INCYTE CORP Form SC 13G January 23, 2007 SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 Schedule 13G Under the Securities Exchange Act of 1934 (New) INCYTE CORP (Name of Issuer) Common Stock (Title of Class of Securities) 45337C102 (CUSIP Number) December 31, 2006 (Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

[X] Rule 13d-1(b)

\*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 the disclosures provided in a prior page.

The information required in 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).

CUSI	P No.	45337C102
(1)	I.R.S. 1	eporting Persons. Identification Nos. of above persons (entities only). S GLOBAL INVESTORS, NA., 943112180
(a)	Check the ap / / /X/	opropriate box if a member of a Group*
(3)	) SEC Use Only	
(4)	Citizenship U.S.A.	or Place of Organization

Number of Shares Beneficially Owned	(5) Sole Voting Power 3,316,319
by Each Reporting Person With	(6) Shared Voting Power -
	(7) Sole Dispositive Power 3,603,886
	(8) Shared Dispositive Power -
(9) Aggregate Amount Beneficially Owned 1 3,603,886	by Each Reporting Person
(10) Check Box if the Aggregate Amount is	n Row (9) Excludes Certain Shares*
(11) Percent of Class Represented by Amo 4.30%	unt in Row (9)
(12) Type of Reporting Person* BK	
CUSIP No. 45337C102	
	ove persons (entities only).
(1) Names of Reporting Persons.	ove persons (entities only).
<pre>(1) Names of Reporting Persons. I.R.S. Identification Nos. of ab BARCLAYS GLOBAL FUND ADVISORS (2) Check the appropriate box if a member</pre>	
<pre>(1) Names of Reporting Persons. I.R.S. Identification Nos. of ab BARCLAYS GLOBAL FUND ADVISORS (2) Check the appropriate box if a member (a) / / (b) /X/</pre>	
<ul> <li>(1) Names of Reporting Persons. <ol> <li>I.R.S. Identification Nos. of ab</li> <li>BARCLAYS GLOBAL FUND ADVISORS</li> </ol> </li> <li>(2) Check the appropriate box if a member</li> <li>(a) / /</li> <li>(b) /X/</li> </ul> <li>(3) SEC Use Only</li>	
<pre>(1) Names of Reporting Persons. I.R.S. Identification Nos. of ab BARCLAYS GLOBAL FUND ADVISORS (2) Check the appropriate box if a member (a) / / (b) /X/ (b) /X/ (3) SEC Use Only (4) Citizenship or Place of Organization U.S.A. Number of Shares Beneficially Owned</pre>	
<pre>(1) Names of Reporting Persons. I.R.S. Identification Nos. of ab BARCLAYS GLOBAL FUND ADVISORS (2) Check the appropriate box if a member (a) / / (b) /X/ (b) /X/ (c) SEC Use Only (4) Citizenship or Place of Organization U.S.A. Number of Shares Beneficially Owned by Each Reporting</pre>	r of a Group*  (5) Sole Voting Power
<pre>(1) Names of Reporting Persons. I.R.S. Identification Nos. of ab BARCLAYS GLOBAL FUND ADVISORS (2) Check the appropriate box if a member (a) / / (b) /X/ (b) /X/ (c) SEC Use Only (4) Citizenship or Place of Organization U.S.A. Number of Shares Beneficially Owned by Each Reporting</pre>	r of a Group* (5) Sole Voting Power 2,239,632
<pre>(1) Names of Reporting Persons. I.R.S. Identification Nos. of ab BARCLAYS GLOBAL FUND ADVISORS (2) Check the appropriate box if a member (a) / / (b) /X/ (3) SEC Use Only (4) Citizenship or Place of Organization</pre>	r of a Group* (5) Sole Voting Power 2,239,632 (6) Shared Voting Power (7) Sole Dispositive Power

<pre>(11) Percent of Class Represented by Amount</pre>	t in Row (9)
(12) Type of Reporting Person* IA	
CUSIP No. 45337C102	
(1) Names of Reporting Persons. I.R.S. Identification Nos. of above	e persons (entities only).
BARCLAYS GLOBAL INVESTORS, LTD	
<pre>(2) Check the appropriate box if a member of (a) / / (b) /X/</pre>	of a Group*
(3) SEC Use Only	
(4) Citizenship or Place of Organization England	
Number of Shares Beneficially Owned	(5) Sole Voting Power
by Each Reporting Person With	(6) Shared Voting Power -
	(7) Sole Dispositive Power -
	(8) Shared Dispositive Power -
(9) Aggregate	
(10) Check Box if the Aggregate Amount in H	Row (9) Excludes Certain Shares*
(11) Percent of Class Represented by Amount 0.00%	in Row (9)
(12) Type of Reporting Person* BK	
CUSIP No. 45337C102	
<pre>(1) Names of Reporting Persons. I.R.S. Identification Nos. of above</pre>	e persons (entities only).

BARCLAYS GLOBAL INVESTORS JAPAN TRUST AND BANKING COMPANY LIMITED

\_\_\_\_\_ (2) Check the appropriate box if a member of a Group\* (a) / / (b) /X/ \_\_\_\_\_ \_\_\_\_\_ (3) SEC Use Only \_\_\_\_\_ (4) Citizenship or Place of Organization Japan \_\_\_\_\_ \_\_\_\_\_ Number of Shares (5) Sole Voting Power Beneficially Owned \_ by Each Reporting \_\_\_\_\_ Person With (6) Shared Voting Power \_\_\_\_\_ (7) Sole Dispositive Power \_ \_\_\_\_\_ (8) Shared Dispositive Power \_ \_\_\_\_\_ (9) Aggregate \_ \_\_\_\_\_ (10) Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares\* \_\_\_\_\_ (11) Percent of Class Represented by Amount in Row (9) 0.00% \_\_\_\_\_ (12) Type of Reporting Person\* BK \_\_\_\_\_ CUSIP No. 45337C102 \_\_\_\_\_ \_\_\_\_\_ (1) Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only). BARCLAYS GLOBAL INVESTORS JAPAN LIMITED \_\_\_\_\_ (2) Check the appropriate box if a member of a Group\* (a) / / (b) /X/ \_\_\_\_\_ (3) SEC Use Only \_\_\_\_\_ (4) Citizenship or Place of Organization Japan \_\_\_\_\_ \_\_\_\_\_ Number of Shares (5) Sole Voting Power Beneficially Owned \_\_\_\_\_ by Each Reporting Person With (6) Shared Voting Power

			(7) Sole Dispositive Power
			<pre>(8) Shared Dispositive Powe: -</pre>
(9) 2	Aggregate -		
(10)	Check Box	if the Aggregate Amount in Ro	w (9) Excludes Certain Shares*
(11)	Percent of 0.00%	Class Represented by Amount	in Row (9)
(12)	Type of Re IA	eporting Person*	
ITEM	1(A).	NAME OF ISSUER INCYTE CORP	
ITEM	1(B).	ADDRESS OF ISSUER'S PRINCIPA ROUTE 141 & HENREY CLAY ROA WILMINGTON, DE 19880	
TEM	2(A).	NAME OF PERSON(S) FILING BARCLAYS GLOBAL INVE	STORS, NA
ITEM		45 Fremont Street San Francisc	S OFFICE OR, IF NONE, RESIDENCE o, CA 94105
TEM		CITIZENSHIP U.S.A	
ITEM	2(D).	TITLE OF CLASS OF SECURITIES Common Stock	
TEM	2(E).	CUSIP NUMBER 45337C102	
TEM		IF THIS STATEMENT IS FILED P	
		NECK WHETHER THE PERSON FILING or Dealer registered under Se	
(b)	•	S.C. 780). s defined in section 3(a) (6)	of the Act $(15 \text{ II S C} - 78c)$
	// Insuran	ace Company as defined in sect c.C. 78c).	
(d),	// Investm	nent Company registered under	
( _ )		Act of 1940 (15 U.S.C. 80a-8	). h section 240.13d(b)(1)(ii)(E).
			und in accordance with section
( <i>a</i> )		H-1(b)(1)(ii)(F).	rean in accordance with costing
(9)		Holding company or control pe d-1(b)(1)(ii)(G).	rson in accordance with section

(h) // A savings association as defined in section 3(b) of the Federal Deposit

Insurance Act (12 U.S.C. 1813). (i) // A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15U.S.C. 80a-3). (j) // Group, in accordance with section 240.13d-1(b)(1)(ii)(J)NAME OF ISSUER ITEM 1(A). INCYTE CORP \_\_\_\_\_ ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES ITEM 1(B). ROUTE 141 & HENREY CLAY ROAD, BUILDING E336 WILMINGTON, DE 19880 \_\_\_\_\_ \_\_\_\_\_ ITEM 2(A). NAME OF PERSON(S) FILING BARCLAYS GLOBAL FUND ADVISORS \_\_\_\_\_ ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE 45 Fremont Street San Francisco, CA 94105 \_\_\_\_\_ ITEM 2(C). CITIZENSHIP U.S.A \_\_\_\_\_ ITEM 2(D). TITLE OF CLASS OF SECURITIES Common Stock \_\_\_\_\_ TTEM 2(E). CUSIP NUMBER 45337C102 \_\_\_\_\_ ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), OR 13D-2(B), CHECK WHETHER THE PERSON FILING IS A (a) // Broker or Dealer registered under Section 15 of the Act (15 U.S.C. 78o). (b) // Bank as defined in section 3(a) (6) of the Act (15 U.S.C. 78c). (15 U.S.C. 78c). (d) // Investment Company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8). (e) /X/ Investment Adviser in accordance with section 240.13d(b)(1)(ii)(E). (f) // Employee Benefit Plan or endowment fund in accordance with section 240.13d-1(b)(1)(ii)(F). (g) // Parent Holding Company or control person in accordance with section 240.13d-1(b)(1)(ii)(G). (h) // A savings association as defined in section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813). (i) // A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15U.S.C. 80a-3). (j) // Group, in accordance with section 240.13d-1(b)(1)(ii)(J) ITEM 1(A). NAME OF ISSUER INCYTE CORP \_\_\_\_\_ ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES TTEM 1(B). ROUTE 141 & HENREY CLAY ROAD, BUILDING E336 WILMINGTON, DE 19880 \_\_\_\_\_ \_\_\_\_\_ ITEM 2(A). NAME OF PERSON(S) FILING BARCLAYS GLOBAL INVESTORS, LTD \_\_\_\_\_ \_\_\_\_\_

### ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE TTEM 2(B). Murray House 1 Royal Mint Court LONDON, EC3N 4HH \_\_\_\_\_ ITEM 2(C). CITIZENSHIP England \_\_\_\_\_ \_\_\_\_\_ ITEM 2(D). TITLE OF CLASS OF SECURITIES Common Stock \_\_\_\_\_ \_\_\_\_\_ ITEM 2(E). CUSIP NUMBER 453370102 \_\_\_\_\_ ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), OR 13D-2(B), CHECK WHETHER THE PERSON FILING IS A (a) // Broker or Dealer registered under Section 15 of the Act (15 U.S.C. 780). (b) /X/ Bank as defined in section 3(a) (6) of the Act (15 U.S.C. 78c). (c) // Insurance Company as defined in section 3(a) (19) of the Act (15 U.S.C. 78c). (d) // Investment Company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8). (e) // Investment Adviser in accordance with section 240.13d(b)(1)(ii)(E). (f) // Employee Benefit Plan or endowment fund in accordance with section 240.13d-1(b)(1)(ii)(F). (g) // Parent Holding Company or control person in accordance with section 240.13d-1(b)(1)(ii)(G). (h) // A savings association as defined in section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813). (i) // A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15U.S.C. 80a-3). (j) // Group, in accordance with section 240.13d-1(b)(1)(ii)(J) NAME OF ISSUER ITEM 1(A). INCYTE CORP \_\_\_\_\_ ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES ROUTE 141 & HENREY CLAY ROAD, BUILDING E336 WILMINGTON, DE 19880 \_\_\_\_\_ ITEM 2(A). NAME OF PERSON(S) FILING BARCLAYS GLOBAL INVESTORS JAPAN TRUST AND BANKING COMPANY LIMITED ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE Ebisu Prime Square Tower 8th Floor 1-1-39 Hiroo Shibuya-Ku Tokyo 150-0012 Japan \_\_\_\_\_ ITEM 2(C). CITIZENSHIP Japan \_\_\_\_\_ \_\_\_\_\_ ITEM 2(D). TITLE OF CLASS OF SECURITIES Common Stock \_\_\_\_\_ \_\_\_\_\_ ITEM 2(E). CUSIP NUMBER 45337C102 \_\_\_\_\_ ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), OR 13D-2(B), CHECK WHETHER THE PERSON FILING IS A (a) // Broker or Dealer registered under Section 15 of the Act

	S.C. 780).				
<pre>(15 U.S.C. 780). (b) /X/ Bank as defined in section 3(a) (6) of the Act (15 U.S.C. 78c). (c) // Insurance Company as defined in section 3(a) (19) of the Act (15 U.S.C. 78c)</pre>					
<pre>(15 U.S.C. 78c). (d) // Investment Company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 802-8)</pre>					
(e) // Investm (f) // Employe					
<pre>(g) // Parent Holding Company or control person in accordance with section 240.13d-1(b)(1)(ii)(G).</pre>					
<pre>(h) // A savings association as defined in section 3(b) of the Federal Depo Insurance Act (12 U.S.C. 1813).</pre>					
<ul> <li>(i) // A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15U.S.C. 80a-3).</li> </ul>					
(j) // Group,	in accordance with section 240.13d-1(b)(1)(ii)(J)				
ITEM 1(A).	NAME OF ISSUER INCYTE CORP				
ITEM 1(B).	ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES ROUTE 141 & HENREY CLAY ROAD, BUILDING E336 WILMINGTON, DE 19880				
	NAME OF PERSON(S) FILING 'S GLOBAL INVESTORS JAPAN LIMITED				
ITEM 2(B).	ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE Ebisu Prime Square Tower 8th Floor 1-1-39 Hiroo Shibuya-Ku				
	Tokyo 150-8402 Japan				
ITEM 2(C).					
	CITIZENSHIP				
	CITIZENSHIP Japan TITLE OF CLASS OF SECURITIES Common Stock				
ITEM 2(D). ITEM 2(E). ITEM 3. OR 13D-2(B), CH (a) // Broker	CITIZENSHIP Japan TITLE OF CLASS OF SECURITIES Common Stock CUSIP NUMBER 45337C102 IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), ECK WHETHER THE PERSON FILING IS A or Dealer registered under Section 15 of the Act				
ITEM 2(D). ITEM 2(E). ITEM 3. OR 13D-2(B), CH (a) // Broker (15 U.S (b) // Bank as	CITIZENSHIP Japan TITLE OF CLASS OF SECURITIES Common Stock CUSIP NUMBER 45337C102 IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), NECK WHETHER THE PERSON FILING IS A or Dealer registered under Section 15 of the Act 5.C. 780).				
ITEM 2(D). ITEM 2(E). ITEM 3. OR 13D-2(B), CH (a) // Broker (15 U.S (b) // Bank as (c) // Insurar (15 U.S	CITIZENSHIP Japan TITLE OF CLASS OF SECURITIES Common Stock CUSIP NUMBER 45337C102 IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), NECK WHETHER THE PERSON FILING IS A or Dealer registered under Section 15 of the Act S.C. 780). defined in section 3(a) (6) of the Act (15 U.S.C. 78c). tee Company as defined in section 3(a) (19) of the Act 5.C. 78c).				
ITEM 2(D). ITEM 2(E). ITEM 3. OR 13D-2(B), CH (a) // Broker (15 U.S (b) // Bank as (c) // Insuran (15 U.S (d) // Investm Company	CITIZENSHIP Japan TITLE OF CLASS OF SECURITIES Common Stock CUSIP NUMBER 45337C102 IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), NECK WHETHER THE PERSON FILING IS A or Dealer registered under Section 15 of the Act S.C. 780). defined in section 3(a) (6) of the Act (15 U.S.C. 78c). defined in section 3(a) (19) of the Act S.C. 78c). Nent Company registered under section 8 of the Investment Act of 1940 (15 U.S.C. 80a-8).				
ITEM 2(D). ITEM 2(E). ITEM 3. OR 13D-2(B), CH (a) // Broker (15 U.S (b) // Bank as (c) // Insuran (15 U.S (d) // Investr Company (e) /X/ Investr (f) // Employe	CITIZENSHIP Japan TITLE OF CLASS OF SECURITIES Common Stock CUSIP NUMBER 45337C102 IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), ECK WHETHER THE PERSON FILING IS A or Dealer registered under Section 15 of the Act 5.C. 780). defined in section 3(a) (6) of the Act (15 U.S.C. 78c). tee Company as defined in section 3(a) (19) of the Act 5.C. 78c). ment Company registered under section 8 of the Investment Act of 1940 (15 U.S.C. 80a-8). ment Adviser in accordance with section 240.13d(b)(1)(ii)(E).				
ITEM 2(D). ITEM 2(E). ITEM 3. OR 13D-2(B), CH (a) // Broker (15 U.S (b) // Bank as (c) // Insuran (15 U.S (d) // Investr Company (e) /X/ Investr (f) // Employe 240.13c (g) // Parent	CITIZENSHIP Japan TITLE OF CLASS OF SECURITIES Common Stock CUSIP NUMBER 45337C102 IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), HECK WHETHER THE PERSON FILING IS A or Dealer registered under Section 15 of the Act S.C. 780). defined in section 3(a) (6) of the Act (15 U.S.C. 78c). decompany as defined in section 3(a) (19) of the Act S.C. 78c). enet Company registered under section 8 of the Investment Act of 1940 (15 U.S.C. 80a-8). enet Adviser in accordance with section 240.13d(b) (1) (ii) (E). ene Benefit Plan or endowment fund in accordance with section I-1(b) (1) (ii) (F). Holding Company or control person in accordance with section				
ITEM 2(D). ITEM 2(E). ITEM 3. OR 13D-2(B), CH (a) // Broker (15 U.S (b) // Bank as (c) // Insuran (15 U.S (d) // Investr Company (e) /X/ Investr (f) // Employe 240.13c (h) // A savin	CITIZENSHIP Japan TITLE OF CLASS OF SECURITIES Common Stock CUSIP NUMBER 45337C102 IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), NECK WHETHER THE PERSON FILING IS A or Dealer registered under Section 15 of the Act S.C. 780). defined in section 3(a) (6) of the Act (15 U.S.C. 78c). defined in section 3(a) (6) of the Act (15 U.S.C. 78c). dec Company as defined in section 3(a) (19) of the Act S.C. 78c). ent Company registered under section 8 of the Investment Act of 1940 (15 U.S.C. 80a-8). Nent Adviser in accordance with section 240.13d(b)(1)(ii)(E). e Benefit Plan or endowment fund in accordance with section 1-1(b)(1)(ii)(F). Holding Company or control person in accordance with section 1-1(b)(1)(ii)(G). rgs association as defined in section 3(b) of the Federal Deposit				
<pre>ITEM 2(D). ITEM 2(E). ITEM 3. OR 13D-2(B), CH (a) // Broker</pre>	CITIZENSHIP Japan TITLE OF CLASS OF SECURITIES Common Stock CUSIP NUMBER 45337C102 IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), HECK WHETHER THE PERSON FILING IS A or Dealer registered under Section 15 of the Act S.C. 780). defined in section 3(a) (6) of the Act (15 U.S.C. 78c). dec Company as defined in section 3(a) (19) of the Act S.C. 78c). enent Company registered under section 8 of the Investment Act of 1940 (15 U.S.C. 80a-8). ent Adviser in accordance with section 240.13d(b) (1) (ii) (E). the Benefit Plan or endowment fund in accordance with section 1-1(b) (1) (ii) (F). Holding Company or control person in accordance with section 1-1(b) (1) (ii) (G).				

ITEM 4. OWNERSHIP

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a)	Amount Be	eneficially Owned: 5,843,518
(b)	Percent o	of Class: 6.97%
(c)	Number of (i)	shares as to which such person has: sole power to vote or to direct the vote 5,555,951
	(ii)	shared power to vote or to direct the vote
	(iii)	sole power to dispose or to direct the disposition of 5,843,518
	(iv) s	shared power to dispose or to direct the disposition of -
If th the perce	nis statem reporting ent of the 6. OWNERS The sh econom	SHIP OF FIVE PERCENT OR LESS OF A CLASS ment is being filed to report the fact that as of the date hereof person has ceased to be the beneficial owner of more than five e class of securities, check the following. // SHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON mares reported are held by the company in trust accounts for the hic benefit of the beneficiaries of those accounts. See also 2(a) above.
WHICH HOLD:	H ACQUIREI ING COMPAN	FICATION AND CLASSIFICATION OF THE SUBSIDIARY THE SECURITY BEING REPORTED ON BY THE PARENT NY Not applicable FICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP Not applicable
ITEM	9. NOTICE	C OF DISSOLUTION OF GROUP Not applicable

ITEM 10. CERTIFICATION

(a) The following certification shall be included if the statement is filed pursuant to section 240.13d-1 (b):

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

(b) The following certification shall be included if the statement is filed pursuant to section 240.13d-1(c):

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

#### 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.

January 31, 2007

Date

\_\_\_\_\_

Signature

Robert J. Kamai

Principal

Name/Title