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

SCHEDULE 13D (Rule 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULE 13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO RULE 13d-2(a)

(Amendment No. 9)

Telos Corporation (Name of Issuer)

12% Cumulative Exchangeable Redeemable Preferred Stock, Par Value \$0.01 Per Share

(Title of Class of Securities)

87969B200

-----(CUSIP Number of Class of Securities)

Wynnefield Partners Small Cap Value, L.P.

450 Seventh Avenue, Suite 509 New York, New York 10123 Attention: Mr. Nelson Obus

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

Copy to:

Jeffrey S. Tullman, Esq. Kane Kessler, P.C. 1350 Avenue of the Americas, 26th Floor New York, New York 10019 (212) 541-6222

February 15, 2007 (Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a Statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this Schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box []

(continued on following pages)

(Page 1 of 12 pages)

. 13D/A CUSIP No. 87969B200 Page 2 of 12 pages 1. NAME OF REPORTING PERSON: Wynnefield Partners Small Cap Value, L.P. S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON: 13-3688497 ______ 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [] (b) [X] 3. SEC USE ONLY 4. SOURCE OF FUNDS 5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION

| DELAWARE | | | | | |
|--|---|-----------------------------|--|--|--|
| | 7. SOLE VOTING POWER 131,800 shares (See Item 5) | | | | |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON | 8. SHARED VOTING POWER -0- (See Item 5) | | | | |
| | 9. SOLE DISPOSITIVE POWER 131,800 shares (See Item 5) | 131,800 shares (See Item 5) | | | |
| WITH | 10. SHARED DISPOSITIVE POWER -0- (See Item 5) | | | | |
| 131,800 (See Ite | BENEFICIALLY OWNED BY EACH REPORTIN | G PERSON | | | |
| | AGGREGATE AMOUNT IN ROW (11) EXCLUD | | | | |
| 13. PERCENT OF CLASS 4.1% (See Item 5 | | | | | |
| 14. TYPE OF REPORTIN | | | | | |
| | (Page 2 of 12 pages) | | | | |
| CUSIP No. 87969B200 | 13D/A | Page 3 of 12 Pages | | | |
| S.S. OR I.R.S. | IG PERSON: Cap Value Offshore Fund, Ltd. EDENTIFICATION NO. OF ABOVE PERSON: PRIATE BOX IF A MEMBER OF A GROUP | Not Applicable | | | |
| (a) [] (b) [X] | | | | | |
| 3. SEC USE ONLY | | | | | |
| 4. SOURCE OF FUNDS WC (SEE ITEM 3) | | | | | |
| 5. CHECK BOX IF DIS 2 (d) OR 2 (e) | SCLOSURE OF LEGAL PROCEEDINGS IS REQU | [] | | | |
| CAYMAN ISLANDS | PLACE OF ORGANIZATION | | | | |
| NUMBER OF | 7. SOLE VOTING POWER 85,400 shares (See Item 5) | | | | |
| SHARES BENEFICIALLY | 8. SHARED VOTING POWER -0- (See Item 5) | | | | |
| OWNED BY EACH REPORTING PERSON | 9. SOLE DISPOSITIVE POWER 85,400 shares (See Item 5) | | | | |
| WITH | 10. SHARED DISPOSITIVE POWER -0- (See Item 5) | | | | |
| | BENEFICIALLY OWNED BY EACH REPORTINGE Item 5) | | | | |
| | E AGGREGATE AMOUNT IN ROW (11) EXCLUD | | | | |
| 13. PERCENT OF CLASS 2.7% (See Item 5 | REPRESENTED BY AMOUNT IN ROW (11) | | | | |
| 14. TYPE OF REPORTING | | | | | |

| CUSIP No. 87969B200 | 13D/A | Page 4 of 12 pages |
|--|---|--|
| | PERSON: s Small Cap Value, L.P. I NTIFICATION NO. OF ABOVE PERSON 1 | 13-3953291 |
| (a) [] (b) [X] | CATE BOX IF A MEMBER OF A GROUP | |
| 3. SEC USE ONLY | | |
| 4. SOURCE OF FUNDS WC (SEE ITEM 3) | | |
| 5. CHECK BOX IF DISCL 2(d) OR 2(e) | OSURE OF LEGAL PROCEEDINGS IS REC | QUIRED PURSUANT TO ITEMS |
| 6. CITIZENSHIP OR PLA DELAWARE | | |
| 7 | 7. SOLE VOTING POWER 142,800 shares (See Item 5) | |
| NUMBER OF - SHARES 8 BENEFICIALLY | 3. SHARED VOTING POWER -0- (See Item 5) | |
| OWNED BY - EACH 9 REPORTING | 9. SOLE DISPOSITIVE POWER 142,800 shares (See Item 5) | |
| PERSON - WITH 1 | .0. SHARED DISPOSITIVE POWER -0- (See Item 5) | |
| 11. AGGREGATE AMOUNT B 142,800 shares (Se | BENEFICIALLY OWNED BY EACH REPORT De Item 5) | ING PERSON |
| 12. CHECK BOX IF THE A | AGGREGATE AMOUNT IN ROW (11) EXCLU | JDES CERTAIN SHARES |
| 4.5% (See Item 5) | REPRESENTED BY AMOUNT IN ROW (11) | |
| 14. TYPE OF REPORTING PN | PERSON | |
| | | |
| | | |
| | (Page 4 of 12 pages) | |
| CUSIP No. 87969B200 | (Page 4 of 12 pages) 13D/A | Page 5 of 12 pages |
| CUSIP No. 87969B200 1. NAME OF REPORTING Channel Partnershi | 13D/A PERSON: | |
| CUSIP No. 87969B200 1. NAME OF REPORTING Channel Partnershi S.S. OR I.R.S. IDE | 13D/A PERSON: p II, L.P. | |
| CUSIP No. 87969B200 1. NAME OF REPORTING Channel Partnershi S.S. OR I.R.S. IDE 2. CHECK THE APPROPRI (a) [] (b) [X] 3. SEC USE ONLY | 13D/A PERSON: p II, L.P. ENTIFICATION NO. OF ABOVE PERSON: CATE BOX IF A MEMBER OF A GROUP | 22-3215653 |
| CUSIP No. 87969B200 1. NAME OF REPORTING Channel Partnershi S.S. OR I.R.S. IDE 2. CHECK THE APPROPRI (a) [] (b) [X] 3. SEC USE ONLY | 13D/A PERSON: p II, L.P. ENTIFICATION NO. OF ABOVE PERSON: | 22-3215653 |
| CUSIP No. 87969B200 1. NAME OF REPORTING Channel Partnershi S.S. OR I.R.S. IDE 2. CHECK THE APPROPRI (a) [] (b) [X] 3. SEC USE ONLY 4. SOURCE OF FUNDS WC (SEE ITEM 3) | 13D/A PERSON: p II, L.P. ENTIFICATION NO. OF ABOVE PERSON: CATE BOX IF A MEMBER OF A GROUP | 22-3215653 QUIRED PURSUANT TO ITEMS |

7. SOLE VOTING POWER 13,500 shares (See Item 5)

| NUMBER OF | | |
|--|--|--|
| SHARES | 8. SHARED VOTING POWER | |
| BENEFICIALLY | -0- (See Item 5) | |
| OWNED BY | | |
| EACH REPORTING | 9. SOLE DISPOSITIVE POWER | |
| PERSON WITH | 13,500 shares (See Item 5) | |
| MILL | 10. SHARED DISPOSITIVE POWER | |
| | -0- (See Item 5) | |
| | | |
| | BENEFICIALLY OWNED BY EACH REPORTING PERSON | |
| 13,500 shares (Se | | |
| 12 CUECK DOV TE THE | AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES | |
| | AGGREGATE ATTOUNT IN NOW (II) EXCEDDES CERTAIN STIARES | |
| L J | | |
| 13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) | | |
| 0.4 % (See Item 5 | | |
| 14 TYPE OF PEROPETRI | N PERONU | |
| 14. TYPE OF REPORTING | G PERSON | |
| PN | | |
| | | |
| | | |
| | (Page 5 of 12 pages) | |
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| | | |
| CUSIP No. 87969B200 | 13D/A Page 6 of 12 pages | |
| | | |
| 1. NAME OF REPORTING | PERSON: | |
| Nelson Obus | , | |
| | DENTIFICATION NO. OF ABOVE PERSON: | |
| | | |
| | RIATE BOX IF A MEMBER OF A GROUP | |
| (a) [] | | |
| (b) [X] | | |
| 3. SEC USE ONLY | | |
| | | |
| 4. SOURCE OF FUNDS | | |
| AF (SEE ITEM 3) | | |
| | | |
| | CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS | |
| 2(d) OR 2(e) | | |
| 6. CITIZENSHIP OR PL | | |
| UNITED STATES OF | | |
| | | |
| | 7. SOLE VOTING POWER | |
| | 13,500 shares (See Item 5) (1) | |
| NUMBER OF | | |
| SHARES | 8. SHARED VOTING POWER | |
| BENEFICIALLY | 360,000 (See Item 5) (1) | |
| OWNED BY EACH REPORTING | 9. SOLE DISPOSITIVE POWER | |
| PERSON | 13,500 shares (See Item 5)(1) | |
| WITH | | |
| | 10. SHARED DISPOSITIVE POWER | |
| | 360,000 (See Item 5) (1) | |
| | | |
| | BENEFICIALLY OWNED BY EACH REPORTING PERSON | |
| 373,500 shares (S | Gee Item 5)(1) | |
| | AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES | |
| [] | AGGREGATE AMOUNT IN NOW (II) EXCEDDES CERTAIN SHARES | |
| | | |
| 13. PERCENT OF CLASS | REPRESENTED BY AMOUNT IN ROW (11) | |
| 11.7% (See Item 5 | 5)(1) | |
| | | |
| 14. TYPE OF REPORTING | F PERSON | |
| IN | | |
| | Named to have an indirect beneficial ownership in such | |
| | deemed to have an indirect beneficial ownership in such ositions as a co-managing member of Wynnefield Capital | |
| | rincipal executive officer of Wynnefield Capital, Inc., and | |
| general partner of Ch | nannel Partnership II, L.P. Wynnefield Capital Management, | |
| | beneficial ownership interest in 274,600 shares which are | |
| directly owned by Wyr | nnefield Partners Small Cap Value, L.P. and Wynnefield | |
| Partners Small Cap Va | alue, L.P. I. Wynnefield Capital, Inc. holds an indirect | |

beneficial ownership interest in 85,400 shares which are directly beneficially owned by Wynnefield Small Cap Value Offshore Fund, Ltd. Channel Partnership II, L.P. directly owns 13,500 shares. As Mr. Joshua H. Landes is a co-managing member of Wynnefield Capital Management, LLC and an executive officer of Wynnefield Capital, Inc., Mr. Obus shares voting and dispositive power with Mr. Landes with regard to any shares beneficially owned by Wynnefield Capital Management, LLC and Wynnefield Capital, Inc.

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| CUSI | P No. 87969B200 | | 13D/A | Page 7 of 12 pages |
|--|---|---|---|---|
| | NAME OF REPORTING Joshua H. Landes S.S. OR I.R.S. I | | . OF ABOVE PERSON: | |
| | CHECK THE APPROP | RIATE BOX IF A M | EMBER OF A GROUP | |
| 3. | SEC USE ONLY | | | |
| | SOURCE OF FUNDS AF (SEE ITEM 3) | | | |
| | CHECK BOX IF DIS 2(d) OR 2(e) | CLOSURE OF LEGAL | PROCEEDINGS IS RE | QUIRED PURSUANT TO ITEMS |
| | CITIZENSHIP OR P UNITED STATES OF | | TION | |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | MDED OF | 7. SOLE VOTING -0- shares | | |
| | HARES FICIALLY | 8. SHARED VOTI 360,000 (Se | e Item 5) (1) | |
| | 9. SOLE DISPOS | | | |
| | 10. SHARED DISP 360,000 (Se | | | |
| | AGGREGATE AMOUNT 360,000 shares (| | NED BY EACH REPORT | |
| 12. | CHECK BOX IF THE | AGGREGATE AMOUN | T IN ROW (11) EXCL | UDES CERTAIN SHARES |
| | PERCENT OF CLASS 11.3% (See Item | | AMOUNT IN ROW (11) | |
| | TYPE OF REPORTING | G PERSON | | |
| shar Mana Capi 274, L.P. hold dire Mr. prin voti | es through his pogement, LLC and atal Management, 600 shares which and Wynnefield s an indirect beautly beneficially obus is a co-manacipal executive ong and dispositi | ositions as a ma an executive off LLC holds an ind are directly ow Partners Small C neficial ownersh y owned by Wynne aging member of officer of Wynne ve power with Mr | naging member of Wicer of Wynnefield irect beneficial oned by Wynnefield ap Value, L.P. I. ip interest in 85, field Small Cap Vawynnefield Capital field Capital, Inc. Obus with regard | Capital, Inc. Wynnefield wnership interest in Partners Small Cap Value, Wynnefield Capital, Inc. 400 shares which are lue Offshore Fund, Ltd. As Management, LLC and a ., Mr. Landes shares |

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Inc.

| 1. NAME OF REPORTING PERSON: |
|--|
| Wynnefield Capital Management LLC S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON: 13-4018186 |
| 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [] (b) [X] |
| |
| 3. SEC USE ONLY |
| 4. SOURCE OF FUNDS AF (SEE ITEM 3) |
| 5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) |
| 6. CITIZENSHIP OR PLACE OF ORGANIZATION NEW YORK |
| 7. SOLE VOTING POWER 274,600 shares (See Item 5) (1) |
| NUMBER OF |
| BENEFICIALLY -0- (See Item 5) |
| OWNED BY |
| REPORTING 274,600 shares (See Item 5) (1) |
| WITH 10. SHARED DISPOSITIVE POWER -0- (See Item 5) |
| 11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 274,600 shares (See Item 5) (1) |
| 12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES |
| 13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) |
| 8.6% (See Item 5) (1) |
| 14. TYPE OF REPORTING PERSON OO (Limited Liability Company) |
| (1) Wynnefield Capital Management, LLC, as the general partner of Wynnefield Partners Small Cap Value, L.P. and Wynnefield Partners Small Cap Value, L.P. I, holds an indirect beneficial interest in these shares which are directly beneficially owned by Wynnefield Partners Small Cap Value, L.P. and Wynnefield Partners Small Cap Value, L.P. I. |
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| |
| CUSIP No. 87969B200 13D/A Page 9 of 12 pages |
| 1. NAME OF REPORTING PERSON: Wynnefield Capital, Inc. S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON: N/A |
| 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [] (b) [X] |
| 3. SEC USE ONLY |
| 4. SOURCE OF FUNDS AF (SEE ITEM 3) |
| 5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) |
| 6. CITIZENSHIP OR PLACE OF ORGANIZATION CAYMAN ISLANDS |
| 7. SOLE VOTING POWER 85,400 shares (See Item 5)(1) |

| NUMBER OF | |
|---|---|
| SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 8. SHARED VOTING POWER -0- (See Item 5) |
| | 9. SOLE DISPOSITIVE POWER 85,400 shares (See Item 5)(1) |
| | 10. SHARED DISPOSITIVE POWER -0- (See Item 5) |
| 11. AGGREGATE AMOUNT 85,400 shares (Se | BENEFICIALLY OWNED BY EACH REPORTING PERSON ee Item 5)(1) |
| 12. CHECK BOX IF THE | AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES |
| 13. PERCENT OF CLASS 2.7% (See Item 5) | REPRESENTED BY AMOUNT IN ROW (11) |
| 14. TYPE OF REPORTING | |
| ` ' ' | al, Inc. as the sole investment manager of Wynnefield Small and, Ltd., holds an indirect beneficial interest in these |

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shares which are directly beneficially owned by Wynnefield Small Cap Value

This Amendment No. 9 (the "Amendment") amends the Statement of Beneficial Ownership on Schedule 13D, filed with the Securities and Exchange Commission (the "Commission") on June 24, 1997, and amended by Amendment No. 1 filed on June 22, 1998, and further amended by Amendment No. 2 filed on December 18, 2003, and further amended by Amendment No. 3 filed on April 21, 2004, and further amended by Amendment No. 4 filed on April 1, 2005, and further amended by Amendment No. 5 filed on May 9, 2005, and further amended by Amendment No. 6 filed on February 9, 2006, 1 further amended by Amendment No. 7 filed on June 5, 2006, and further amended by Amendment No. 8 filed on February 12, 2007 (the "Wynnefield Schedule 13D"), filed by Wynnefield Partners Small Cap Value, L.P. (the "Partnership"), Wynnefield Small Cap Value Offshore Fund, Ltd. (the "Fund"), Wynnefield Partners Small Cap Value, L.P. I (the "Partnership-I") Wynnefield Capital Management, LLC ("WCM"), Wynnefield Capital, Inc. ("WCI"), Nelson Obus ("Mr. Obus"), Joshua Landes ("Mr. Landes") and Channel Partnership II, L.P. ("Channel" and, collectively with the Partnership, the Fund, the Partnership-I, WCM, WCI, Mr. Obus, and Mr. Landes, the "Wynnefield Reporting Persons"), with respect to the shares of 12% Cumulative Exchangeable Redeemable Preferred Stock, par value \$0.01 per share (the "Preferred Shares"), of Telos Corporation, a Maryland corporation with its principal executive offices located at 19886 Ashburn Road, Ashburn, Virginia 20147-2358 (the "Issuer"). All defined terms refer to terms defined herein or in the Wynnefield Schedule 13D. The information contained in this Amendment is as of the date hereof, unless otherwise expressly provided herein.

ITEM 4. PURPOSE OF TRANSACTION.

Offshore Fund, Ltd.

"Item 4. Purpose of Transaction." appearing in the Wynnefield Schedule 13D is supplemented by adding the following disclosure to the end of such item:

On February 15, 2007, in connection with that certain lawsuit pending in the Circuit Court for Baltimore City in the State of Maryland (the "Court") against the Issuer, each director of the Issuer, and certain of the Issuer's executive officers (the "Lawsuit"), Costa Brava and Partnership-I filed a Motion for Preliminary Injunction asking the Court to enter a preliminary injunction against the Issuer and the other defendants in the Lawsuit and their agents enjoining them from pursuing or closing any sale of the Issuer's assets outside the ordinary course of business until such time as the Issuer has reconstituted its Board of Directors through the election of new Class D directors, and repopulated the Issuer's Transaction Committee. A copy of the Motion for Preliminary Injunction filed by Costa Brava and Partnership-I, through their respective counsel, is incorporated herein by reference to Exhibit 99.5 of the Amendment (the "Motion for Preliminary Injunction"). A copy of the Memorandum of Points and Authorities in Support of Motion for Preliminary Injunction filed by Costa Brava and Partnership-I, through their respective counsel, is incorporated herein by reference to Exhibit 99.6 of the Amendment and incorporated herein by reference (the "Memorandum of Points and Authorities"). Any descriptions herein of the Motion for Preliminary Injunction and the Memorandum of Points and Authorities are qualified in their entirety by reference to the Motion for

Preliminary Injunction and the Memorandum of Points and Authorities respectively.

As of the date of this Amendment No. 9, except as set forth above, none of the Wynnefield Reporting Persons has any present plans or intentions which would result in or relate to any of the transactions described in subparagraphs (a) through (j) of Item 4 of the instructions to Schedule 13D.

The Wynnefield Reporting Persons reserves the right to change their plans and intentions at any time as they deem appropriate. In particular, the Wynnefield Reporting Persons may purchase Preferred Shares, or may sell or otherwise dispose of all or a portion of the Preferred Shares, in public and private transactions and/or may enter into negotiated derivative transactions to hedge the market risk of some or all positions in, or to obtain greater exposure to, the Preferred Shares.

Any such transactions may be effected at any time or from time to time, subject to any applicable limitations imposed on the sale of shares of the Common Stock by the Securities Act of 1933, as amended, the Securities Exchange Act of 1934, as amended and applicable state securities or "blue sky" laws.

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ITEM 7. MATERIAL TO BE FILED AS EXHIBITS

The following exhibit is filed as part of this Amendment:

- Exhibit 99.5 Motion for Preliminary Injunction filed in the Circuit Court for Baltimore City in the State of Maryland on February 15, 2007(incorporated herein by reference to Exhibit 99.14 of Amendment No. 13 to the Statement of Beneficial Ownership on Schedule 13D, filed by the Costa Brava Reporting Persons with the Securities and Exchange Commission on February 16, 2007 (File No. 005-34123)).
- Exhibit 99.6 Memorandum of Points and Authorities in Support of Motion for Preliminary Injunction filed in the Circuit Court for Baltimore City in the State of Maryland on February 15, 2007 (without the exhibits thereto) (incorporated herein by reference to Exhibit 99.14 of Amendment No. 13 to the Statement of Beneficial Ownership on Schedule 13D, filed by the Costa Brava Reporting Persons with the Securities and Exchange Commission on February 16, 2007 (File No. 005-34123)).

SIGNATURE

After reasonable inquiry and to the best of their knowledge and belief, the undersigned certify that the information set forth in this Amendment is true, complete and correct.

Dated: February 20, 2007

WYNNEFIELD PARTNERS SMALL CAP VALUE, L.P.

By: Wynnefield Capital Management, LLC, its General Partner

By: /s/ Nelson Obus

Nelson Obus, Co-Managing Member

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WYNNEFIELD PARTNERS SMALL CAP VALUE, L.P. I

By: Wynnefield Capital Management, LLC, its General Partner

| By: /s/ Nelson Obus |
|---|
| Nelson Obus, Co-Managing Member |
| WYNNEFIELD SMALL CAP VALUE OFFSHORE FUND, LTD. |
| By: Wynnefield Capital, Inc., its Investment Manager |
| By: /s/ Nelson Obus |
| Nelson Obus, President |
| WYNNEFIELD CAPITAL MANAGEMENT, LLC |
| By: /s/ Nelson Obus |
| Nelson Obus, Co-Managing Member |
| WYNNEFIELD CAPITAL, INC. |
| By: /s/ Nelson Obus |
| Nelson Obus, President |
| CHANNEL PARTNERSHIP II, L.P. |
| By: /s/ Nelson Obus |
| Nelson Obus, General Partner |
| /s/ Nelson Obus |
| Nelson Obus, Individually |
| /s/ Joshua H. Landes |
| Joshua H. Landes, Individually |

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