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

(over)

(Print or Type Responses) SFC 1474 (3/91)

*See footnote 2 on Table II

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	4. Trans- action Code (Instr. 8) ----- Code V	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) ----- (A) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) ----- Date Expira- tion Exer- tion cisable Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares Title	8. Price of Deriv- ative Secur- ity (Instr. 5)	9. Number of Deriv- ative Secur- ities Bene- ficially Owned at End of Month (Instr. 4)	10. Owner- ship Form of Deriv- ative Secur- ity: Direct (D) or In- direct (I) (Instr. 4)	11. Nature of In- direct Bene- ficial Owner- ship (Instr. 4)
5% Convertible Senior Secured Debentures	\$ 1.404	3/10/98	A	(1)	3/10/98 3/15/03	Common Stock 213,675			D	
Warrants	\$ 1.404	3/10/98	A	(1)	3/10/98 3/15/05	Common Stock 32,375			D	
Warrants	\$ 2.279	3/10/98	A	(1)	3/10/98 3/15/05	Common Stock 31,579		277,629	D	
5% Convertible Senior Secured Debentures	\$ 1.404	6/12/98	A	(2)	6/12/98 3/15/03	Common Stock 51,363			D	
Warrants	\$ 1.404	6/12/98	A	(2)	6/12/98 3/15/05	Common Stock 7,782			D	
Warrants	\$ 2.279	6/12/98	A	(2)	6/12/98 3/15/05	Common Stock 7,590		344,364	D	
Non- qualified Stock Options	\$ 2.375	2/19/98	A		(3) 2/19/08	Common Stock 1,000,000		1,344,364	D	
5% Convertible Senior Secured Debentures	\$ 1.1312	4/1/99	A	(4)	4/1/99 3/15/03	Common Stock 4,111			D	
Non- qualified Stock Options	\$ 1.125	4/12/99	A	(5)	4/12/00 4/12/09	Common Stock 100,000		1,448,475	D	
5% Convertible Senior Secured Debentures	\$ 2.4250	7/1/99	A	(4)	7/1/99 3/15/03	Common Stock 1,939		1,450,414	D	
5% Convertible Senior Secured Debentures	\$ 2.3063	10/1/99	A	(4)	10/1/99 3/15/03	Common Stock 1,789		1,452,203	D	
Non- qualified Stock Options	\$ 1.875	2/17/00	A	(5)	2/17/01 2/17/10	Common Stock 125,000		1,577,203	D	
5% Convertible Senior Secured Debentures	\$ 1.722	4/1/00	A	(4)	4/1/00 3/15/03	Common Stock 1,440		1,578,643	D	
5% Convertible Senior Secured Debentures	\$ 1.404	3/10/98	A	(6)	3/10/98 3/15/03	Common Stock (106,837)			D	
Warrants	\$ 1.404	3/10/98	A	(6)	3/10/98 3/15/05	Common Stock (16,187)			D	

Warrants	\$	2.279	3/10/98	A	(6)	3/10/98	3/15/05	Common Stock	(15,789)	1,439,830	D
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5% Convertible Senior Secured Debentures	\$	1.404	6/12/98	A	(6)	6/12/98	3/15/03	Common Stock	(25,681)		D
Warrants	\$	1.404	6/12/98	A	(6)	6/12/98	3/15/05	Common Stock	(3,891)		D
Warrants	\$	2.279	6/12/98	A	(6)	6/12/98	3/15/05	Common Stock	(3,795)		D
Non-qualified Stock Options	\$	1.1125	6/29/00	A	(5)	6/29/01	6/29/10	Common Stock	200,000	1,606,463	D
5% Convertible Senior Secured Debentures	\$	1.1125	7/1/00	A	(4)	7/01/00	3/15/03	Common Stock	2,087	1,608,550	D
5% Convertible Senior Secured Debentures	\$	1.404	6/12/98	A	(7)	6/12/98	3/15/03	Common Stock	(3,561)		D
5% Convertible Senior Secured Debentures	\$	1.404	6/12/98	A	(7)	6/12/98	3/15/03	Common Stock	(3,561)		D
5% Convertible Senior Secured Debentures	\$	1.404	6/12/98	A	(7)	6/12/98	3/15/03	Common Stock	(3,561)	1,597,867	D
5% Convertible Senior Secured Debentures	\$	.9071	10/1/00	A	(4)	10/01/00	3/15/03	Common Stock	2,592	1,600,459	D
5% Convertible Senior Secured Debentures	\$	1.404	6/12/98	A	(7)	6/12/98	3/15/03	Common Stock	(3,561)		D
5% Convertible Senior Secured Debentures	\$	1.404	6/12/98	A	(7)	6/12/98	3/15/03	Common Stock	(3,561)		D
5% Convertible Senior Secured Debentures	\$	1.404	6/12/98	A	(7)	6/12/98	3/15/03	Common Stock	(3,561)	1,589,776	D
5% Convertible Senior Secured Debentures	\$	.6258	01/01/01	A	(4)	01/01/01	3/15/03	Common Stock	3,503	1,593,279	D
5% Convertible Senior Secured Debentures	\$	1.03	04/01/01	A	(4)	04/01/01	3/15/03	Common Stock	2,156	1,595,435	D
5% Convertible Senior Secured Debentures	\$	2.22	07/01/01	A	(4)	07/01/01	3/15/03	Common Stock	1,013	1,596,448	D
5% Convertible Senior Secured Debentures	\$	2.22	10/01/01	A	(4)	10/01/01	3/15/03	Common Stock	1,026	1,597,474	D
5% Convertible Senior Secured Debentures	\$	1.86	01/01/02	A	(4)	01/01/02	3/15/03	Common Stock	1,239	1,598,713	D

NOTE: FILE THREE COPIES OF THIS FORM, ONE OF WHICH MUST BE MANUALLY SIGNED. IF SPACE PROVIDED IS INSUFFICIENT, SEE INSTRUCTION 6 FOR PROCEDURE.