

PETROBRAS - PETROLEO BRASILEIRO SA
Form 6-K
February 26, 2014

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 6-K

Report of Foreign Private Issuer
Pursuant to Rule 13a-16 or 15d-16 of the
Securities Exchange Act of 1934

For the month of February, 2014

Commission File Number 1-15106

PETRÓLEO BRASILEIRO S.A. - PETROBRAS
(Exact name of registrant as specified in its charter)

Brazilian Petroleum Corporation - PETROBRAS
(Translation of Registrant's name into English)

Avenida República do Chile, 65
20031-912 - Rio de Janeiro, RJ
Federative Republic of Brazil
(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F Form 40-F

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes No

Edgar Filing: PETROBRAS - PETROLEO BRASILEIRO SA - Form 6-K

This report on Form 6-K is incorporated by reference in the Registration Statement on Form F-3 of Petróleo Brasileiro -- Petrobras (No. 333-163665).

Rio de Janeiro – February 25, 2014 Petrobras announces today its consolidated results stated in millions of Reais, prepared in accordance with International Financial Reporting Standards – IFRS issued by the International Accounting Standards Board – IASB **(A free translation from the original in Portuguese)**.

Consolidated net income attributable to the shareholders of Petrobras reached R\$ 23,570 million in 2013 and R\$ 6,281 million in the 4Q-2013. Adjusted EBITDA reached R\$ 62,967 million in 2013.

Highlights

Jan-Dec

4Q-2013	3Q-2013	4Q13 X 3Q13 (%)	4Q-2012	2013	2012	2013 x 2012 (%)
----------------	----------------	--	----------------	-------------	-------------	--

6,281	3,395	85	7,747	Consolidated net income attributable to the shareholders of Petrobras	23,570	21,182	11
-------	-------	----	-------	--	--------	--------	----

2,534	2,522	–	2,614	Total domestic and international crude oil and natural gas production (Mbb/d)	2,539	2,598	(2)
-------	-------	---	-------	--	-------	-------	-----

15,553	13,091	19	11,944	Adjusted EBITDA	62,967	53,439	18
--------	--------	----	--------	------------------------	--------	--------	----

214,688	229,078	(6)	254,852	Market capitalization	214,688	254,852	(16)
				(Parent Company)			

The Company reported 4Q-2013 earnings of R\$ 6,281 million and the following highlights:

- Proved reserves reached 16.57 billion barrels of oil equivalent (BOE) according to ANP/SPE criteria, with a 43% increase on pre-salt proved reserves compared to 2012. Reserves-to-Production ratio (R/P) in Brazil was 20.0 years and the reserve replacement ratio (RRR) was 131%.
 - Higher domestic crude oil and NGL production (increase of 2%, 36 thousand barrels/day), due to the production start-up of new systems: FPSO Dynamic Producer (Lula Central), FPSO Cidade de São Vicente (Lula Extremo Sul) and P-63 (Papa Terra). In December the Company reached the crude oil production level of 371 thousand bpd at the pre-salt layer.
 - Discovery of a crude oil reservoir in the deep waters of the Potiguar Basin and confirmation of the potential of Moita Bonita área located in the ultra-deep waters of the Sergipe Basin.
 - Declaration of commerciality of crude oil and natural gas reservoirs included in the Assignment Agreement area, Franco and Sul de Tupi, and of the crude oil reservoir at the Carioca area, in the pre-salt layer of Santos Basin.
 - Diesel and gasoline prices increased 8% and 4%, respectively, from November 30, 2013, based on the pricing policy for these oil products.
 - Disposal of assets within the Divestment Program, including interest held in Parque das Conchas Offshore Project (BC-10), which resulted in gains of R\$ 1,016 million, and the disposal of assets in Peru and Uruguay. Cash from the disposal of assets reached R\$ 3,997 million in the 4Q-2013.
 - Proposed dividends of R\$ 9,301 million, distributed as interest on capital in the amount of R\$ 0.5217 per common share and R\$ 0.9672 per preferred share. Interest on capital is a form of dividend distribution which is deductible for tax purposes, thus resulting in a tax benefit of R\$ 3,162 million in 4Q-2013 to the Company.
-

Comments from the CEO

Mrs. Maria das Graças Silva Foster

Dear Shareholders and Investors,

Our 2013 net income was R\$ 23.6 billion, a 11% rise from 2012's result. This rise was influenced by higher fuel sale prices, due to three diesel and two gasoline price increases during the year, by the significant increase in oil products production at our refining facilities, by significant cost cutting and productivity boost as well as by the gains from asset sales.

Indeed, 2013 stands out for the successful implementation of our Structuring Programs, which by establishing new benchmarks for productivity and management of investment projects, imposed discipline in the use of the company's financial resources.

Notably, through PROCOP – Operating Expenses Optimization Program – we reached savings of R\$ 6.6 billion in 2013, far exceeding the R\$ 3.9 billion target set for the year. The sale of assets under PRODESIN – Divestment Program – contributed R\$ 8.5 billion to Cash Flow in 2013. Since this program was established in 2012, 21 transactions worth R\$ 23.4 billion in asset sales and financial restructuring have been made.

The Structuring Programs have also brought the benefit of avoiding capital expenditures in 2013, as is the case with PRODESIN, INFRALOG – Logistical Infrastructure Optimization Program – and PRC-Poço – Well Cost Reduction Program, which, combined, have led to CAPEX savings of R\$ 2.0 billion in the year.

We made further advances by establishing targets aimed at better positioning company personnel in order to meet the challenges of our Business and Management Plan. During the second half of 2013, we implemented Programa Mobiliza, which provided employees with 3,399 opportunities to move internally into areas that will require more personnel in the coming years, resulting in 1,133 voluntary transfers and consequently lower costs arising from new hires.

Another recently launched initiative was POP – Productivity Optimization Program, which resulted in the approval of the Voluntary Separation Incentive Plan, with voluntary enrollment until March 31, 2014. The plan covers eligible employees aged 55 or older and, in theory, can include up to 8.397 employees, approximately 10% of the company's personnel.

Our oil output in Brazil averaged 1,931 thousand bpd, down by 2.5% from the forecast, due to factors already discussed in my previous letter, which include delay of the Buoyancy Supported Riser Systems for FPSOs Cidade de São Paulo and Cidade de Paraty, the need to make changes to the subsea layout of the Papa-Terra/P-63 project, as well as the limited number of PLSVs (Pipe-Laying Support Vessels).

We would like to point out that these matters have already been resolved not only by the unprecedented delivery of nine production units in 2013, with the addition of 1,000,000 barrels per day in capacity, but mainly by the successful installation of the first buoy on FPSO Cid. São Paulo and of the first well interconnected to this gathering system, which went into operation on February 18th, currently producing 36 thousand barrels per day and allowing the presalt production to achieve a new daily record of 407 thousand barrels per day on February 20th. Platforms P-63 and P-55 went into operation in November and December 2013, respectively, and units P-58 and P-62 will begin production in the first and second quarter of 2014 respectively. Six new PLSVs will be delivered in 2014, adding to the 11 vessels of this type that are currently in operation, enabling faster well to platform interconnection.

Improvement in the operational efficiency of older systems was another relevant factor in achieving the result. PROEF – Campos Basin Operational Efficiency Improvement Program – contributed 63 thousand bpd in additional oil output in 2013. Operational efficiency reached 75% at the Campos Basin Operational Unit (against 66% in April 2012) and 92% at the Rio Operational Unit (against 82% in September 2012).

The Petrobras Executive Board has made the implementation of these programs a top priority and, as shown, program results have significantly contributed to the achievement of the 2013 economic/financial result.

Sustained output growth in 2014 will not only count on necessary investments to maintain older and new systems – wells, submarine equipment and top-sides, but it will also count on the start-up of two new production units in the second half of the year, FPSOs Cidade de Ilhabela and Cidade de Mangaratiba.

As for exploration, our proven reserves in Brazil reached 16 billion barrels of oil equivalent, with a reserves-to-production of 20 years and a reserve-replacement ratio of 131%, above 100% for 22 years in a row. Proven reserves in the pre-salt grew by 43% in 2013. Our exploratory success rate was 75% in 2013, reaching 100% in the pre-salt, already reflecting the Exploratory Policy implemented last year, which prioritizes less-risky locations and allocates more resources to production development activities. In 2013, prospecting and drilling expenses (dry wells) were R\$ 6.1 billion, down 14% from R\$ 7.1 billion in 2012.

As for the quantification of our production curve as of 2020, I would like to stress the excellent outcome in the auction of Libra field, the first to be developed under the production sharing agreement in Brazil, where we will work in partnership with Shell, Total, CNPC and CNOOC, companies with recognized experience and financial soundness.

In Refining, we continue to operate with excellent efficiency levels, which have led to an average oil products production of 2,124 thousand bpd, up by 6% from 2012's output of 1,997 thousand bpd, notably due to higher gasoline (+53 thousand bpd) and diesel (+68 thousand bpd) production and a 97% utilization factor, against 94% reported in 2012.

This new operating parameter was achieved by the improved performance of our refineries resulting from the start-up of new units of quality and conversion since 2012, as well as the optimization of refining processes and removal of infrastructural bottlenecks in the movement of oil and oil products. In January 2014, Petrobras also began selling ultra-low sulfur gasoline (Gasoline S-50), a product whose quality is equivalent to that of the strictest markets in the world. This will allow new vehicles containing modern emission treatment technologies to enter the Brazilian market.

This notable performance of the refineries enabled a decline in the imported volumes of diesel (from 190 thousand bpd in 2012 to 174 thousand bpd in 2013) and gasoline (from 87 thousand bpd in 2012 to 32 thousand bpd in 2013), the latter also due to the higher anhydrous ethanol content in gasoline C.

New records were established in natural gas sales and electricity generation due to higher natural gas demand of 85 million m³/day in 2013, up by 15% from 2012. Petrobras-supplied thermoelectric generation was 7.5 GW/average, up by 66% from 2012.

I reiterate that the company's excellent operational results were achieved by rigorously complying with standards and maintenance procedures at its facilities, ensuring the physical integrity of personnel and equipment. As a result, in 2013 we achieved the lowest reportable incident rates ever in the company's history, which includes fatal accidents and spills, despite growing man-hours of exposure to risk.

Another important measure also adopted in 2013 related to foreign exchange was the extension of Hedge Accounting to future exports, enabling foreign exchange gains or losses related to net indebtedness exposed to foreign exchange variation to be recorded in stockholders' equity and transferred to the financial result as exports are made. This measure promotes greater alignment between accounting results and our risk management policy, mitigating sudden oscillations on the financial result due to foreign exchange volatilities, which could not appropriately reflect the company's economic performance in a given period.

Regarding our Diesel and Gasoline Price Policy, its effectiveness has been assessed on a monthly basis by our Board of Directors, according to the Relevant Fact released on November 29th, 2013.

Additionally, I would like to notice that in the second half of 2013 we implemented the Corruption Prevention Program, reaffirming the commitment of the Petrobras Executive Board and of its employees with ethics and transparency at our organization. The program complies with both national and international initiatives against fraud and corruption, as well as with the laws of the countries where Petrobras operates, with positive impacts in the relations with

all its stakeholders.

We are building a higher value company: training our employees, mastering the necessary technologies to implement projects, our relevant oil reserves and rising output in the short-run along with our continuous commitment to increase efficiency, productivity and capital discipline will lead us to achieve even better results. Rising share prices and ensuring a fair return to our shareholders is a natural consequence of fulfilling our obligations.

Maria das Graças Silva Foster

Chief Executive Officer

FINANCIAL HIGHLIGHTS

Main Items and Consolidated Economic Indicators

Jan-Dec

4Q-2013	3Q-2013	4Q13 X 3Q13 (%)	4Q-2012	2013	2012	2013 x 2012 (%)
----------------	----------------	------------------------------------	----------------	-------------	-------------	------------------------------------

81,028	77,700	4	73,405	Sales revenues	304,890	281,379	8
--------	--------	---	--------	-----------------------	---------	---------	---

17,015	16,585	3	16,562	Gross profit	71,164	70,907	—
--------	--------	---	--------	---------------------	--------	--------	---

7,036	5,723	23	6,120	Net income before financial results, share of profit of equity-accounted investments and income taxes	34,364	32,397	6
-------	-------	----	-------	--	--------	--------	---

(3,021)	(1,020)	(196)	2,788	Net finance income	(6,202)	(3,723)	(67)
				(expense)			

6,281	3,395	85	7,747	Consolidated net income attributable to the shareholders of Petrobras	23,570	21,182	11
-------	-------	----	-------	--	--------	--------	----

0.48	0.26	83	0.59	Basic and diluted earnings per share	1.81	1.62	12
				1			

214,688	229,078	(6)	254,852	Market capitalization (Parent Company)	214,688	254,852	(16)
---------	---------	-----	---------	---	---------	---------	------

21 21 – 23 **Gross margin (%)** 23 25 (2)

9	7	2	8	Operating margin	11	12	(1)
				(%)			
				2			

8	4	4	11	Net margin (%)	8	8	—
---	---	---	----	-----------------------	---	---	---

15,553	13,091	19	11,944	Adjusted EBITDA –	62,967	53,439	18
				R\$ million	³		

**Net Income before
financial results,
share of profit of
equity-accounted
investments and
income taxes by
business segment**

17,845	17,682	1	17,653	. Exploration & Production	64,415	69,214	(7)
--------	--------	---	--------	---	--------	--------	-----

(8,224)	(8,528)	4	(8,614)	. Refining, Transportation and Marketing	(26,899)	(34,168)	21
---------	---------	---	---------	---	----------	----------	----

(332)	(342)	3	592	. Gas & Power	1,344	2,091	(36)
-------	-------	---	-----	--------------------------	-------	-------	------

(44) (127) 65 (47) . **Biofuel** (315) (250) (26)

569	488	17	824	. Distribution	2,871	2,796	3
-----	-----	----	-----	-----------------------	-------	-------	---

264	220	20	6	. International	3,891	3,740	4
-----	-----	----	---	------------------------	-------	-------	---

(2,513) (2,824) 11 (2,691) . **Corporate** (10,615) (9,641) (10)

35,153	25,150	40	24,329	Capital expenditures and investments	104,416	84,137	24
--------	--------	----	--------	---	---------	--------	----

109.27	110.37	(1)	110.02	Brent crude (US\$/bbl)	108.66	111.58	(3)
--------	--------	-----	--------	-----------------------------------	--------	--------	-----

2.27	2.29	(1)	2.06	Average commercial selling rate for U.S. dollar	2.16	1.96	10
------	------	-----	------	--	------	------	----

2.34	2.23	5	2.04	Period-end commercial selling rate for U.S. dollar	2.34	2.04	15
------	------	---	------	---	------	------	----

9.52	8.51	1	7.18	Selic interest rate - 8.19	8.54	—
				average (%)		

**Average price
indicators**

215.33	210.00	3	196.33	Domestic basic oil products price (R\$/bbl)	209.17	186.55	12
--------	--------	---	--------	--	--------	--------	----

Sales price - Brazil

96.92	98.87	(2)	100.56	. Crude oil (U.S. dollars/bbl) ⁴	98.19	104.60	(6)
-------	-------	-----	--------	--	-------	--------	-----

45.12	46.34	(3)	46.50	. Natural gas (U.S. dollars/bbl)	47.43	48.45	(2)
-------	-------	-----	-------	---	-------	-------	-----

5.

Share capital

Voting common shares, for par value US\$1.00 per share 6,000 shares authorized, issued and fully paid	\$ 6,000
Non-voting convertible preferred shares, of par value US\$1.00 per share 6,000 shares authorized, issued and fully paid	\$ 6,000
	<u> </u>
	\$12,000
	<u> </u>

At any time after July 18, 2002, each holder of the preferred shares shall have the right to convert all, or a portion, of such preferred shares into common shares on a one-to-one basis, as outlined in the by-laws of the Company.

6. Share premium

Share premium represents amounts contributed by shareholders in excess of the par value of the shares subscribed for.

7. Development funding

It is estimated that the Company may require an initial research and development budget of approximately \$10 million, within the first 24 to 36 months from the date of incorporation, to commence development of the Products based upon the Elan Technology, Atrix Technology and/or Company Technology. The Development Funding shall be applied to the Company's research and development costs associated with development of the products.

8. Taxes

Under current Bermuda law, the Company is not required to pay any taxes in Bermuda on either income or capital gains. The Company has received an undertaking from the

Table of Contents

Minister of Finance in Bermuda that in the event of such taxes being imposed, the Company will be exempted from taxation until the year 2016.

Table of Contents**EXHIBIT INDEX**

Exhibit Number	Description
2.1	Agreement and Plan of Reorganization dated November 24, 1998 by and among Atrix Laboratories, Inc., Atrix Acquisition Corporation and ViroTex Corporation.(1)
2.2	Certificate of Merger of Atrix Acquisition Corporation into ViroTex Corporation dated November 24, 1998.(1)
3.1	Amended and Restated Certificate of Incorporation.(2)
3.2	Certificate of Amendment to Amended and Restated Certificate of Incorporation.(3)
3.3	Certificate of Designation of the Series A Preferred Stock filed with the State of Delaware on September 25, 1998.(4)
3.4	Certificate of Designations of Preferences and Rights of Series A Convertible Exchangeable Preferred Stock filed with the State of Delaware on July 18, 2000.(5)
3.5	Ninth Amended and Restated Bylaws.(6)
4.1	Form of Common Stock Certificate.(7)
4.2	Amended and Restated Rights Agreement (including form of Right Certificate, as Exhibit A, and form of Summary of Rights, as Exhibit B).(8)
4.3	Registration Rights Agreement, dated as of July 18, 2000, between Registrant and Elan International Services, Ltd., or EIS.(5)
4.4	Warrant dated as of July 18, 2000, issued by Registrant to EIS.(5)
4.5	Convertible Promissory Note, dated as of July 18, 2000, issued by Registrant to EIS.(5)
4.6	Warrant, dated as of April 4, 2001, issued by Atrix Laboratories, Inc. to Ferghana Partners, Inc.(9)
4.7	Indenture, dated November 15, 1997, by and among the Registrant and State Street Bank and Trust Company of California, N.A., as trustee thereunder including the Form of Note.(10)
4.8	Warrant to purchase 6,750 shares of Atrix Common Stock issued to Gulfstar Investments, Limited.(2)
10.1	Lease Agreement dated May 11, 1991 between the Registrant and GB Ventures.(7)
10.2	Agreement dated December 16, 1996 between the Registrant and Block Drug Corporation (Block Agreement).(11)
10.2A	First Amendment to Block Agreement dated June 10, 1997.(2)**
10.2B	Second Amendment to Block Agreement dated July 31, 1997.(2)**
10.2C	Third Amendment to Block Agreement dated February 4, 1998.(2)**
10.2D	Fourth Amendment to Block Agreement dated January 12, 1999.(2)**

Edgar Filing: PETROBRAS - PETROLEO BRASILEIRO SA - Form 6-K

- 10.2E Fifth Amendment to Block Agreement dated January 27, 1999.(2)**
 - 10.2F Sixth Amendment to Block Agreement dated September 24, 1999.(12)**
 - 10.2G Eighth Amendment to Block Agreement dated as of August 24, 2001.(13)**
 - 10.3 Amended and Restated Performance Stock Option Plan, as amended.(2)
 - 10.4 Non-Qualified Stock Option Plan, as amended.(2)
 - 10.5 Non-Employee Director Stock Incentive Plan.(14)
-

Table of Contents

Exhibit Number	Description
10.6	Employment Agreement between Registrant and Dr. J. Steven Garrett dated April 17, 1995.(2)
10.7	Employment Agreement between Registrant and Dr. David W. Osborne dated November 24, 1998.(2)
10.8	Personal Services Agreement between Registrant and David R. Bethune dated August 10, 1999.(14)
10.9	Stock Purchase Agreement, dated as of August 8, 2000, by and between Registrant and Pfizer Inc.(14)
10.10	Collaborative Research Agreement, dated as of August 8, 2000, by and between Registrant and Pfizer Inc.(14)**
10.11	License and Royalty Agreement, dated as of August 8, 2000, by and between Registrant and Pfizer Inc.(14)**
10.12	Collaboration, Development and Supply Agreement dated as of August 28, 2000 between Registrant and Geneva Pharmaceuticals, Inc.(16)**
10.13	Securities Purchase Agreement, dated as of July 18, 2000, between Registrant and EIS.(5)**
10.14	Newco Registration Rights Agreement, dated as of July 18, 2000, among Registrant, Atrix Newco Ltd., or Newco, and EIS.(5)
10.15	Subscription, Joint Development and Operating Agreement, dated as of July 18, 2000, among EIS, Registrant, Newco and Elan Pharma International Limited, or EPIL.(5)**
10.16	Company License Agreement, dated as of July 18, 2000, among Registrant, Newco and Elan Corporation plc, or Elan.(5)**
10.17	EPIL License Agreement, dated as of July 18, 2000 among Elan, EPIL, Newco and Registrant.(5)**
10.18	Collaboration, License and Supply Agreement, dated as of December 8, 2000, by and between Registrant and Sanofi-Synthelabo Inc.(17)**
10.19	Stock Purchase Agreement, dated as of December 29, 2000, by and between Registrant and Sanofi-Synthelabo.(17)
10.20	2000 Stock Incentive Plan.(18)
10.21	License Agreement by and between Registrant and CollaGenex Pharmaceuticals, Inc. dated as of August 24, 2001. (13)**
10.22	Stock Purchase Agreement by and between Registrant and CollaGenex Pharmaceuticals, Inc. dated as of August 24, 2001.(13)**
10.23	Collaboration, License and Supply Agreement by and between Registrant and Fujisawa Healthcare, Inc., dated October 15, 2001.(13)**
10.24	Collaboration, License and Supply Agreement, dated as of April 4, 2001, by and between Registrant and MediGene.(19)**

Edgar Filing: PETROBRAS - PETROLEO BRASILEIRO SA - Form 6-K

10.25 Stock Purchase Agreement, dated as of April 4, 2001, by and between Registrant and
MediGene.(19)**

Table of Contents

Exhibit Number	Description
10.26	2001 Executive Long Term Incentive Compensation Program.(6)
10.27	Registration Rights Agreement, dated as of November 15, 1997, by and among Registrant and NationsBanc Montgomery Securities, Inc. and SBC Warburg Dillion Read, Inc.(10)
10.28	Amended and Restated Performance Stock Option Plan, as amended.(2)
21	Subsidiaries of the Registrant. (18)
23	Consent of Deloitte & Touche LLP*
23.1	Consent of KPMG
99.1	Certification of Chief Executive Officer
99.2	Certification of Chief Financial Officer

* Previously filed with, and incorporated by reference to, the Registrant's original Annual Report on Form 10-K for the year ended December 31, 2002, as filed with the Securities and Exchange Commission on March 25, 2003 (File No. 000-18321).

** We have omitted certain portions of this Exhibit and have requested confidential treatment with respect to such portions.

- (1) Incorporated by reference to Registrant's Current Report on Form 8-K dated November 24, 1998, as filed with the Securities and Exchange Commission (File No. 000-18321).
- (2) Incorporated by reference to Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 1998, as filed with the Securities and Exchange Commission (File No. 000-18321).
- (3) Incorporated by reference to Registrant's Registration Statement on Form S-3, filed with the Securities and Exchange Commission on June 5, 2001 (File No. 333-55634).
- (4) Incorporated by reference to Registrant's Registration Statement on Form 8-A, as filed with the Securities and Exchange Commission on October 1, 1998 (File No. 000-18231).
- (5) Incorporated by reference to Registrant's Current Report on Form 8-K dated July 18, 2000, as filed with the Securities and Exchange Commission on August 4, 2000 (File No. 000-18321).
- (6) Incorporated by reference to Registrant's Annual Report on Form 10-K dated December 31, 2001, as filed with the Securities and Exchange Commission (File No. 000-18321).
- (7) Incorporated by reference to Registrant's Annual Report on Form 10-K for the fiscal year ended September 30, 1993, as filed with the Securities and Exchange Commission (File No. 000-18321).

Edgar Filing: PETROBRAS - PETROLEO BRASILEIRO SA - Form 6-K

Table of Contents

- (8) Incorporated by reference to Registrant's Current Report on Form 8-K dated November 16, 2001, as filed with the Securities and Exchange Commission on November 27, 2001 (File No. 000-18231).
- (9) Incorporated by reference to Registrant's Registration Statement on Form S-3, filed with the Securities and Exchange Commission on February 6, 2002 (File No. 333-82250).
- (10) Incorporated by reference to Registrant's Current Report on Form 8-K dated November 6, 1997, as filed with the Securities and Exchange Commission on December 9, 1997 (File No. 000-18231).
- (11) Incorporated by reference to Registrant's Current Report on Form 8-K dated December 16, 1996, as amended on May 20, 1998, as filed with the Securities and Exchange Commission (File No. 000-18321).
- (12) Incorporated by reference to Registrant's Quarterly Report on Form 10-Q for the quarter ended September 30, 1999, as filed with the Securities and Exchange Commission (File No. 000-18321).
- (13) Incorporated by reference to Registrant's Quarterly Report on Form 10-Q for the quarter ended September 30, 2001 (File No. 000-18231).
- (14) Incorporated by reference to Registrant's Current Report on Form 8-K dated August 8, 2000, as filed with the Securities and Exchange Commission on September 7, 2000 (File No. 000-18321).
- (15) Incorporated by reference to Registrant's Annual Report on Form 10-K for the year ended December 31, 1999, as filed with the Securities and Exchange Commission (File No. 000-18321).
- (16) Incorporated by reference to Registrant's Quarterly Report on Form 10-Q for the quarter ended September 30, 2000, as filed with the Securities and Exchange Commission (File No. 000-18321).
- (17) Incorporated by reference to Registrant's Current Report on Form 8-K dated December 29, 2000, as filed with the Securities and Exchange Commission on February 23, 2001 (File No. 000-18231).
- (18) Incorporated by reference to Registrant's Annual Report on Form 10-K for the year ended December 31, 2000, as filed with the Securities and Exchange Commission (File No. 000-18231).
- (19) Incorporated by reference to Registrant's Current Report on Form 8-K dated April 4, 2001, filed with the Securities and Exchange Commission on June 20, 2001 (File No. 000-18231).