

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Date (Month/Day/Year) (Instr. 3)	3. Transaction Code (Instr. 3, 4 and 5)	4. Transaction Action (Instr. 3, 4 and 5)	5. Number of Securities Acquired or Disposed (Instr. 3, 4 and 5)	6. Date of Expiration (Month/Day/Year) (Instr. 3, 4 and 5)	7. Title and Price of Underlying Security (Instr. 5)	8. Amount of Derivative Securities (Instr. 5)	9. Number of Derivative Securities (Instr. 5)	5. Owner-ship Form of Derivative Security (Instr. 4)	6. Nature of Beneficial Ownership (Instr. 4)
									Owned at (D) or (Instr. 4)	

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Explanation of Responses

*SHARES OF PREFERRED CLASS A STOCK ARE ENTITLED TO ONE HUNDRED VOTES FOR EACH SHARE ON EACH MATTER TO COME BEFORE A MEETING OF THE SHAREHOLDERS OF THE ISSUER.

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/s/ James Knott	July 13, 1998

**Signature of Reporting Person Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18U.S.C. 10001 and 15 U.S.C. 78ff(a).

JAMES KNOTT
ON BEHALF OF RIF CAPITAL INC.

Note: File three copies of this Form, one of which must be manually signed.

If space provided is insufficient,
See Instruction 6 for procedure.

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