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UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF CALIFORNIA

SEC v. Frasier, No. 03-cv-1958-BTM (CAB)
(Regarding ZANDRIA CORPORATION)

PROOF OF CLAIM AND RELEASE

Please Type or Print in the Boxes Below
Do NOT use Red Ink, Pencil, or Staples

Must be Postmarked
No Later Than
December 31, 2010

SZNDRA

PART I: CLAIMANT IDENTIFICATION

Last Name M.I. First Name

Last Name (Co-Beneficial Owner) First Name (Co-Beneficial Owner)

IRA Joint Tenancy Employee Individual Other _____

Company Name (Beneficial Owner - If Claimant is not an Individual) or Custodian Name if an IRA (specify)

Filer Name, If Different from Beneficial Purchaser Listed Above

Capacity of the Filer, if Not Beneficial Purchaser

Account#/Fund# (Not Necessary for Individual Filers) Filer Tax ID Number

Social Security Number - - or Taxpayer Identification Number -

Telephone Number (Work) - - Telephone Number (Home) - -

Email Address

MAILING INFORMATION

Address

Address

City State Zip Code -

Foreign Province Foreign Zip Code Foreign Country Name/Abbreviation

FOR CLAIMS PROCESSING ONLY	PB <input type="text"/>	PC <input type="text"/>	<input type="radio"/> ND <input type="radio"/> IHI	<input type="radio"/> NS <input type="radio"/> NTIN	<input type="radio"/> ICI <input type="radio"/> OTHER	<input type="radio"/> OPT <input type="radio"/> MRG <input type="radio"/> BOTH	M M / D D / Y Y Y Y	FOR CLAIMS PROCESSING ONLY
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**SEC v. Frasier, et al. Distribution Fund
United States District Court
Southern District of California**

PART II. SCHEDULE OF TRANSACTIONS IN ZANDRIA CORPORATION COMMON STOCK

Proof
Enclosed?

A. Number of shares of Zandria common stock held at the close of trading on April 3, 2000: [] [] [] [] [] [] [] [] Y N

B. I made the following purchases or acquisitions of Zandria common stock between April 4, 2000, and November 29, 2000, inclusive:

PURCHASES				Total Purchase or Acquisition Price (Including Commissions, Taxes and Fees) <i>Please round off to the nearest whole dollar</i>	Proof of Purchase Enclosed?
Trade Date(s) of Shares (List Chronologically)			Number of Shares Purchased or acquired		
M M	D D	Y Y Y Y			
1. [] [] / [] [] / [] [] [] []	[] [] [] []	\$ [] [] [] [] [] [] [] []	. [] []	<input type="radio"/> Y	<input type="radio"/> N
2. [] [] / [] [] / [] [] [] []	[] [] [] []	\$ [] [] [] [] [] [] [] []	. [] []	<input type="radio"/> Y	<input type="radio"/> N
3. [] [] / [] [] / [] [] [] []	[] [] [] []	\$ [] [] [] [] [] [] [] []	. [] []	<input type="radio"/> Y	<input type="radio"/> N
4. [] [] / [] [] / [] [] [] []	[] [] [] []	\$ [] [] [] [] [] [] [] []	. [] []	<input type="radio"/> Y	<input type="radio"/> N
5. [] [] / [] [] / [] [] [] []	[] [] [] []	\$ [] [] [] [] [] [] [] []	. [] []	<input type="radio"/> Y	<input type="radio"/> N

C. I made the following sales of Zandria common stock between April 4, 2000, and November 29, 2000, inclusive:

SALES				Total Sales Price (Net of Commissions, Taxes and Fees) <i>Please round off to the nearest whole dollar</i>	Proof of Sales Enclosed?
Trade Date(s) of Shares (List Chronologically)			Number of Shares Sold		
M M	D D	Y Y Y Y			
1. [] [] / [] [] / [] [] [] []	[] [] [] []	\$ [] [] [] [] [] [] [] []	. [] []	<input type="radio"/> Y	<input type="radio"/> N
2. [] [] / [] [] / [] [] [] []	[] [] [] []	\$ [] [] [] [] [] [] [] []	. [] []	<input type="radio"/> Y	<input type="radio"/> N
3. [] [] / [] [] / [] [] [] []	[] [] [] []	\$ [] [] [] [] [] [] [] []	. [] []	<input type="radio"/> Y	<input type="radio"/> N
4. [] [] / [] [] / [] [] [] []	[] [] [] []	\$ [] [] [] [] [] [] [] []	. [] []	<input type="radio"/> Y	<input type="radio"/> N
5. [] [] / [] [] / [] [] [] []	[] [] [] []	\$ [] [] [] [] [] [] [] []	. [] []	<input type="radio"/> Y	<input type="radio"/> N

Proof
Enclosed?

D. Number of shares of Zandria common stock held at the close of trading on November 29, 2000: [] [] [] [] [] [] [] [] Y N

If you require additional space, attach extra schedules in the same format as above. Sign and print your name on each additional page.

**YOU MUST READ AND SIGN THE RELEASE ON PAGE 3. FAILURE TO SIGN THE RELEASE
MAY RESULT IN A DELAY IN PROCESSING OR THE REJECTION OF YOUR CLAIM.**



SEC v. Frasier, et al. Distribution Fund

United States District Court
Southern District of California

UNDER THE PENALTY OF PERJURY, I (WE) CERTIFY THAT:

1. I am (We are) not:
 - a. A Defendant sued by the Securities and Exchange Commission's Complaint in this action.
2. If signing this Proof of Claim Form on behalf of a corporation, partnership or other business entity, I (we) have the legal authority to act on its behalf and execute this Proof of Claim.
3. I (We) agree to submit to the jurisdiction of the United States District Court for the Southern District of California with respect to my (our) claim as a SEC Distribution Fund Claimant.
4. I (We) have included information about all of my (our) transactions in Zandria as requested and agree to furnish additional information to the Distribution Agent to support my claim if requested to do so.

(Sign your name here)

(Sign your name here)

(Type or print your name here)

(Type or print your name here)

(Capacity of person(s) signing, e.g.,
Beneficial Purchaser, Executor or Administrator)

(Capacity of person(s) signing, e.g.,
Beneficial Purchaser, Executor or Administrator)

**ACCURATE CLAIMS PROCESSING TAKES A SIGNIFICANT AMOUNT OF TIME
THANK YOU FOR YOUR PATIENCE.**

Reminder Checklist:

1. Please sign the above certification.
2. Remember to attach supporting documentation, if available.
3. Do not send original stock certificates.
4. Keep a copy of your claim form and all supporting documentation for your records.
5. If you desire an acknowledgment of receipt of your claim form please send it Certified Mail, Return Receipt Requested.
6. If you move, please send the Distribution Agent your new address.

**THIS PROOF OF CLAIM MUST BE SUBMITTED TO THE ADDRESS BELOW BY FIRST CLASS MAIL,
POST-MARKED ON OR BEFORE DECEMBER 31, 2010.**

SEC v. Frasier, et al., Distribution Fund
c/o Gilardi & Co. LLC
P.O. Box 8040
San Rafael, CA 94912-8040

Website: www.gilardi.com/zandriafairfund



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