

COMUNICACIÓN DE HECHO RELEVANTE

En virtud de lo dispuesto en el artículo 82 de la Ley 24/1988, de 28 de julio, del Mercado de Valores, Grupo Catalana Occidente, S.A. ("GCO") comunica, a los efectos oportunos, que:

1. **Constitución de Grupo CyC:** GCO y los restantes accionistas de la sociedad de su grupo, Compañía Española de Seguros y Reaseguros de Crédito y Caución, S.A. ("CyC"), han aportado la totalidad de las acciones de CyC de su respectiva propiedad a una sociedad de responsabilidad limitada española de nueva constitución, Grupo Compañía Española de Crédito y Caución, S.L. ("Grupo CyC"). La aportación de las acciones de CyC a Grupo CyC fue autorizada por la Dirección General de Seguros y Fondos de Pensiones ("DGS") en fecha 28 de febrero de 2007.
2. **Participación de GCO en Grupo CyC:** El porcentaje de participación de GCO en Grupo CyC no varía respecto del que GCO venía manteniendo hasta la fecha en CyC (esto es, un 43,2% de su capital social).
3. **Integración de CyC y Atradius:** Asimismo, en el día de hoy, CyC, la sociedad de nacionalidad holandesa, Atradius NV ("Atradius") y la totalidad de los accionistas de ambas sociedades (entre ellas, la sociedad íntegramente participada por GCO, Seguros Catalana Occidente, S.A. de Seguros y Reaseguros, Sociedad Unipersonal, sociedad actualmente titular de un 28,3% del capital social de Atradius) han suscrito un acuerdo vinculante, sujeto a derecho holandés (el "Combination Agreement"), por el que se comprometen a realizar las actuaciones necesarias para integrar los grupos CyC y Atradius (la "Integración"). La Integración se llevará a cabo mediante la aportación de la totalidad de las acciones de CyC actualmente propiedad de Grupo CyC (como resultado de la aportación mencionada en el apartado 1 anterior) a Atradius, en contraprestación por la emisión por Atradius, y la simultánea suscripción por Grupo CyC, de 22.522.142 acciones nuevas de Atradius.
4. **Actuaciones previas:** Sujeto a la obtención de las correspondientes autorizaciones, D. Isidoro Unda Urzáiz, actual Consejero Delegado de CyC,

ha sido nombrado nuevo *Chief Executive Officer* de Atradius. Igualmente, con anterioridad a la ejecución de la Integración, los firmantes del Combination Agreement deben realizar determinadas actuaciones previas, entre las que destacan la adopción de los correspondientes acuerdos por parte de los órganos sociales de Atradius, CyC y Grupo CyC y la transmisión de las acciones de Atradius actualmente propiedad de SCO a Grupo CyC (en los términos señalados en el Hecho Relevante de fecha 11 de mayo de 2006, con número de registro 66689).

5. **Condiciones Suspensivas:** La ejecución de la Integración está sujeta al cumplimiento de determinadas condiciones suspensivas habituales en operaciones de esta naturaleza; entre ellas, la obtención de las correspondientes autorizaciones y declaraciones de no oposición, expresas o presuntas, por parte de las autoridades competentes en materias de seguros y de competencia.
6. **Participación de Grupo CyC en Atradius:** Una vez realizadas las actuaciones previas anteriormente mencionadas, y ejecutada la Integración, GCO mantendrá su actual participación del 43,2% en Grupo CyC y esta última será titular de una participación del 64,2% en Atradius. Atradius será, por su parte, el nuevo accionista único de CyC.
7. **Información adicional:** Se adjunta a la presente copia de las notas de prensa difundidas en el día de hoy por Atradius y CyC (Anexo 1), y de las notas de prensa de fechas 27 de abril y 27 de septiembre de 2006 en las que se señalan las principales magnitudes de Atradius a 31 de diciembre de 2005 y 30 de junio de 2006, respectivamente, así como las circunstancias más significativas acaecidas en los períodos señalados (Anexo 2). En la web corporativa de Atradius (www.atradius.com) puede consultarse información adicional sobre dicha sociedad, así como, en particular, sus últimas Cuentas Anuales Consolidadas, correspondientes al ejercicio 2005 (www.atradius.com/group/downloads/annualreport2005.jsp)

Lo que se comunica para público y general conocimiento, en Sant Cugat del Vallès (Barcelona), a 2 de abril de 2007.



PRESS RELEASE

Crédito y Caución and Atradius to combine their businesses

Amsterdam / Madrid, April 2, 2007 - Shareholders of Compañía Española de Seguros y Reaseguros de Crédito y Caución, S.A. (Crédito y Caución) and of Atradius N.V. agreed today to the terms of the combination of the two businesses. Under the terms of the agreement, Crédito y Caución, based in Madrid, will become part of the new Atradius Group. The headquarters of the new Group will be based in Amsterdam. The transaction will create a global Group with 160 offices in over 40 countries and an insured trade turnover of over Euro 450,000 million. Its pro forma annual turnover will be over Euro 1,600 million and its equity over Euro 1,000 million. The combination is subject to the approval of various authorities, including insurance regulators and anti-trust authorities.

Peter Ingenlath, acting CEO of Atradius, commented: "Atradius and Crédito y Caución have long maintained an alliance that has strengthened both companies. The combination of these two organisations cements our commitments to profitable growth and will enable us to build up our global presence more effectively and enhance our market position. Together, we will become the most professional and attractive credit insurer in the industry."

The shareholder structure of the new Group will change after the combination of Atradius and Crédito y Caución. On completion, all shares in Atradius currently held by Crédito y Caución and Seguros Catalana Occidente, S.A. will be transferred to a newly created holding company, Grupo Crédito y Caución. In addition, new shares in Atradius N.V. will be issued in consideration for the transfer of Crédito y Caución to Atradius N.V., as a result of which the Spanish holding company will become the largest shareholder of Atradius N.V. with a 64.2% stake. Swiss Re will have a 25.0% stake, Deutsche Bank a 9.1% stake and Sal. Oppenheim jr. & Cie. KGaA a 1.7% stake. Isidoro Unda, currently CEO of Crédito y Caución, will become the CEO of the new Group once the relevant approvals have been granted. After completion, the management of the new Group will prepare for an initial public offering of the combined Group in the medium term.

Isidoro Unda commented: "Together with my colleagues in the Management Board of Atradius, I am very much looking forward to the formation of the new Group. As the CEO, with the support of the people and the management teams of Atradius and Crédito y Caución, my ambition is to build the new Group based on the strength and growth potential of the companies which now join forces. The geographical and product diversification of our business is a first-order competitive advantage that directly reflects on the quality of customer service and on the stability of the new Group."

Jesús Serra, Chairman of Crédito y Caución and of the new Spanish holding company, commented: "This is something that we have envisioned for a long time. The combination of both companies will enable us to provide the best quality service to our customers, compete more effectively for new business and expand into new markets."

Paul-Henri Denieul, Chairman of the Atradius Supervisory Board and of the future new Atradius Group, concluded: "Our businesses complement each other perfectly. Atradius is strong in most of Europe with a growing presence in North America and Asia and Crédito y Caución adds its strong presence in Spain and Portugal with great potential in Latin America. Together we will be able to build the best company to serve our customers worldwide."

About Atradius:

Atradius is a leading credit insurer with total revenues of around EUR 1,300 million and a 24% share of the world credit insurance market. It insures approximately EUR 350,000 million of world trade annually against non-payment and provides a comprehensive range of risk transfer, financing and trade receivables management services. With 3,400 staff and more than 90 offices in over 40 countries, Atradius has access to credit information on 45 million companies worldwide and makes more than 12,000 credit limit decisions daily. It is "A" rated by Standard & Poor's (outlook stable) and A2 by Moody's (outlook stable).

About Crédito y Caución:

For over 75 years, through its credit and surety insurances, Crédito y Caución has contributed to the growth of companies offering them protection from insolvency and non-payment risks derived from credit sales of goods and services. With more than 70 offices, Crédito y Caución holds a global market share in Spain of nearly 60%. Furthermore, it ranks second in Portugal with a market share of 34%, being therefore leader in its sector in the Iberian Market. The company recently expanded into Brazil. The solvency is confirmed by the A and A1 Standard & Poor's and Moody's ratings, respectively.

Further information:

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Crédito y Caución y Atradius combinarán sus negocios

Ámsterdam / Madrid, 2 de abril de 2007.

Los accionistas de la Compañía Española de Seguros y Reaseguros de Crédito y Caución, S.A. (Crédito y Caución) y Atradius N.V. han acordado hoy los términos de la combinación de sus negocios. Conforme a las condiciones del acuerdo, Crédito y Caución, con sede en Madrid, pasará a formar parte del nuevo Grupo Atradius. La sede central del nuevo Grupo estará situada en Ámsterdam. De la operación surgirá un Grupo global que contará con 160 oficinas en más de 40 países y un volumen de operaciones comerciales aseguradas de más de 450.000 millones de euros. La facturación anual pro forma será superior a los 1.600 millones de euros y sus fondos propios superarán los 1.000 millones de euros. La operación está sujeta a la aprobación de diversas autoridades, incluyendo a los reguladores del sector asegurador y las autoridades de competencia.

El CEO en funciones de Atradius, Peter Ingenlath, ha comentado: "Atradius y Crédito y Caución han mantenido desde hace tiempo una alianza que ha reforzado a ambas compañías. La combinación de las dos organizaciones cimienta nuestro compromiso de crecimiento rentable, permitiendo conseguir una presencia global más eficaz y potenciando nuestra posición de mercado. Juntos seremos el operador de seguro de crédito con mayor profesionalidad y atractivo del mercado".

La estructura accionarial del nuevo Grupo cambiará tras la combinación de Atradius y Crédito y Caución. Para llevarla a cabo, la totalidad de las acciones de Atradius, actualmente propiedad de Crédito y Caución y de Seguros Catalana Occidente S.A., serán transferidas a una compañía Holding española de reciente creación, Grupo Crédito y Caución. Adicionalmente, se emitirán nuevas acciones de Atradius N.V. en contraprestación por la aportación del 100% de las acciones de Crédito y Caución a Atradius N.V. y, en consecuencia, la compañía Holding española se convertirá en el accionista mayoritario de Atradius N.V., con un 64,2% del capital. Swiss Re tendrá una participación del 25%, Deutsche Bank una participación del 9,1% y Sal. Oppenheim jr & Cie. KGaA una participación del 1,7%. Isidoro Unda, actual Consejero Delegado de Crédito y Caución, se convertirá en el primer ejecutivo o CEO del nuevo Grupo una vez obtenidas las aprobaciones necesarias. Tras la ejecución de la combinación, la dirección del nuevo Grupo preparará su salida a bolsa en el medio plazo.

Isidoro Unda ha comentado: "Estoy deseando formar el nuevo Grupo junto a mis compañeros del Consejo de Dirección de Atradius. Como CEO, y con el apoyo de los equipos directivos y de todas las personas de Atradius y de Crédito y Caución, mi ambición será construir el nuevo Grupo basado en la fortaleza y en el extraordinario potencial de crecimiento de las compañías que ahora unen sus fuerzas. La diversificación de nuestro negocio, tanto geográfica como de productos, es una ventaja competitiva de primer orden que se reflejará directamente en la calidad del servicio al cliente y en la estabilidad del nuevo Grupo".

Jesús Serra, presidente de Crédito y Caución y de la nueva compañía Holding española, comentó: "Es algo que habíamos contemplado desde hace años. La combinación de ambas compañías nos permitirá proporcionar mejor servicio a nuestros clientes, competir con más eficacia por nuevo negocio y expandirnos en nuevos mercados".

Paul-Henri Denieul, presidente del Consejo Supervisor de Atradius y del futuro Grupo Atradius, concluyó: "Nuestras compañías se complementan la una a la otra perfectamente. Atradius es fuerte en la mayor parte de Europa, con un negocio creciente en Norteamérica y Asia, y Crédito y Caución añade su fuerte presencia en España y Portugal, con gran potencial en Latinoamérica. Juntos, seremos capaces de construir la mejor compañía para servir a nuestros clientes en todo el mundo".

Acerca de Atradius: Atradius es una aseguradora de crédito líder con ingresos totales de aproximadamente 1.300 millones de euros y una participación en el mercado mundial del 24%. Asegura cerca de 350.000 millones del comercio mundial anual contra insolvencia de pago y ofrece una gama completa de servicios relacionados con transferencia de riesgo, financiación y administración de créditos comerciales. Con un equipo de 3.400 empleados y más de 90 oficinas en 40 países, Atradius tiene acceso a la Información crediticia de 45 millones de compañías y toma 12.000 decisiones de límites de crédito diariamente. Está clasificada "A" por Standard & Poor's (perspectiva estable), y "A2" por Moody's (perspectiva estable).

Acerca de Crédito y Caución: La compañía de seguros Crédito y Caución lleva más de 75 años ayudando a las empresas en su crecimiento, mediante la protección del riesgo de insolvencia o impago de las ventas de bienes y servicios que efectúan a crédito, a través de los seguros de crédito y de caución. Con más de 70 oficinas, Crédito y Caución tiene una cuota cercana al 60% del mercado español. Además, ocupa el 2º puesto en Portugal con una cuota de mercado del 34%, lo que le sitúa como líder de su sector en el Mercado Ibérico. La Compañía se ha expandido recientemente a Brasil. Su solvencia queda avalada por las calificaciones de fortaleza financiera "A" de Standard & Poor's y "A1" de Moody's.

Para más información:

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Atradius Doubles Net Profit in 2005

Amsterdam, Thursday, 27 April, 2006

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Amsterdam 27 April 2006 - Atradius N.V., a global leader in credit insurance and collections, today reported that it doubled profit after tax to € 100.3 million for 2005 compared to € 50.6 million in 2004. The increase in profits reflects the company's strong performance in its core credit insurance and services businesses.

Atradius Doubles Net Profit in 2005

Strong core business performance

Amsterdam 27 April 2006 - Atradius N.V., a global leader in credit insurance and collections, today reported that it doubled profit after tax to € 100.3 million for 2005 compared to € 50.6 million in 2004. The increase in profits reflects the company's strong performance in its core credit insurance and services businesses.

Wilfried Verstraete, Chief Executive Officer of Atradius, said: "In 2005 we completed many of the business improvement initiatives announced in 2004. Divestments of non core activities and cost savings achieved through restructuring activities allowed us to invest in new products and better position the company for growth in 2006 and further."

Financial Highlights

- Net profit increased 98.0% to € 100.3 million (2004: € 50.6 million) benefiting from improved credit insurance results, strong growth in recoveries and collections, and gains on the disposal of non-core businesses.
- Net profit from continuing operations rose 68.1% to € 82.3 million (2004: € 49.0 million).
- Pre-tax profit from continuing operations rose 80.1% to € 104.0 million (2004: € 57.7 million).
- Total income after reinsurance increased 13.1% to € 730.2 million (2004: € 645.8 million).
- The gross cost ratio improved to 41.6% from 44.8% in 2004.
- The net claims ratio improved from 46.0% in 2004 to 43.0% in 2005.
- Net investment income of € 45.9 million was 29.4% lower (2004: € 65.0 million) reflecting a significant reduction in realised gains on investments.
- Return on average shareholders' equity was 18.1%.

Insurance Activities

The technical results of Atradius' core insurance activities grew significantly to € 54.2 million on slightly lower overall turnover. This is the result of the phasing out of our bonding activities in the Netherlands, Germany and Belgium and substantially fewer fronting transactions. The gross claims ratio of 51.3% in 2005 increased from 46.8% in 2004 reflecting a high claims ratio in our bonding operations, notably in increasing provisions for discontinued bond types in Italy. In addition, we increased provisions on medium term instalment credit and booked substantial claims on fronting transactions that are largely reinsured. The net claims ratio (as a percentage of earned premium and credit limit fees) improved to 43.0% in 2005 from 46.0% in 2004. The net combined ratio (excluding

restructuring costs) improved to 90.2% in 2005 from 90.9% in 2004.

Services

Service result before tax improved 40.6% to € 13.5 million (2004: € 9.6 million). Results were primarily driven by the growth in revenue from recoveries and collections activities.

Turnover Geographic

Despite strong competition and pricing pressures, which impaired our possibilities of achieving strong turnover growth, we realised positive turnover growth in France (5.9%), NAFTA (9.9%) Nordic (13.5%) and the Netherlands (2.2%), as well as in our smaller markets which combined, showed an increase in turnover of approximately 30.9%. In our Global unit, turnover grew 14.2%.

Wilfried Verstraete added, *"In 2006 we are focused on building sustainable growth in turnover in our core businesses. We plan to achieve this through product innovation and industry leading customer service."*

Restructuring and Product Development

The restructuring is on track with a net decrease of 340 employees in 2005. This decrease has been achieved despite the widening of our geographical footprint and the introduction of new product initiatives.

Atradius heightened emphasis on new product development has in 2005 resulted in the new Atradius Modula policy, the first in a family of products focused on providing customers with more flexible, easy to use insurance cover that is consistent in all the markets and countries they do business. Early in 2006 the Company launched three additional new products; Atradius Modula Focus, Atradius Analyser and Atradius Connect. Atradius Modula Focus is directed towards SMEs allowing them to select specific cover and manage their policy online. Atradius Analyser is a credit information product for the banking industry and Atradius Connect automates the process of communicating information between Atradius and customers. Additional credit insurance, information and SME specific products are currently in development and will be introduced later this year.

Goals for 2006

- Sustainable growth in turnover driven by product innovation and customer service
- Expansion of collections through increased activity from existing offices and the opening of new offices in 2006
- Maintain a sound risk portfolio

Market Outlook

Economic conditions in Atradius' key markets are improving and are expected to help drive increased turnover in 2006.

"We are anticipating continued strong growth in new and emerging markets in Central and Eastern Europe and Asia, concluded Wilfried Verstraete. "The NAFTA region is expected to again provide solid growth. Importantly, Western Europe is primed for growth and should continue to make a strong positive contribution to results. Our increased risk appetite will continue and as a result, we anticipate claims ratios moving slightly higher."

About Atradius:

Atradius is one of the world's largest credit insurers with total revenues of around € 1.2 billion and a world market share of 24 percent. Annually the company insures business valued at about € 330 billion against the risk of non-payment and offers a number of

products varying from credit insurance to collections.

With 3,400 employees and more than 90 offices in 40 countries, Atradius has access to credit information on more than 45 million companies world-wide and makes 12,000 credit limit decisions every day. Atradius has an 'A' rating from Standard & Poor's (outlook stable) and an 'A2' rating from Moody's (outlook stable).

More information can be found at www.atradius.com

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Consolidated balance sheet (€ ,000)

Assets	31.12.2005	31.12.2004
Intangible assets	28,324	46,947
Property, Plant and Equipment	41,603	40,369
Investments	1,224,143	1,021,306
9 Investment property	11,065	13,595
1 Investments in associated companies	25,393	17,688
1 Financial investments	1,187,685	990,023
Reinsurance assets	725,579	691,887
Receivables	372,320	740,654
1 Miscellaneous assets and accruals	355,812	307,416
Factoring receivables	—	389,936
1 Other accounts receivable	16,508	43,302
Other assets	41,976	39,320
1 Deferred acquisition costs	16,377	13,793
1 Miscellaneous assets and accruals	25,599	25,527
Deferred income tax receivables	129,983	89,156
Current income tax receivables	61,153	46,508
Cash and cash equivalents	62,792	116,511

<http://www.atradius.com/group/aboutus/inthedia/pressreleases/annualreport2005.js...> 26/03/2007

Service and other income	146,725	132,748
Share of profit of associates	6,830	6,175
Net investment income	39,065	58,826
Total income after reinsurance	730,212	645,847
Insurance claims and loss adjustment expenses	(597,448)	(550,975)
Insurance claims and loss adjustment expenses recovered		
from reinsurers	321,102	299,636
Net insurance claims	(276,346)	(251,339)
Net operating expenses	(341,616)	(318,475)
Total expenses after reinsurance	(617,962)	(569,814)
Operating result before amortisation of goodwill &		
finance costs	112,250	76,033
Impairment and amortisation of goodwill	(735)	(4,812)
Finance income and (expenses)	(7,542)	(13,501)
Profit before tax	103,973	57,720
Income tax	(21,655)	(8,745)
Profit for the year from continuing operations	82,318	48,975
Discontinued operations	2005	2004
Profit for the year from discontinued operations	17,964	1,666
Profit for the year	100,282	50,641
Attributable to:		
Equity holders of the Company	100,443	50,590
Minority interest	(161)	51
	100,282	50,641

Earnings per share for profit attributable to the Company

From continuing and discontinued operations	1.77	0.89
From continuing operations	1.45	0.87
Outstanding ordinary shares	56,600,000	56,600,000

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Net profit Atradius up 8 % in 1st half of 2006 and next steps in Corporate Development

Amsterdam, Wednesday, 27 September, 2006

Credit insurer Atradius today reported a net profit of € 60 million for the first six months of 2006, an 8% increase compared to the same period in 2005, setting a new first half record in Atradius' history.

Following the recent increase of Seguros Catalana Occidente's and Crédito y Caución's shareholding in Atradius to 49.99 % the shareholders have now initiated active discussions to finalize the structure and terms of a merger between Atradius and Crédito y Caución.

It is expected that such a merger will bring significant benefits to both companies and allow for the preparation of the targeted IPO of the combined firm while emphasizing the complementary strengths of Atradius and Crédito y Caución.

Isidoro Unda, currently member of the Supervisory Board of Atradius and CEO of Crédito y Caución, has been nominated as CEO of Atradius. His appointment will be effective upon completion of the merger and related regulatory approvals. Wilfried Verstraete will step down as CEO of Atradius with effect on October 1st but continue to advise the company in the coming months. Peter Ingenlath, Vice Chairman of Atradius' Management Board, will serve as ad interim-CEO while Paul-Henri Denieuil will continue to play an active governance role as Chairman of the Supervisory Board.

Paul-Henri Denieuil, Chairman of the Supervisory Board of Atradius: *"Wilfried Verstraete, has achieved all the objectives that were defined when he joined Atradius in May 2004. Under his leadership, a new strategy was developed and implemented as a result of which Atradius is ready for the next step in its corporate development. We are very grateful for everything Wilfried has brought to Atradius."*

Wilfried Verstraete, CEO of Atradius: *"In these two and a half years I had the privilege to work with a fantastic team. Together we have restructured and streamlined the company, given it a real strategic vision, realised a true turnaround and generated record profits. Today, Atradius is again fit for the future."*

Notes to Editors

About Atradius:

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With 3,400 employees and more than 90 offices in 40 countries, Atradius has access to credit information on more than 45 million companies world-wide and makes 12,000 credit limit decisions every day. Atradius has an 'A' rating from Standard & Poor's (outlook stable) and an 'A2' rating from Moody's (outlook stable).

More information can be found at www.atradius.com

Atradius' current shareholder structure (rounded figures):

- Seguros Catalana Occidente, S.A. de Seguros y Reaseguros, Sociedad Unipersonal & Compañía Española de Seguros y Reaseguros de Crédito y Caución, S.A., (Spain): jointly 49.99%

2006 First Half Results

± Atradius Announces Record Results in First Half 2006 Net Profit up 8% on 3% Increase in Turnover [Word]

- Schweizerische Rückversicherungs-Gesellschaft (Swiss Re), Zurich (Switzerland): 34.95%
- Deutsche Bank AG, Frankfurt (Germany): 12.73%
- Betrados B.V., a subsidiary of Sal. Oppenheim jr. & Cie. KGaA, Cologne (Germany): 2.33%

A report on the financial results of the first six months of 2006 can be found in the appendix to this press release.

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