting Person                               |                    | 00     |

|                  |  |                    |               |
|------------------|--|--------------------|---------------|
| 1                | Name of Reporting Person                               |                    | ZAK Group LLC |
| 2                | If a member group                                      | a)                 | / /           |
| b)               | /X/  |                    |               |
| 3                | SEC Use only   |                    |               |
| 4                | Source of Funds  | WC                 |               |
| 5                | Check if Disclosure                                    |                    |               |
| 6                | Citizenship  | U.S.A.             |               |
| Number of Shares | 7  | Sole Voting        |               |
| Beneficially     |  |                    |               |
| Owned By Each    | 8  | Shared Voting      | 3,600         |
| Reporting Person |  |                    |               |
| With             | 9  | Sole Dispositive   |               |
|                  | 10   | Shared Dispositive | 3,600         |
| 11               | Aggregate Amount Beneficially owned                    |                    | 3,600         |
| 12               | Check if Aggregate Amount (11) Excludes Certain Shares |                    |               |
| 13               | Percent of Class Represented by amount in row (11)     |                    | 0.0 %         |
| 14               | Type of Reporting Person                               |                    | 00            |

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1 Name of Reporting Person David Zlatin

2 If a member group a) / /

d) /X/

3 SEC Use only

4 Source of Funds PF

5 Check if Disclosure

6 Citizenship U.S.A.

|                  |    |                    |         |
|------------------|----|--------------------|---------|
| Number of Shares | 7  | Sole Voting        | 7,130   |
| Beneficially     |    |                    |         |
| Owned By Each    | 8  | Shared Voting      | 186,800 |
| Reporting Person |    |                    |         |
| With             | 9  | Sole Dispositive   | 7,130   |
|                  | 10 | Shared Dispositive | 186,800 |

11 Aggregate Amount Beneficially owned 188,930

12 Check if Aggregate Amount (11) Excludes Certain Shares

13 Percent of Class Represented by amount in row (11) 0.24 %

14 Type of Reporting Person IN

1 Name of Reporting Person Gilda Zlatin

2 If a member group a) / /

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e) /X/

3 SEC Use only

4 Source of Funds PF

5 Check if Disclosure

6 Citizenship U.S.A.

|                  |    |                    |        |
|------------------|----|--------------------|--------|
| Number of Shares | 7  | Sole Voting        | 2,120  |
| Beneficially     |    |                    |        |
| Owned By Each    | 8  | Shared Voting      | 13,000 |
| Reporting Person |    |                    |        |
| With             | 9  | Sole Dispositive   | 2,120  |
|                  | 10 | Shared Dispositive | 13,000 |

11 Aggregate Amount Beneficially owned 10,120

12 Check if Aggregate Amount (11) Excludes Certain Shares

13 Percent of Class Represented by amount in row (11) 0.01 %

14 Type of Reporting Person IN

Item 1. Security and Issuer

IMPAC MORTGAGE HOLDINGS, INC.  
common stock

IMPAC MORTGAGE HOLDINGS, INC.  
1401 Dove Street  
Newport Beach, California 92660  
949 475-3600

CUSIP Number 45254P102

Item 2. Identity and Background

Howard Amster

a) Howard Amster

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- b) 23811 Chagrin Blvd., # 200, Beachwood, Ohio 44122-5525
- c) Present principal occupation- Real Estate Operator  
23811 Chagrin Blvd. # 200, Beachwood, Oh 44122-5525
- d) Howard Amster has not been convicted in any criminal proceedings (excluding traffic violations or similar misdemeanors, if any) within the last five years.
- e) Howard Amster has not been party to any civil proceedings of a judicial or administrative body or competent jurisdiction of the type described in Item 2 of Schedule 13D within the last five years.
- f) U.S.A.

Howard M Amster 2005 Charitable Remainder Unitrust

Howard M Amster 2005 Charitable Remainder Unitrust has been funded by Howard Amster . Because Howard Amster has the right to change the trustee of the trust, he can be deemed to have the right to shared voting and dispositive power over any security owned by the trust. While Howard Amster receives certain income distributions from the trust, the assets owned by the trust benefits charitable purposes. Howard Amster disclaims beneficial ownership of the securities owned by the trust. Howard Amster is the sole trustee of the Howard M Amster 2005 Charitable Remainder Unitrust, although he has no pecuniary interest in the trust and therefore disclaims beneficial ownership of shares owned by the trust.

- a) Howard M Amster 2005 Charitable Remainder Unitrust
- b) 23811 Chagrin Blvd., # 200  
Beachwood, Ohio 44122-5525
- c) Charitable Remainder Unitrust
- d) Neither Howard Amster or the trustee have been convicted in any criminal proceedings (excluding traffic violations or similar misdemeanors, if any) within the last five years.
- e) Neither Howard Amster or the trustee have been a party to any civil proceedings of a judicial or administrative body or competent jurisdictions of the type described in Item 2 of Schedule 13D within the last five years.
- f) U.S.A.

Amster Limited Partnership

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Howard Amster is a 10 % owner and General Partner of Amster Limited Partnership and as such can be deemed the beneficial owner of such entity and may be deemed to have shared voting and dispositive power over shares owned by Amster Limited Partnership.

- a) Amster Limited Partnership
- b) 23811 Chagrin Blvd., # 200  
Beachwood, Ohio 44122-5525
- c) Investments
- d) Neither the officers, directors or partners of Amster Ltd. Partnership have been convicted in any criminal proceedings (excluding traffic violations or similar misdemeanors, if any) within the last five years.
- e) Neither the officers, directors or partners of Amster Ltd. Partnership have been a party to any civil proceedings of a judicial or administrative body or competent jurisdictions of the type described in Item 2 of Schedule 13D within the last five years.
- f) U.S.A.

### Amster Trading Company

Howard Amster is the 100% owner of Amster Trading Company and as such can be deemed the beneficial owner of such entity and may be deemed to have shared voting and dispositive power over shares owned by Amster Trading Company.

- a) Amster Trading Company
- b) 23811 Chagrin Blvd., # 200  
Beachwood, Ohio 44122-5525
- c) Investments
- d) Neither the officers, directors, or shareholder of Amster Trading Company have been convicted in any criminal proceedings (excluding traffic violations or similar misdemeanors, if any) within the last five years.
- e) Neither the officers, directors, or shareholder of Amster Trading Company have been a party to any civil proceedings of a judicial or administrative body or competent jurisdictions of the type described in Item 2 of Schedule 13D within the last five years.
- f) U.S.A.

### Amster Trading Company Charitable Remainder Unitrusts

Amster Trading Company Charitable Remainder Unitrusts have been funded by Amster Trading Company. Because Amster Trading Company has the right to change the trustee of the trusts, it can be deemed to have the right to shared voting and

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dispositive power over any security owned by the trusts. While Amster Trading Company receives certain income distributions from the trusts, the assets owned by the trusts benefits charitable purposes. Amster Trading Company disclaims beneficial ownership of the securities owned by these trusts. Howard Amster is the sole trustee of the Amster Trading Company Charitable Remainder Unitrusts although he has no pecuniary interest in the trusts and therefore disclaims beneficial ownership of shares owned by the trusts.

- a) Amster Trading Company Charitable Remainder Unitrusts
- b) 23811 Chagrin Blvd., # 200  
Beachwood, Ohio 44122-5525
- c) Charitable Remainder Unitrusts
- d) Neither the officers, directors, or shareholders of Amster Trading Company have been convicted in any criminal proceedings (excluding traffic violations or similar misdemeanors, if any) within the last five years.
- e) Neither the officers, directors, or shareholders of Amster Trading Company have been a party to any civil proceedings of a judicial or administrative body or competent jurisdictions of the type described in Item 2 of Schedule 13D within the last five years.
- f) U.S.A.

Samuel J Heller

- a) Samuel J Heller
- b) 1550 N Stapley Drive, # 131  
Mesa, Arizona 85203-3710
- c) Student
- d) Samuel J Heller has not been convicted in any criminal proceedings (excluding traffic violations or similar misdemeanors, if any) within the last five years.
- e) Samuel J Heller has not been party to any civil proceedings of a judicial or administrative body or competent jurisdiction of the type described in Item 2 of Schedule 13D within the last five years.
- f) U.S.A.

Samuel J Heller Irrevocable Trust

Howard Amster is a co-trustee of the Samuel J Heller Irrevocable Trust. Mr. Amster can be deemed to have the right to shared voting and dispositive power over any security owned by the trust. Mr. Amster has no pecuniary interest in the trust and therefore disclaims beneficial ownership of shares owned by the trust.

- a) Samuel J Heller Irrevocable Trust



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- b) 1550 N Stapley Drive, # 131  
Mesa, Arizona 85203-3710
- c) Irrevocable Trust
- d) Neither Howard Amster as trustee or the other trustees have been convicted in any criminal proceedings (excluding traffic violations or similar misdemeanors, if any) within the last five years.
- e) Neither Howard Amster as trustee or the other trustees have been a party to any civil proceedings of a judicial or administrative body or competent jurisdictions of the type described in Item 2 of Schedule 13D within the last five years.
- f) U.S.A.

Let's Get Organized, Inc.

David Zlatin is the 100 % owner of Let's Get Organized, Inc. and as such can be deemed the beneficial owner of such entity and may be deemed to have shared voting and dispositive power over shares owned by Let's Get Organized, Inc.

- a) Let's Get Organized, Inc.
- b) 2542 Biscayne Blvd.  
Beachwood, Ohio 44122-1773
- c) Investments
- d) Neither the officers, directors, or shareholder of Let's Get Organized, Inc. have been convicted in any criminal proceedings (excluding traffic violations or similar misdemeanors, if any) within the last five years.
- e) Neither the officers, directors, or shareholder of Let's Get Organized, Inc. have been a party to any civil proceedings of a judicial or administrative body or competent jurisdictions of the type described in Item 2 of Schedule 13D within the last five years.
- f) U.S.A.

Pleasant Lake Apts. Corp.

Howard Amster is the 100 % owner of Pleasant Lake Apts. Corp. and as such can be deemed the beneficial owner of such entity and may be deemed to have shared voting and dispositive power over shares owned by Pleasant Lake Apts. Ltd. Corp.

- a) Pleasant Lake Apts. Corp.
- b) 23811 Chagrin Blvd., # 200  
Beachwood, Ohio 44122-5525
- c) Investments

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d) Neither the officers, directors or shareholder of Pleasant Lake Apts. Corp. have been convicted in any criminal proceedings (excluding traffic violations or similar misdemeanors, if any) within the last five years.

e) Neither the officers, directors or shareholder of Pleasant Lake Apts. Corp. have been a party to any civil proceedings of a judicial or administrative body or competent jurisdictions of the type described in Item 2 of Schedule 13D within the last five years.

f) U.S.A.

### Pleasant Lake Apts. Ltd. Partnership

Howard Amster is the 99.75 % owner of Pleasant Lake Apts. Ltd. Partnership and as such can be deemed the beneficial owner of such entity and may be deemed to have shared voting and dispositive power over shares owned by Pleasant Lake Apts. Ltd. Partnership.

Pleasant Lake Apts. Corp. is the General Partner of Pleasant Lake Apts. Ltd. Partnership and as such can be deemed the beneficial owner of such entity and may be deemed to have shared voting and dispositive power over shares owned by Pleasant Lake Apts. Ltd. Partnership.

a) Pleasant Lake Apts. Ltd. Partnership

b) 7530 Lucerne Drive, # 101  
Middleburg Heights, Ohio 44130

c) Real Estate

d) Neither the officers, directors or partners of Pleasant Lake Apts. Ltd. Partnership have been convicted in any criminal proceedings (excluding traffic violations or similar misdemeanors, if any) within the last five years.

e) Neither the officers, directors or partners of Pleasant Lake Apts. Ltd. Partnership have been a party to any civil proceedings of a judicial or administrative body or competent jurisdictions of the type described in Item 2 of Schedule 13D within the last five years.

f) U.S.A.

Ramat Securities Ltd., 23811 Chagrin Blvd., # 200, Beachwood, Ohio 44122  
Securities Firm

David Zlatin and Howard Amster are the unitholders of Ramat Securities Ltd., an Ohio Limited Liability Company.

David Zlatin is a 17 % owner/principal of Ramat Securities Ltd. and has joint control of voting and dispositive power over all securities owned by Ramat Securities Ltd. While David Zlatin

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directly or indirectly or indirectly does not beneficially own 5 % of Impac Mortgage Holdings, Inc., he because of such voting and dispositive power, might be deemed a beneficial owner of these shares owned by Ramat Securities Ltd.

Howard Amster is an 83 % owner/principal of Ramat Securities Ltd. He has joint voting or dispositive power over any securities owned by Ramat Securities Ltd., but by being an 83 % owner can be deemed a beneficial owner of all securities owned by Ramat Securities Ltd.

d) Neither the members or unitholders of Ramat Securities Ltd. have been convicted in any criminal proceedings (excluding traffic violations or similar misdemeanors, if any) within the last five years.

e) Neither the members or unitholders of Ramat Securities Ltd. have been a party to any civil proceedings of a judicial or administrative body or competent jurisdictions of the type described in Item 2 of Schedule 13D within the last five years.

f) U.S.A.

Tova Financial, Inc.

David Zlatin is a 50 % owner of Tova Financial, Inc. and as such can be deemed the beneficial owner of such entity and may be deemed to share shared voting and dispositive power over shares owned by Tova Financial, Inc.

Gilda Zlatin is a 50 % owner of Tova Financial, Inc. and as such can be deemed the beneficial owner of such entity and may be deemed to share shared voting and dispositive power over shares owned by Tova Financial, Inc.

a) Tova Financial, Inc.  
b) 2562 Biscayne Blvd.  
Beachwood, Ohio 44122-1773

c) Investments

d) Neither the officers, directors or shareholders of Tova Financial Inc. have been convicted in any criminal proceedings (excluding traffic violations or similar misdemeanors, if any) within the last five years.

e) Neither the officers, directors or shareholders of Tova Financial Inc. have been a party to any civil proceedings of a judicial or administrative body or competent jurisdictions of the type described in Item 2 of Schedule 13D within the last five years.

f) U.S.A.

Tova Financial, Inc., Charitable Remainder Unitrust

Tova Financial, Inc., Charitable Remainder Unitrust has been Funded by Tova Financial, Inc. Because Tova Financial, Inc. has the right to change the trustee of the trust, it can be deemed to have the right to shared voting and dispositive power over

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any security owned by the trust. While Tova Financial, Inc. receives certain income distributions from the trust, the assets owned by the trust benefits charitable purposes. Tova Financial Inc. disclaims beneficial ownership of the securities owned by the trust. David Zlatin and Gilda Zlatin are co-trustees of the Tova Financial, Inc. Charitable Remainder Unitrust, although they have no pecuniary interest in the trust and therefore disclaim beneficial ownership of shares owned by the trust.

- a) Tova Financial, Inc., Charitable Remainder Unitrust
- b) 2562 Biscayne Blvd.  
Beachwood, Ohio 44122-1773
- c) Charitable Remainder Unitrust
- d) Neither the officers, directors, or shareholders of Tova Financial, Inc. have been convicted in any criminal proceedings (excluding traffic violations or similar misdemeanors, if any) within the last five years.
- e) Neither the officers, directors, or shareholders of Tova Financial, Inc. have been a party to any civil proceedings of a judicial or administrative body or competent jurisdictions of the type described in Item 2 of Schedule 13D within the last five years.

### ZAK Group LLC

David Zlatin is a 36 % owner of ZAK Group LLC and as such can be deemed to be a beneficial owner of such entity and may be deemed to have shared voting and dispositive power shares owned by ZAK Group LLC. Amster Limited Partnership is a 28 % owner of ZAK Group LLC and as such can be deemed to be a beneficial owner of such entity and may be deemed to have shared voting and dispositive power owned by ZAK Group LLC.

- a) ZAK Group LLC
- b) 221 Allynd Blvd., Chardon, Ohio 44024-1010
- c) Investments
- d) Neither the officers, directors or members of ZAK Group LLC have been convicted in any criminal proceedings (excluding traffic violations or similar misdemeanors, if any) within the last five years.
- e) Neither the officers, directors or members of ZAK Group LLC have been a party to any civil proceedings of a judicial or administrative body of competent jurisdiction of the type described in Item 2 of Schedule 13D within the last five years.

### David Zlatin

David Zlatin and Gilda Zlatin are husband and wife. Except for Tova Financial, Inc., and Tova Financial, Inc. Charitable Remainder Unitrust, each disclaims any shared voting and dispositive power over shares of Impac Mortgage Holdings, Inc. that each may own as a beneficial owner.

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- a) David Zlatin
- b) 2562 Biscayne Blvd., Beachwood, Ohio 44122-1773
- c) Present principal occupation- Principal, Ramat Securities Ltd., securities firm- 23811 Chagrin Blvd. # 200, Beachwood, Oh 44122-5525
- d) David Zlatin has not been convicted in any criminal proceedings (excluding traffic violations or similar misdemeanors, if any) within the last five years.
- e) David Zlatin has not been party to any civil proceedings of a judicial or administrative body or competent jurisdiction of the type described in Item 2 of Schedule 13D within the last five years.

Gilda Zlatin

David Zlatin and Gilda Zlatin are husband and wife. Except for Tova Financial, Inc., and Tova Financial, Inc. Charitable Remainder Unitrust, each disclaims any shared voting and dispositive power over shares of Impac Mortgage Holdings, Inc. that each may own as a beneficial owner.

- a) Gilda Zlatin
- b) 2562 Biscayne Blvd., Beachwood, Ohio 44122-1773
- c) Present principal occupation- Teacher  
On leave/sabbatical.
- d) Gilda Zlatin has not been convicted in any criminal proceedings (excluding traffic violations or similar misdemeanors, if any) within the last five years.
- e) Gilda Zlatin has not been party to any civil proceedings of a judicial or administrative body or competent jurisdiction of the type described in Item 2 of Schedule 13D within the last five years.

For information purposes only:

Tamra F. Gould, a registered representative of Ramat Securities Ltd. is not an owner of Ramat Securities Ltd. and accordingly, has no shared voting, no dispositive power, no pecuniary interest in Registrant's common shares nor to any other securities owned by Ramat Securities Ltd. Ms. Gould disclaims being a member of this group. Ms. Gould owns directly or indirectly 27,300 common shares of Impac Mortgage, Inc. or 0.04 % of the Registrant's common shares with sole voting and dispositive power over these shares. Ramat Securities Ltd. has no voting, no dispositive power, nor pecuniary interest in Registrant's

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common shares nor to any other securities owned directly or indirectly by Ms. Gould.

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

Howard Amster, in his personal and individual retirement accounts purchased all 3,382,585 common shares with personal funds without borrowing. The total consideration for the purchases is is \$ 58,417,527.42.

Howard M Amster 2005 Charitable Remainder Unitrust purchased all 2,600 common shares with trust assets without borrowing. The total consideration for the purchase was \$ 33,152.37.

Amster Trading Company purchased all 140,115 common shares with working capital without borrowing. The total consideration for these purchases is \$ 2,602,897.94.

Amster Trading Company Charitable Remainder Unitrusts purchased all 791,200 common shares with trust assets without borrowing. The total consideration for these purchases is \$ 12,163,922.35.

Samuel J Heller Irrevocable Trust purchased all 8,000 common shares with trust assets without borrowing. The total consideration for these purchase is \$ \$ 41,544.50.

Let's Get Organized, Inc. purchased all 700 common shares with working capital without borrowing. The total consideration for the purchase is \$ 13,426.48.

Pleasant Lake Apts. Ltd. Partnership purchased all 25,000 common shares with partnership funds without borrowing. The total consideration for these purchases is \$ 145,605.53

Ramat Securities Ltd. purchased all 169,500 common shares with working capital without borrowing. The total consideration for these purchases is \$ 882,505.20.

Tova Financial, Inc. purchased all 8,000 common shares with working capital without borrowing. The total consideration for these purchases is \$ 162,811.60.

Tova Financial, Inc. Charitable Remainder Unitrust purchased all 5,000 common shares with trust assets without borrowing. The total consideration for the purchase is \$ 111,644.50.

ZAK Group LLC purchased all 3,600 common shares with working capital without borrowing. The total consideration for the purchase is \$ 71,140.46. .

David Zlatin , in his individual retirement and K accounts purchased all 7,130 common shares with personal funds and without borrowing. The total consideration for the purchases is \$ 144,846.49.

Gilda Zlatin in her individual retirement account purchased All 2,120 common shares with personal funds and without borrowing. The total consideration for the purchases is \$ 43,263.29.

### Item 4. Purpose of Transaction

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Howard Amster, Howard M Amster 2005 Charitable Remainder Unitrust, Amster Limited Partnership, Amster Trading Company, Amster Trading Company Charitable Remainder Unitrusts, Samuel J Heller, Samuel J. Heller Irrevocable Trust, Let's Get Organized Inc., Pleasant Lake Apts. Corp., Pleasant Lake Apts. Ltd. Partnership, Ramat Securites Ltd., Tova Financial, Inc., Tova Financial Inc. Charitable Remainder Unitrust, Zak Group Ltd., David Zlatin, Gilda Zlatin acquired their shares for purposes of investment and may deemed to be a group.

There are no present plans or proposals by this group of record or the beneficial owners as reported in this Schedule 13D which relates to or would result in the following:

- a. The acquisition by any person of additional securities of the issuer, or the disposition of securities of the issuer provided, however, the reporting persons might acquire additional shares or other securities of the issuer or dispose of some or all of their shares depending upon market conditions and their personal circumstances;
- b. An extraordinary corporate transaction, such as a merger, reorganization or liquidation, involving the issuer or any of its subsidiaries;
- c. A sale or transfer or a material amount of assets of the issuer or any of its subsidiaries;
- d. Any change in the present board of directors or management of the issuer, including any plans or proposals to change the number of the terms of directors or to fill any existing vacancies on the board;
- e. Any material change in the present capitalization or dividend policy of the issuer;
- f. Any other material in the issuer's business or corporate structure;
- g. Changes in the issuer's charter, bylaws or instruments corresponding thereto or other actions which may impede the acquisition of control of the issuer by any person;
- h. Causing a class of securities of the issuer to be delisted from a national securities exchange or cease to be authorized to be quoted in an inter-dealer quotation system of a registered national securities association;
- i) A class of equity securities of the issuer becoming eligible for termination of registration pursuant to Section 12(g)(4) of the Act; or
- j. Any action similar to any of those enumerated above.

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Item 5. Interest in Securities of the Issuer

The outstanding common shares of the Issuer is 75,732,094 shares. Refer to 10-Q/A for quarterly period ending June 30, 2005.

(a) (b) The aggregate amount owned by this Reporting Group is 4,545,550 shares or 6.00 % of the outstanding shares.

Howard Amster in his name and individual retirement accounts owns 3,382,585 shares or 4.47 % of the common outstanding shares.

Howard M Amster 2005 Charitable Remainder Unitrust owns 2,600 shares or 0.00 % of the common outstanding shares.

Amster Trading Company owns 140,115 shares or 0.20 % of the common outstanding shares.

Amster Trading Company Charitable Remainder Unitrusts own 791,200 shares or 1.04 % of the common outstanding shares.

Samuel J Heller Irrevocable trust owns 8,000 shares or 0.01 % of the common outstanding shares.

Let's Get Organized, Inc. owns 700 shares or 0.00 % of the common outstanding shares.

Pleasant Lake Apts. Ltd. Partnership owns 25,000 common shares or 0.03 % of the common outstanding shares.

Ramat Securities Ltd. owns 169,500 common shares or 0.22 % of the common outstanding shares.

Tova Financial, Inc. owns 8,000 common shares or 0.01 % of the common outstanding shares.

Tova Financial, Inc. Charitable Remainder Unitrust owns 5,000 or 0.01 % of the common outstanding shares.

ZAK Group LLC owns 3,600 common shares or 0.00 % of the common outstanding shares.

David Zlatin owns 7,130 common shares or 0.01 % of the common outstanding shares.

Gilda Zlatin owns 2,120 common shares or 0.00 % of the common outstanding shares.

c) Description of Transactions

All purchases were executed on a listed stock exchange as an open market transaction.

| Identity      | Date     | Shares | Price  | Executing Broker  |
|---------------|----------|--------|--------|-------------------|
| Howard Amster | 12/28/98 | 30,000 | 4.3733 | Everen Securities |
| and his       | 12/29/98 | 6,310  | 4.2021 | Everen Securities |
| Individual    | 05/03/99 | 18,000 | 5.3125 | Everen Securities |



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|                     |          |         |         |                   |
|---------------------|----------|---------|---------|-------------------|
| Retirement Accounts | 09/27/99 | 4,400   | 4.6335  | Everen            |
| Securities          | 09/28/99 | 6,600   | 4.5625  | Everen Securities |
|                     | 09/30/99 | 9,000   | 4.6875  | Everen Securities |
|                     | 03/01/00 | 5,300   | 3.1875  | Bear, Stearns     |
|                     | 03/30/00 | 9,800   | 3.4375  | Bear, Stearns     |
|                     | 03/31/00 | 14,500  | 3.50    | Bear, Stearns     |
|                     | 04/03/00 | 1,800   | 3.4375  | Bear, Stearns     |
|                     | 04/04/00 | 1,500   | 3.4375  | Bear, Stearns     |
|                     | 04/05/00 | 7,000   | 3.50    | Bear, Stearns     |
|                     | 04/07/00 | 17,000  | 3.4743  | Bear, Stearns     |
|                     | 04/11/00 | 13,100  | 3.50    | Bear, Stearns     |
|                     | 04/12/00 | 10,000  | 3.4687  | Bear, Stearns     |
|                     | 04/13/00 | 13,600  | 3.3732  | Bear, Stearns     |
|                     | 04/14/00 | 31,900  | 3.2833  | Bear, Stearns     |
|                     | 04/17/00 | 60,500  | 3.1451  | Bear, Stearns     |
|                     | 09/29/00 | 8,500   | 2.559   | Bear, Stearns     |
|                     | 10/02/00 | 2,000   | 2.64    | Bear, Stearns     |
|                     | 10/03/00 | 2,000   | 2.64    | Bear, Stearns     |
|                     | 10/04/00 | 4,000   | 2.60    | Bear, Stearns     |
|                     | 10/10/00 | 5,200   | 2.4725  | Bear, Stearns     |
|                     | 10/11/00 | 8,000   | 2.3625  | Bear, Stearns     |
|                     | 10/12/00 | 3,800   | 2.36    | Bear, Stearns     |
|                     | 10/16/00 | 4,300   | 2.3093  | Bear, Stearns     |
|                     | 10/17/00 | 3,000   | 2.35    | Bear, Stearns     |
|                     | 10/18/00 | 1,500   | 2.28    | Bear, Stearns     |
|                     | 10/18/00 | 3,800   | 2.30    | Bear, Stearns     |
|                     | 11/07/00 | 1,000   | 2.35    | Bear, Stearns     |
|                     | 11/08/00 | 4,000   | 2.282   | Bear, Stearns     |
|                     | 11/09/00 | 37,400  | 2.105   | Bear, Stearns     |
|                     | 11/10/00 | 11,400  | 2.1254  | Bear, Stearns     |
|                     | 11/13/00 | 22,200  | 2.07    | Bear, Stearns     |
|                     | 11/15/00 | 9,300   | 2.016   | Bear, Stearns     |
|                     | 11/16/00 | 21,500  | 2.0762  | Bear, Stearns     |
|                     | 11/16/00 | 4,500   | 2.08    | Bear, Stearns     |
|                     | 11/22/00 | 1,600   | 1.91    | Bear, Stearns     |
|                     | 12/01/00 | 56,500  | 1.96    | Bear, Stearns     |
|                     | 03/11/04 | 42,600  | 22.8242 | Bear, Stearns     |
|                     | 03/12/04 | 10,000  | 23.229  | Bear, Stearns     |
|                     | 04/08/04 | 3,500   | 22.0372 | Bear, Stearns     |
|                     | 04/08/04 | 13,100  | 22.0373 | Bear, Stearns     |
|                     | 04/12/04 | 22,700  | 19.8022 | Bear, Stearns     |
|                     | 04/13/04 | 4,100   | 19.5212 | Bear, Stearns     |
|                     | 04/14/04 | 232,230 | 19.0616 | Bear, Stearns     |
|                     | 04/15/04 | 367,000 | 19.0716 | Bear, Stearns     |
|                     | 04/16/04 | 101,000 | 20.2394 | Bear, Stearns     |
|                     | 04/19/04 | 28,800  | 20.1471 | Bear, Stearns     |
|                     | 04/20/04 | 186,300 | 19.4631 | Bear, Stearns     |
|                     | 04/21/04 | 206,700 | 19.1454 | Bear, Stearns     |
|                     | 04/23/04 | 90,800  | 19.8418 | Bear, Stearns     |
|                     | 04/26/04 | 46,100  | 19.5752 | Bear, Stearns     |
|                     | 04/26/04 | 3,700   | 19.6435 | Wachovia          |
|                     | 04/27/04 | 72,700  | 19.8961 | Bear, Stearns     |
|                     | 04/28/04 | 35,100  | 19.7537 | Bear, Stearns     |
|                     | 04/29/04 | 79,300  | 18.8703 | Bear, Stearns     |
|                     | 04/30/04 | 50,000  | 18.9163 | Bear, Stearns     |
|                     | 05/03/04 | 6,600   | 18.6108 | Bear, Stearns     |
|                     | 06/08/04 | 47,745  | 20.3967 | Bear, Stearns     |
|                     | 07/15/04 | 54,000  | 22.1353 | Bear, Stearns     |
|                     | 07/16/04 | 20,500  | 22.4267 | Bear, Stearns     |
|                     | 07/19/04 | 32,000  | 22.6921 | Bear, Stearns     |
|                     | 09/29/04 | 2,000   | 25.4745 | Bear, Stearns     |

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|                    |          |         |         |                   |
|--------------------|----------|---------|---------|-------------------|
|                    | 09/30/04 | 1,600   | 26.2119 | Bear, Stearns     |
|                    | 10/25/04 | 6,000   | 21.8398 | Bear, Stearns     |
|                    | 10/25/04 | 160,000 | 21.9704 | Bear, Stearns     |
|                    | 10/26/04 | 34,700  | 21.8621 | Bear, Stearns     |
|                    | 10/27/04 | 1,330   | 22.2275 | Bear, Stearns     |
|                    | 10/29/04 | 2,390   | 22.9537 | Bear, Stearns     |
|                    | 10/29/04 | 1,800   | 22.8179 | Bear, Stearns     |
|                    | 11/01/04 | 9,400   | 22.682  | Bear, Stearns     |
|                    | 11/05/04 | 99,700  | 23.0016 | Bear, Stearns     |
|                    | 11/08/04 | 113,000 | 22.8526 | Bear, Stearns     |
|                    | 11/09/04 | 105,100 | 23.1421 | Bear, Stearns     |
|                    | 11/10/04 | 16,300  | 23.104  | Bear, Stearns     |
|                    | 12/01/04 | 3,000   | 23.7139 | Bear, Stearns     |
|                    | 12/23/04 | 10,900  | 22.8152 | Bear, Stearns     |
|                    | 12/23/04 | 350     | 22.84   | Bear, Stearns     |
|                    | 12/27/04 | 3,900   | 22.6144 | Bear, Stearns     |
|                    | 12/30/04 | 22,900  | 22.8334 | Bear, Stearns     |
|                    | 12/31/04 | 60,000  | 22.8012 | Bear, Stearns     |
|                    | 01/03/05 | 32,000  | 22.7308 | Bear, Stearns     |
|                    | 01/04/05 | 8,000   | 22.20   | Bear, Stearns     |
|                    | 01/06/05 | 12,400  | 21.2473 | Bear, Stearns     |
|                    | 01/07/05 | 22,100  | 21.4262 | Bear, Stearns     |
|                    | 01/10/05 | 25,500  | 21.3461 | Bear, Stearns     |
|                    | 01/11/05 | 4,800   | 21.2496 | Bear, Stearns     |
|                    | 01/12/05 | 5,300   | 20.9081 | Bear, Stearns     |
|                    | 01/13/05 | 5,000   | 21.5846 | Bear, Stearns     |
|                    | 01/14/05 | 20,000  | 21.7369 | Bear, Stearns     |
|                    | 08/11/05 | 18,830  | 13.7092 | Bear, Stearns     |
|                    | 08/17/05 | 600     | 13.05   | Bear, Stearns     |
|                    | 09/20/05 | 300,000 | 12.7414 | Bear, Stearns     |
|                    | 09/26/05 | 26,000  | 12.1664 | Bear, Stearns     |
|                    | 09/27/05 | 15,000  | 12.206  | Bear, Stearns     |
|                    | 09/28/05 | 300     | 12.2027 | Bear, Stearns     |
| Howard M Amster    | 08/11/05 | 900     | 13.7092 | Bear, Stearns     |
| 2005 Charitable    | 09/28/07 | 1,700   | 12.2027 | Bear, Stearns     |
| Remainder Unitrust |          |         |         |                   |
| Amster Trading     | 06/22/99 | 15,200  | 5.4375  | Everen Securities |
| Company            | 06/23/99 | 10,800  | 5.50    | Everen Securities |
|                    | 04/08/04 | 14,000  | 22.0373 | Bear, Stearns     |
|                    | 04/13/04 | 41,100  | 19.5212 | Bear, Stearns     |
|                    | 12/23/04 | 59,015  | 22.84   | Bear, Stearns     |
| Amster Trading     | 04/08/04 | 350     | 22.0373 | Bear, Stearns     |
| Company            | 04/12/04 | 98,700  | 19.8022 | Bear, Stearns     |
| Charitable         | 04/13/04 | 14,800  | 19.5212 | Bear, Stearns     |
| Remainder          | 04/15/04 | 7,945   | 19.0716 | Bear, Stearns     |
| Unitrusts          | 04/27/04 | 32,500  | 19.8961 | Bear, Stearns     |
|                    | 04/28/04 | 21,200  | 19.7537 | Bear, Stearns     |
|                    | 10/15/04 | 4,800   | 24.8396 | Bear, Stearns     |
|                    | 10/29/04 | 200     | 22.9537 | Bear, Stearns     |
|                    | 04/29/04 | 3,700   | 18.8703 | Bear, Stearns     |
|                    | 04/30/04 | 60,000  | 18.9163 | Bear, Stearns     |
|                    | 06/08/04 | 19,700  | 20.3967 | Bear, Stearns     |
|                    | 09/28/04 | 4,200   | 26.0676 | Bear, Stearns     |
|                    | 10/21/04 | 6,300   | 23.4473 | Bear, Stearns     |
|                    | 10/22/04 | 2,200   | 22.5595 | Bear, Stearns     |
|                    | 10/29/04 | 3,710   | 22.9537 | Bear, Stearns     |
|                    | 11/10/04 | 26,300  | 23.104  | Bear, Stearns     |
|                    | 08/11/05 | 25,795  | 13.7092 | Bear, Stearns     |
|                    | 09/27/05 | 429,800 | 12.206  | Bear, Stearns     |

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|  |  |  |        |       |  |  |
|--|--|--|--------|-------|--|--|
|  | 09/28/05   |  | 29,000 |       | 12.2027  | Bear, Stearns  |
| Samuel J Heller Irrevocable Trust                              | 11/08/99<br>06/09/04   | 7,500  | 4.125  | 500   | 20.581   | First, Union<br>Bear, Stearns  |
| Let's Get Organized Inc.                                       | 04/29/04   |  | 700    |       | 19.1314  | Bear, Stearns  |
| Pleasant Lake Securities Apts. Ltd. Partnership                | 11/02/98<br>05/03/04   | 23,000   |        | 2,000 | 4.6893<br>18.6108  | Everen<br>Bear, Stearns  |
| Ramat Securities Ltd.  | 10/16/98<br>11/02/98<br>01/12/99<br>01/13/99<br>03/04/99<br>04/28/99<br>07/01/99<br>08/07/00<br>08/21/00<br>08/30/00<br>10/13/00<br>11/24/00<br>11/27/00<br>12/01/00<br>04/08/04<br>10/20/04<br>10/25/04<br>08/16/05 | 13,400<br>25,000<br>18,500<br>4,100<br>5,000<br>22,000<br>9,000<br>5,500<br>1,300<br>3,000<br>2,000<br>500<br>700<br>40,000<br>1,000<br>500<br>2,000<br>16,000 |        |       | 3.8651<br>4.7059<br>4.7083<br>4.6532<br>5.5855<br>5.7586<br>5.5238<br>2.7102<br>2.625<br>2.6875<br>2.38<br>1.92<br>1.96<br>1.96<br>21.7266<br>21.80<br>21.525<br>13.4375 | Everen Securities<br>Everen Securities<br>Everen Securities<br>Everen Securities<br>Everen Securities<br>Everen Securities<br>Everen Securities<br>Bear, Stearns<br>Bear, Stearns<br>Bear, Stearns<br>Bear, Stearns<br>Bear, Stearns<br>Bear, Stearns<br>Bear, Stearns<br>Bear, Stearns<br>Bear, Stearns<br>Bear, Stearns<br>Bear, Stearns |
| Tova Financial, Inc.   | 04/14/04<br>04/15/04<br>07/16/04   | 1,500<br>3,500<br>3,000  |        |       | 19.0616<br>19.0716<br>22.4267  | Bear, Stearns<br>Bear, Stearns<br>Bear, Stearns  |
| Tova Financial, Inc. Charitable Remainder Unitrust             | 01/20/05   | 5,000  |        |       | 22.312   | Bear, Stearns  |
| ZAK Group LLC  | 04/22/04   | 3,600  |        |       | 19.7436  | Bear, Stearns  |
| David Zlatin in his various individual & K retirement accounts | 06/08/04<br>06/09/04<br>06/14/04   | 4,000<br>2,150<br>980  |        |       | 20.373<br>20.5679<br>19.35   | Bear, Stearns<br>Bear, Stearns<br>Bear, Stearns  |
| Gilda Zlatin in her individual retirement account              | 06/08/04<br>06/09/04<br>06/14/04   | 2,000<br>100<br>20   |        |       | 20.373<br>20.5679<br>19.35   | Bear, Stearns<br>Bear, Stearns<br>Bear,  |

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.

There are no contracts, arrangements, understandings or relationships with respect to securities of the Issuer with any person except as set

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forth in items 2, 3, 5 above.

Item 7. Material to be filed as exhibits.

None

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

Date: September 28, 2005

/s/  
Howard Amster

/s/  
Howard M Amster 2005 Charitable Remainder Unitrust  
By: Howard Amster  
Title: Trustee

/s/  
Amster Limited Partnership  
By: Howard Amster  
Title: General Partner

/s/  
Amster Trading Company  
By: Howard Amster  
Title: President

/s/  
Amster Trading Company Charitable Remainder Unitrusts  
By: Howard Amster  
Title: Trustee

/s/  
Samuel J Heller

/s/  
Samuel J Heller Irrevocable Trust  
By: Howard Amster  
Title: Trustee

/s/  
Let's Get Organized Inc.  
By: David Zlatin  
Title: President

/s/

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Pleasant Lake Apts. Corp.

By: Howard Amster

Title: President

/s/

Pleasant Lake Apts. Ltd. Partnership

By: Pleasant Lake Apts. Corp., Howard Amster, President

Title: Its General Partner

/s/

Ramat Securities Ltd.

By: David Zlatin

Title: Principal

/s/

Tova Financial, Inc.

By: David Zlatin

Title: President

/s/

Tova Financial , Inc. Charitable Remainder Unitrust

By: David Zlatin & Gilda Zlatin

Title: Co-trustees

/s/

Zak Group LLC

By: David Zlatin

Title: Member

/s/

David Zlatin

/s/

Gilda Zlatin

