

QUALYS, INC.
Form 4
December 24, 2014

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Deeba Amer

(Last) (First) (Middle)
C/O QUALYS, INC., 1600
BRIDGE PARKWAY
(Street)

REDWOOD CITY, CA 94065

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
QUALYS, INC. [QLYS]

3. Date of Earliest Transaction (Month/Day/Year)
12/22/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Chief Marketing Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	12/22/2014		M ⁽¹⁾	5,452 A \$ 1.4	6,556	D	
Common Stock	12/22/2014		S ⁽¹⁾	5,452 D \$ 40	1,104 ⁽²⁾	D	
Common Stock	12/23/2014		M ⁽¹⁾	180 A \$ 1.4	1,284	D	
Common Stock	12/23/2014		S ⁽¹⁾	180 D \$ 40	1,104 ⁽²⁾	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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The transactions reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on May 22, 2014.

(2) Includes 1,104 shares beneficially owned by the reporting person as previously reported on a Form 4 filed on May 2, 2014.

(3) The option is fully vested and immediately exercisable.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number. 1"> 175(c)

Sr. Notes

Ba1 8.00 5/15/10 190,09450(c)

Sr. Notes

Ba1 6.875 12/01/13 52,50050(c)

Sr. Notes

Ba1 7.50 10/15/27 53,000

Starwood Hotels & Resorts Worldwide, Inc.,

570

Sr. Notes

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Ba1 7.375 5/01/07 584,962

70	Sr. Notes	Ba1	7.875	5/01/12	76,650
150	Debs.	Ba1	7.375	11/15/15	160,875
					2,807,166
Media & Entertainment 9.3%					
AMC Entertainment, Inc.,					
275	Sr. Sub. Notes, Ser. B	B2	8.625	8/15/12	285,312
100	Sr. Sub. Notes	B3	8.00	3/01/14	89,500
Dex Media East LLC,					
406	Sr. Sub. Notes	B1	12.125	11/15/12	472,990
Dex Media West LLC,					
415	Sr. Sub. Notes	B2	9.875	8/15/13	459,094
165	Dex Media, Inc., Notes	B3	8.00	11/15/13	168,300
DirecTVHoldings LLC,					
48	Sr. Sub. Notes	Ba2	8.375	3/15/13	52,080
EchoStar DBS Corp.,					
152	Sr. Notes	Ba3	9.125	1/15/09	159,600
Gray Television, Inc.,					
285	Sr. Sub. Notes	Ba3	9.25	12/15/11	304,950
375(c)(h)(i)	Intelsat Ltd. (Bermuda), Sr. Notes	B2	8.695	1/15/12	380,625
Intrawest Corp. (Canada),					
300(c)	Sr. Notes	B1	7.50	10/15/13	301,875
MediaNews Group, Inc.,					
200	Sr. Sub. Notes	B2	6.875	10/01/13	195,000
Morris Publishing Co. LLC,					
65	Sr. Sub. Notes	B1	7.00	8/01/13	62,075
New Skies Satellites NV (Netherlands),					
200(c)(i)	Sr. Notes	B3	9.5725	11/01/11	205,500
200(i)	PRIMEDIA, Inc., Sr. Notes	B2	9.715	5/15/10	198,000
Quebecor Media, Inc., (Canada)					
400(c)	Sr. Disc.Notes, Zero Coupon	B2	Zero	7/15/11	408,500
(until 07/15/06)					
Rainbow National Services LLC,					
125(h)	Sr. Notes	B3	8.75	9/01/12	131,875
RH Donnelley Finance Corp.,					
200(h)	Sr. Sub. Notes	B2	10.875	12/15/12	226,500
Sinclair Broadcast Group, Inc.,					
165	Sr. Sub. Notes	B2	8.75	12/15/11	174,281
100	Six Flags, Inc., Sr. Notes	Caa1	9.625	6/01/14	98,250
Sun Media Corp., (Canada),					
400(c)	Gtd. Notes	Ba3	7.625	2/15/13	411,000
Susquehanna Media Co.,					
300	Sr. Sub. Notes	B1	7.375	4/15/13	318,375
Universal City Florida Holdings Co.,					
400(i)	Sr. Notes	B3	9.00	5/01/10	405,000
150	Vail Resorts, Inc., Sr. Sub. Notes	B2	6.75	2/15/14	150,188
Vertis, Inc.,					
45	Sr. Notes, Ser. B	Caa1	10.875	6/15/09	43,762

Explanation of Responses:

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200	Sr. Notes	B3	9.75	4/01/09	205,500
					5,908,132
Metals 4.6%					
90	AK Steel Corp., Sr. Notes Arch Western Finance LLC,	B1	7.75	6/15/12	81,225
275	Sr. Notes	Ba3	6.75	7/01/13	277,750
275	Century Aluminum Co., Sr. Notes Chaparral Steel Co.,	B1	7.50	8/15/14	265,375
200(h)	Sr. Unsec d. Notes	B1	10.00	7/15/13	212,500

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200	Foundation Coal Co., Gtd. Notes Ispat Inland ULC (Canada),	B1	7.25	8/01/14	204,000
190(c)	Sr. Sec d. Notes	Ba1	9.75	4/01/14	214,225
125(h)	Metals USA, Sec d. Notes	B3	11.125	12/01/15	127,813
340(c)(h)	Novelis, Inc., (Canada), Sr. Notes Oregon Steel Mills, Inc.,	B1	7.50	2/15/15	317,900
510	First Mtge. Notes Russel Metals, Inc. (Canada)	Ba3	10.00	7/15/09	546,974
165(c)	Sr. Notes	Ba3	6.375	3/01/14	159,638
150	Ryerson Tull, Inc., Sr. Notes United States Steel Corp.,	B2	8.25	12/15/11	146,625
100	Sr. Notes	Ba2	10.75	8/01/08	110,375
150	Sr. Notes	Ba2	9.75	5/15/10	162,937
					2,827,337
	Non Captive Finance 0.4% Residential Capital Corp.,				
250	Notes	Baa3	6.375	6/30/10	251,998
	Packaging 3.7%				
275	Berry Plastics Corp., Sr. Sub. Notes	B3	10.75	7/15/12	288,750
300(h)	Crown Americas, Sr. Notes Graham Packaging Co., Inc.,	B1	7.625	11/15/13	307,500
100	Sr. Notes	Caa1	8.50	10/15/12	98,000
250	Sr. Notes	Caa2	9.875	10/15/14	241,875
480	Greif Borthers Corp., Sr. Sub. Notes Owens-Brockway Glass Container, Inc.,	B1	8.875	8/01/12	510,000
45	Sr. Sec d. Notes	B1	7.75	5/15/11	46,800
660	Sr. Sec d. Notes Silgan Holdings, Inc.,	B1	8.75	11/15/12	712,800
125	Sr. Sub. Notes	B1	6.75	11/15/13	125,000
					2,330,725
	Paper 5.0% Abitibi Consolidated, Inc., (Canada)				
475	Sr. Notes Ainsworth Lumber Co. Ltd.	Ba3	8.375	4/01/15	459,563
400(c)(i)	(Canada) Gtd. Notes Bowater Canada Finance,	B2	7.7704	10/01/10	390,000
25(c)	(Canada) Notes Caraustar Industries, Inc.,	Ba3	7.95	11/15/11	24,625
125	Sr. Sub. Notes Cascades Inc., (Canada),	Caa1	9.875	4/01/11	125,625
250(c)	Sr. Notes Cellu Tissue Holdings, Inc.,	Ba3	7.25	2/15/13	230,625
300	Sec d. Notes Georgia-Pacific Corp.,	B2	9.75	3/15/10	294,750
500(f)	Notes	Ba2	7.50	5/15/06	501,249

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150	Sr. Notes Jefferson Smurfit Corp.,	Ba1	9.375	2/01/13	168,188
275	Sr. Notes Mercer International, Inc.,	B2	8.25	10/01/12	266,750
100	Sr. Notes Millar Western Forest Products Ltd. (Canada),	Caa1	9.25	2/15/13	84,000
130(c)	Sr. Notes Norampac, Inc. (Canada),	B2	7.75	11/15/13	99,450
110(c)	Sr. Notes	Ba2	6.75	6/01/13	106,150

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	Smurfit-Stone Container Corp.,				
226	Sr. Notes	B2	9.25	2/01/08	232,780
75	Sr. Notes	B2	8.375	7/01/12	73,125
	Tembec Industries, Inc. (Canada)				
220(c)	Sr. Notes	B3	7.75	3/15/12	129,800
					3,186,680
	Pipelines & Others 4.9%				
465	El Paso Corp., Sr. Notes	Caa1	7.00	5/15/11	453,956
425	El Paso Production Holding Co., Sr. Notes	B3	7.75	6/01/13	435,625
	Ferrellgas Partners LP,				
100	Sr. Notes	B2	8.75	6/15/12	96,500
50	Sr. Notes	Ba3	6.75	5/01/14	46,875
150	Inergy Finance Corp., Sr. Notes	B1	6.875	12/15/14	139,875
	Pacific Energy Partners LP,				
100	Sr. Notes	Ba2	7.125	6/15/14	104,000
250	Southern Natural Gas Co.,	B1	8.875	3/15/10	267,340
400(h)	Targa Resources Inc., Gtd. Notes	B2	8.50	11/01/13	409,000
	Tennessee Gas Pipeline Co.,				
215	Deb.	B1	7.00	3/15/27	218,496
25	Deb.	B1	7.00	10/15/28	24,164
295	Deb.	B1	7.625	4/01/37	301,109
	TransMontaigne, Inc.,				
85	Sr. Sub. Notes	B3	9.125	6/01/10	82,875
	Williams Companies, Inc., (The)				
200	Notes	B1	7.125	9/01/11	206,500
300	Notes	B1	8.125	3/15/12	323,250
					3,109,565
	Retailers 2.6%				
	Asbury Automotive Group, Inc.,				
100(h)	Sr. Sub. Notes	B3	8.00	3/15/14	93,750
	GSC Holdings,				
150(h)	Gtd. Notes	Ba3	7.875	10/01/11	150,750
75(h)	Gtd. Notes	Ba3	8.00	10/01/12	72,375
	J.C. Penney Co., Inc.,				
360	Deb.	Ba1	7.40	4/01/37	384,276
	Neiman Marcus Group,				
275(h)	Gtd. Notes	B3	10.375	10/15/15	278,094
175	Pantry, Inc., Sr. Sub. Notes	B3	7.75	2/15/14	169,750
	Rite Aid Corp.,				
220	Sr. Sec d. Notes	B2	8.125	5/01/10	220,000
200	Sr. Sec d. Notes	B2	7.50	1/15/15	185,000
	Sonic Automotive, Inc.,				
110	Sr. Sub. Notes	B2	8.625	8/15/13	104,775
					1,658,770

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Technology 7.7%					
75	Amkor Technology, Inc., Sr. Notes	Caa1	7.125	3/15/11	65,625
	Avago Technologies,				
150(h)	Sr. Notes	B3	10.125	12/01/13	153,000
375(h)	Sr. Sub Notes	Caa2	11.875	12/01/15	380,625
	Flextronics International Ltd. (Singapore)				
160(c)	Sr. Sub. Notes	Ba2	6.50	5/15/13	161,600
325(c)	Sr. Sub. Notes	Ba2	6.25	11/15/14	319,313
	Freescale Semiconductor, Inc.,				
175	Sr. Notes	Ba2	6.875	7/15/11	182,875

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335	Sr. Notes	Ba2	7.125	7/15/14	353,425
175	Iron Mountain, Inc., Sr. Notes	Caa1	8.625	4/01/13	182,875
	Nortel Networks Ltd., (Canada)				
285(c)	Notes	B3	6.125	2/15/06	284,288
135(c)	Notes	B3	4.25	9/01/08	126,563
	Sanmina-SCI Corp.,				
550	Sr. Sec d. Notes	Ba2	10.375	1/15/10	600,874
	Seagate Technology,				
500	Gtd. Notes	Ba2	8.00	5/15/09	523,125
	SunGard Data Systems, Inc.,				
150(h)	Sr. Sub. Notes	Caa1	10.25	8/15/15	151,500
750(h)	Sr. Notes	B3	8.5247	8/15/13	777,187
250(h)	Sr. Notes	B3	9.125	8/15/13	258,750
115	UGS Corp., Gtd. Notes	B3	10.00	6/01/12	125,350
200	Unisys Corp., Sr. Notes	Ba3	8.50	10/15/15	182,000
50	Xerox Corp., Sr. Notes	Ba2	6.875	8/15/11	51,813
					4,880,788
					4,880,788
	Telecommunications 7.3%				
	Alamosa Holdings, Inc.,				
150	Sr. Notes	Caa1	11.00	7/31/10	170,250
225	Sr. Notes	Caa1	8.50	1/31/12	245,250
	AT&T Corp.,				
135	Sr. Notes	Baa2	9.05	11/15/11	149,808
125	Sr. Notes	Baa2	9.75	11/15/31	153,750
	Centennial Communications Corp., Sr.				
225	Notes	B3	8.125	2/01/14	232,875
	Cincinnati Bell, Inc.,				
50	Gtd. Notes	B1	7.25	7/15/13	52,000
80	Sr. Sub Notes	B3	8.375	1/15/14	78,400
	Citizens Communications Co.,				
260	Notes	Ba3	9.25	5/15/11	284,050
150	Sr. Notes	Ba3	6.25	1/15/13	144,375
	Dobson Cellular Systems, Inc.,				
250(h)	Gtd. Notes	B1	8.375	11/01/11	265,000
	Eircom Funding PLC (Ireland),				
120(c)	Sr. Sub. Notes	B1	8.25	8/15/13	129,900
	Hawaiian Telcom Communication, Inc.,				
50(h)	Sr. Sub. Notes	Caa1	12.50	5/01/15	44,000
	MCI, Inc.,				
650	Notes	B2	7.688	5/01/09	673,563
85	Notes	B2	8.735	5/01/14	93,819
	Nextel Communications, Inc.,				
225	Sr. Notes	Baa2	7.375	8/01/15	236,837
375	Nextel Partners, Inc., Sr. Notes	Ba3	8.125	7/01/11	399,375
	Qwest Communications International, Inc.,				
150(h)	Sr. Notes	B2	7.50	2/15/14	151,500
	Qwest Services Corp.,				
100	Sr. Notes	Ba3	7.875	9/01/11	107,250

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Rogers Wireless, Inc. (Canada),					
125(c)	Sr. Sec d. Notes	Ba3	9.625	5/01/11	143,281
200(c)	Sr. Sub. Notes	B2	8.00	12/15/12	211,750
150(c)	Sec d. Notes	Ba3	7.50	3/15/15	160,500
36	SBA Communications Corp., Sr. Notes	Caa1	8.50	12/01/12	39,960
95	Triton PCS, Inc., Gtd. Notes	Caa1	8.50	6/01/13	89,775
250	UbiquiTel Operating Co., Sr. Notes	Caa1	9.875	3/01/11	276,563
75(i)	U.S. Unwired, Inc., Sr. Sec d Notes	B2	8.12	6/15/10	77,250
					4,611,081

Tobacco 0.2%						
RJ Reynolds Tobacco Holdings, Inc.,						
100(h)	Notes 144A		Ba2	6.50	7/15/10	98,500
Total corporate bonds (cost \$78,961,907)						79,905,246
SOVEREIGN BONDS 1.6%						
Republic of Argentina,						
298(c)(i)	Bonds, F.R.N.		B3	4.005	8/03/12	262,983
230(c)(i)	Bonds, F.R.N.		B3	3.00	4/30/13	185,955
200(c)	Republic of Colombia, Notes		Ba2	10.00	1/23/12	237,000
300(c)	Republic of Philippines, Bonds		B1	9.375	1/18/17	337,875
Total sovereign bonds (cost \$975,977)						1,023,813

SHARES

COMMON STOCKS 1.5%						
2,330(b)	IMPSAT Fiber Networks, Inc.					\$ 16,077
	Liberty Global, Inc., Class A					
3,066						68,396
3,066	Liberty Global, Inc., Class C					63,674
700(b)(c)	NTL, Inc.					40,761
21,883(g)	Premium Standard Farms, Inc. (cost \$249,980; purchased 6/15/05)					364,352
	Telewest Global, Inc.,					
9,911(b)(c)	(United Kingdom)					220,916
4,049	TELUS Corp.					155,077
320	Walter Industries, Inc.					16,112
Total common stock (cost \$803,559)						945,365
PREFERRED STOCK 0.7%						
1,868(b)	McLeodUSA, Inc., Ser. A					205
54(b)	Paxson Communications, Corp., 14.25%, PIK					456,521
Total preferred stock (cost \$857,746)						456,726

UNITS

WARRANTS (b)						
4,141	McLeodUSA, Inc., expiring 4/16/07					25
140(f)	Sterling Chemical Holdings, Inc., expiring 8/15/08					0
10,871(f)	Viasystems Group, Inc., expiring 1/10/31					1
150(f)(h)	XM Satellite Radio, Inc., expiring 3/15/10					0
Total warrants (cost \$219,816)						26

Total long-term investments
(cost \$81,819,005)

82,331,176

Principal Amount (000)		Moody's Ratings	Interest Rate	Maturity Date	
SHORT-TERM INVESTMENT 6.4%					
U.S. GOVERNMENT AGENCY SECURITIES					
\$ 4,074	Fannie Mae Discount Notes (cost \$4,074,000)	A-1+ (d)	3.90% (e)	12/01/05	\$ 4,074,000
Total Investments 136.6% (cost \$85,893,005)(j)					86,405,176
Liabilities in excess of other assets (36.6%)					(23,141,857)
Net Assets 100.0%					\$ 63,263,319

F.R.N. Floating Rate Note.

GBP Great British Pounds.

M.T.N. Medium Term Note.

NR Not rated by Moody's or Standard & Poor's.

PIK Payment in Kind

- (a) Represents issuer in default on interest payment, non-income producing security.
- (b) Non-income producing securities.
- (c) US \$ Denominated foreign securities.
- (d) Standard & Poor's Rating.
- (e) Percentage quoted represents yield-to-maturity as of purchase date.
- (f) Indicates a security that has been deemed illiquid.
- (g) Indicates a restricted security; the aggregate cost of the restricted securities is \$249,980. The aggregate value, \$364,352 represents .58% of net assets.
- (h) Security was purchased pursuant to Rule 144A under the Securities Act of 1933 and may not be resold subject to that rule except to qualified institutional buyers. Unless otherwise noted 144A securities are deemed to be liquid.
- (i) Indicates a variable rate security. The interest rate shown reflects the rate in effect at November 30, 2005.
- (j) The United States Federal income tax basis of the Fund's investments and the net unrealized depreciation as of November 30, 2005 were as follows:

Tax Basis	Appreciation	Depreciation	Net Unrealized Depreciation
\$ 86,487,918	\$ 2,686,076	\$ (2,768,818)	\$ (82,742)

The difference between book basis and tax basis is attributable to deferred losses on wash sales and differences in the treatment of premium and market discount amortization for book and tax purposes.

Notes to Schedule of Investments (Unaudited)

Securities Valuation: Securities for which market quotations are readily available--including securities listed on national securities exchanges and those traded over-the-counter--are valued at the last quoted sales price on the valuation date on which the security is traded. If such securities were not traded on the valuation date, but market quotations are readily available, they are valued at the most recently quoted bid price provided by an independent pricing service or by a principal market maker. Securities for which market quotations are not readily available or for which the pricing agent or market maker does not provide a valuation or methodology, or provides a valuation or methodology that, in the judgment of the adviser, does not represent fair value, are valued by a Valuation Committee appointed by the Board of Directors, in consultation with the adviser. When determining the fair valuation of securities some of the factors influencing the valuation include, the nature of any restrictions on disposition of the securities; assessment of the general liquidity of the securities; the issuer's financial condition and the markets in which it does business; the cost of the investment; the size of the holding and the capitalization of issuer; the prices of any recent transactions or bids/offers for such securities or any comparable securities; any available analyst media or other reports or information deemed reliable by the investment adviser regarding the issuer or the markets or industry in which it operates. Using fair value to price securities may result in a value that is different from a security's most recent closing price and from the price used by other mutual funds to calculate their net asset values.

Short-term securities, which mature in sixty days or less, are valued at amortized cost, which approximates market value. The amortized cost method involves valuing a security at its cost on the date of purchase and thereafter assuming a constant amortization to maturity of the difference between the principal amount due at maturity and cost. Short-term securities, which mature in more than sixty days, are valued at current market quotations.

Restricted Securities: The Fund may invest up to 20% of its total assets in securities which are not readily marketable, including those which are restricted as to disposition under securities law (restricted securities).

Other information regarding the Fund is available in the Fund's most recent Report to Shareholders. This information is available on the Securities and Exchange Commission's website (www.sec.gov).

Item 2. Controls and Procedures

- (a) It is the conclusion of the registrant's principal executive officer and principal financial officer that the effectiveness of the registrant's current disclosure controls and procedures (such disclosure controls and procedures having been evaluated within 90 days of the date of this filing) provide reasonable assurance that the information required to be disclosed by the registrant has been recorded, processed, summarized and reported within the time period specified in the Commission's rules and forms and that the information required to be disclosed by the registrant has been accumulated and communicated to the registrant's principal executive officer and principal financial officer in order to allow timely decisions regarding required disclosure.

- (b) There have been no significant changes in the registrant's internal controls or in other factors that could significantly affect these controls subsequent to the date of their evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses.

Item 3. Exhibits

Certifications pursuant to Rule 30a-2(a) under the Investment Company Act of 1940 Attached hereto.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

(Registrant) High Yield Income Fund, Inc.

By (Signature and Title)* /s/ Deborah A. Docs

Deborah A. Docs
Secretary of the Fund

Date January 25, 2006

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

By (Signature and Title)* /s/ Judy A. Rice

Judy A. Rice
President and Principal Executive Officer

Date January 25, 2006

By (Signature and Title)* /s/ Grace C. Torres

Grace C. Torres
Treasurer and Principal Financial Officer

Date January 25, 2006

* Print the name and title of each signing officer under his or her signature.