

SECURITIES AND EXCHANGE COMMISSION

FORM TA-1/A

Application for registration as a transfer agent filed pursuant to the Securities Exchange Act of 1934
[amend]

Filing Date: **2007-08-21**
SEC Accession No. **0000944496-07-000007**

([HTML Version](#) on [secdatabase.com](#))

FILER

MELLON INVESTOR SERVICES LLC /TA

CIK: **944496** | IRS No.: **223367522** | State of Incorporation: **NJ** | Fiscal Year End: **1231**
Type: **TA-1/A** | Act: **34** | File No.: **084-05579** | Film No.: **071075807**

Mailing Address	Business Address
<i>NEWPORT OFFICE CENTER VII 480 WASHINGTON BOULEVARD JERSEY CITY NJ 07310</i>	<i>NEWPORT OFFICE CENTER VII 480 WASHINGTON BOULEVARD JERSEY CITY NJ 07310 201-680-4000</i>

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

FORM TA-1

OMB Approval	
OMB Number:	3235-0084
Expires:	June 30, 2009
Estimated average burden hours per response: ...	2.00

UNIFORM FORM FOR REGISTRATION AS A TRANSFER AGENT AND FOR
AMENDMENT
TO REGISTRATION PURSUANT TO SECTION 17A OF THE
SECURITIES EXCHANGE ACT OF 1934

GENERAL: Form TA-1 is to be used to register or amend registration as a transfer agent with the Comptroller of the Currency, the Board of Governors of the Federal Reserve System, the Federal Deposit Insurance Corporation or the Securities and Exchange Commission pursuant to Section 17A of the Securities Exchange Act of 1934.
Read all instructions before completing this form. Please print or type all responses.

Form Version 1.0.0

1(a). Filer CIK:

0000944496

1(c). Live/Test Filing? Live Test

1(e). Is this filing an amendment to a previous filing? Yes

1(e)(i). File Number: 084-05579

2. Appropriate regulatory agency (check one) :

- Securities and Exchange Commission
 Board of Governors of the Federal Reserve System
 Federal Deposit Insurance Corporation
 Comptroller of the Currency

3(a). Full Name of Registrant:

MELLON INVESTOR SERVICES LLC

3(a)(i). Previous name, if being amended:

3(b). Financial Industry
Number Standard (FINS)
number:

956664

3(c). Address of principal office where transfer agent activities are, or will be, performed:

3(c)(i). Address 1

Newport Office Center VII

3(c)(ii). Address 2

480 Washington Boulevard

3(c)(iii). City

Jersey City

3(c)(iv). State or Country

NJNEW JERSEY

3(c)(v). Postal Code

07310

3(d). Is Mailing address different from response to Question 3c? Yes No
If "yes," provide address(es):

3(e). Telephone Number
(Include Area Code)

201-680-4000

4. Does registrant conduct, or will it conduct, transfer agent activities at any location other than that given in question 3c above? Yes No
If "yes," provide address(es):

4(a)(i). Address 1

Mellon Client Service Center

4(a)(ii). Address 2

500 Ross Street

4(a)(iii). City

Pittsburgh

4(a)(iv). State or Country

PAPENNSYLVANIA

4(a)(v). Postal Code

15262

5. Does registrant act, or will it act, as a transfer agent solely for its own securities and/or securities of an affiliate(s)? Yes No

6. Has registrant, as a named transfer agent, engaged, or will it engage, a service company to perform any transfer agent functions? Yes No

7. Has registrant been engaged, or will it be engaged, as a service company by a named transfer agent to perform transfer agent functions? Yes No

If "yes," provide the name(s) and File Number(s) of the named transfer agent(s) for which the registrant has been engaged, or will be engaged, as a service company to perform transfer agent functions:

7(a). Name

Mellon Bank, N.A.

7(b). File Number:085-10089

7(c)(i). Address 1

One Mellon Bank Center

7(c)(ii).Address 2

500 Grant Street

7(c)(iii).City

Pittsburgh

7(c)(iv).State or Country

PA

7(c)(v).Postal Code

15258

7(a). Name

Deutsche Bank Trust Company Americas

7(b). File Number:085-05212

7(c)(i). Address 1

60 Wall Street

7(c)(ii).Address 2

27th Floor

7(c)(iii).City

New York

7(c)(iv).State or Country

NY

7(c)(v).Postal Code

10005

7(a). Name

JPMorgan Chase Bank, N.A.

7(b). File Number:085-11399

7(c)(i). Address 1

4 New York Plaza

7(c)(ii).Address 2

13th Floor

7(c)(iii).City

New York

7(c)(iv).State or Country

NY

7(c)(v).Postal Code

10004

7(a). Name

LaSalle Bank N.A.

7(b). File Number:085-10189

7(c)(i). Address 1

135 S. LaSalle Street

7(c)(ii).Address 2

7(c)(iii).City

Chicago

7(c)(iv).State or Country

IL

7(c)(v).Postal Code

60603

7(a). Name

CIBC Mellon Trust Company

7(b). File Number:084-06096

7(c)(i). Address 1

320 Bay Street

7(c)(ii).Address 2

7(c)(iii).City

Toronto

7(c)(iv).State or Country

A6

7(c)(v).Postal Code

M5H 4A6

Completion of Question 8 on this form is required by all independent, non-issuer registrants whose appropriate regulatory authority is the Securities and Exchange Commission. Those registrants who are not required to complete Question 8 should select "Not Applicable".

8. Is registrant a: Other Limited Liability Company

Section for Initial Registration and for Amendments Reporting Additional Persons.

8(a)(i). Full Name	Gretchen Marie Mohen
8(a)(ii). Relationship Start Date	2005-03-30
8(a)(iii). Title or Status	President and Chief Executive Officer
8(a)(iv). Description of Authority	NA
8(a)(v). Relationship End Date	

8(a)(i). Full Name	James Matthew Balsano
8(a)(ii). Relationship Start Date	1989-04-03
8(a)(iii). Title or Status	Managing Director, Business Development
8(a)(iv). Description of Authority	NA
8(a)(v). Relationship End Date	2007-07-01

8(a)(i). Full Name	David Leigh Becker
8(a)(ii). Relationship Start Date	2005-08-08
8(a)(iii). Title or Status	Chief Compliance Officer
8(a)(iv). Description of Authority	NA
8(a)(v). Relationship End Date	

8(a)(i). Full Name	Robert Michael Carney, Jr.
8(a)(ii). Relationship Start Date	1980-04-28
8(a)(iii). Title or Status	SVP, Shareholder Services
8(a)(iv). Description of Authority	NA
8(a)(v). Relationship End Date	

8(a)(i). Full Name	Declan Peter Thomas Doherty
8(a)(ii). Relationship Start Date	1991-11-07
8(a)(iii). Title or Status	Managing Director, Business Development
8(a)(iv). Description of Authority	NA
8(a)(v). Relationship End Date	

8(a)(i). Full Name	Stephen Joseph Dolmat
8(a)(ii). Relationship Start Date	1995-08-14

8(a)(iii). Title or Status	General Counsel & Sec
8(a)(iv). Description of Authority	NA
8(a)(v). Relationship End Date	

8(a)(i). Full Name	Barton Hill
8(a)(ii). Relationship Start Date	2003-04-07
8(a)(iii). Title or Status	Chief Marketing Officer
8(a)(iv). Description of Authority	NA
8(a)(v). Relationship End Date	2007-07-01

8(a)(i). Full Name	Frank Anthony Madonna
8(a)(ii). Relationship Start Date	1999-06-14
8(a)(iii). Title or Status	Head of Service Deliver
8(a)(iv). Description of Authority	NA
8(a)(v). Relationship End Date	

8(a)(i). Full Name	John Barry Power
8(a)(ii). Relationship Start Date	2005-09-29
8(a)(iii). Title or Status	Chief Administrative Off
8(a)(iv). Description of Authority	NA
8(a)(v). Relationship End Date	2007-07-04

8(a)(i). Full Name	John Thomas Scagnelli
8(a)(ii). Relationship Start Date	1999-10-11
8(a)(iii). Title or Status	SVP, Client Relationship
8(a)(iv). Description of Authority	NA
8(a)(v). Relationship End Date	2007-07-04

8(a)(i). Full Name	Kevin Michael Brennan
8(a)(ii). Relationship Start Date	2007-07-01
8(a)(iii). Title or Status	Managing Director, RM
8(a)(iv). Description of Authority	NA
8(a)(v). Relationship End Date	

8(a)(i). Full Name	Kyle Cochran Kerbawy
8(a)(ii). Relationship Start Date	2007-07-01
8(a)(iii). Title or Status	Managing Director, Dire
8(a)(iv). Description of Authority	NA
8(a)(v). Relationship End Date	

8(a)(i). Full Name	Mario Passudetti
8(a)(ii). Relationship Start Date	2007-07-01
8(a)(iii). Title or Status	Managing Director, New

8(a)(iv). Description of Authority	NA
8(a)(v). Relationship End Date	
8(a)(i). Full Name	Jeffrey Edward Cohen
8(a)(ii). Relationship Start Date	2007-07-01
8(a)(iii). Title or Status	VP, Employee Stock Pla
8(a)(iv). Description of Authority	NA
8(a)(v). Relationship End Date	
8(a)(i). Full Name	Peter Anthony Ward
8(a)(ii). Relationship Start Date	2007-07-01
8(a)(iii). Title or Status	VP, Chief Administrative
8(a)(iv). Description of Authority	NA
8(a)(v). Relationship End Date	
8(a)(i). Full Name	Marc Lawrence Librizzi
8(a)(ii). Relationship Start Date	2007-07-01
8(a)(iii). Title or Status	First VP, Chief Informati
8(a)(iv). Description of Authority	NA
8(a)(v). Relationship End Date	

9. Does any person or entity not named in the answer to Question 8:

9(a). directly or indirectly, through agreement or otherwise exercise or have the power to exercise control over the management or policies of applicant; or . . .	Yes	No	<input checked="" type="checkbox"/>
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9(a)(i). Exact name of each person or entity

[The Bank of New York Mellon Corporation](#)

9(a)(ii). Description of the Agreement or other basis

[100% Indirect Owner](#)

9(b). wholly or partially finance the business of applicant, directly or indirectly, in any manner other than by a public offering of securities made pursuant to the Securities Act of 1933 or by credit extended in the ordinary course of business by suppliers, banks and others ?	Yes	No	<input checked="" type="checkbox"/>	<input type="checkbox"/>
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9(b)(i). Exact name of each person or entity

[Mellon Investor Services Holdings LLC](#)

9(b)(ii). Description of the Agreement or other basis

[100% Owner](#)

10.Applicant and Control Affiliate Disciplinary History:

The following definitions apply for purposes of answering this Question 10

Control affiliate	- An individual or firm that directly or indirectly controls, is under common control with, or is controlled by applicant. Included are any employees identified in 8(a), 8(b), 8(c) of this form as exercising control. Excluded are any employees who perform solely clerical, administrative support of similar functions, or who, regardless of title, perform no executive duties or have no senior policy making authority.
Investment or investment related	- Pertaining to securities, commodities, banking, insurance, or real estate (including, but not limited to, acting as or being associated with a broker-dealer, investment company, investment adviser, futures sponsor, bank, or savings and loan association).
Involved	- Doing an act of aiding, abetting, counseling, commanding, inducing, conspiring with or failing reasonably to supervise another in doing an act.

10(a). In the past ten years has the applicant or a control affiliate been convicted of or plead guilty or nolo contendere ("no contest") to:

10(a)(1). a felony or misdemeanor involving: investments or an investment-related business, fraud, false statements or omissions, wrongful taking of property, or bribery, forgery, counterfeiting or extortion?	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
10(a)(2). any other felony?	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>

10(b). Has any court in the past ten years:

10(b)(1). enjoined the applicant or a control affiliate in connection with any investment-related activity?	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>
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10(b)(1)(i). The individuals named in the Action

CIBC Mellon Trust Company

10(b)(1)(ii). Title of Action U.S. Securities and Exchange Commission v. CIBC Mellon Trust Company	10(b)(1)(iii). Date of Action 2005-01-14
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10(b)(1)(iv). The Court or body taking the Action and its location

U.S. Securities and Exchange Commission (?SEC?)

10(b)(1)(v). Description of the Action

CIBC Mellon Trust Company (?CMTC?), a transfer agent that is an affiliate of Registrant by virtue of Mellon Canada Holding Company?s 50 percent interest in the joint venture, submitted a Consent to Entry of Judgment (the ?Consent?) which was presented by the SEC in the United States District Court for the District of Columbia (the ?Court?) on February 16, 2005. In the Consent, and solely for the purpose of the injunctive action and any other proceedings arising out of the SEC?s investigation brought by or on behalf of the SEC or to which the SEC is a party, CMTC consented to the entry of Final Judgment as to Defendant CMTC (the ?Final Judgment?) without admitting or denying the matters set forth therein (other than those relating to the jurisdiction of the Court and the subject matter of the action). The Final Judgment, entered on February 24, 2005, resolved the allegations that CMTC had failed to register as a transfer agent with the SEC, that it had issued ?legend free? stock certificates of a company whose shares were not registered with the SEC, that one of its managers had accepted payments of stock from that company?s officers to issue the certificates, and that it had acted as an unregistered broker or dealer in connection with its stock plan administration business. CMTC was permanently enjoined from prescribed violations of Securities Act Section 5, Exchange Act Section 10(b) and Rule 10b-5, Exchange Act Section 15(a), Exchange Act Section 17A(c)(1), and from aiding and

abetting future violations of Exchange Act Section 10(b) or Rule 10b-5. CMTC also agreed to pay a civil monetary penalty of \$5 million and disgorgement of \$889,773 and prejudgment interest of \$140,270. Payment was made on March 4, 2005. CMTC also consented, without admitting or denying the SEC complaint's allegations, to the entry of an SEC administrative order based on the Final Judgment on March 2, 2005 (the "Order"). Pursuant to the Order, CMTC was censured and agreed to an undertaking to engage an independent consultant to review its relevant businesses and procedures. This matter responds to items 10(b)(1) and 10(c)(2).

10(b)(1)(vi). The disposition of the proceeding
Entry of Judgment on consent. See item (v) above for detail.

10(b)(2). found that the applicant or a control affiliate was involved in a violation of investment-related statutes or regulations?

Yes	No
<input type="checkbox"/>	<input checked="" type="checkbox"/>

10(c). Has the U.S. Securities and Exchange Commission or the Commodity Futures Trading Commission ever:

10(c)(1). found the applicant or a control affiliate to have made a false statement or omission?	<table border="1" style="display: inline-table; vertical-align: middle;"> <tr><td>Yes</td><td>No</td></tr> <tr><td><input checked="" type="checkbox"/></td><td><input type="checkbox"/></td></tr> </table>	Yes	No	<input checked="" type="checkbox"/>	<input type="checkbox"/>
Yes	No				
<input checked="" type="checkbox"/>	<input type="checkbox"/>				

10(c)(1)(i). The individuals named in the Action
The Dreyfus Corporation and Michael L. Schonberg

10(c)(1)(ii). Title of Action In the Matter of The Dreyfus Corporation and Michael L. Schonberg	10(c)(1)(iii). Date of Action 2000-05-10
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10(c)(1)(iv). The Court or body taking the Action and its location
U.S. Securities and Exchange Commission (?SEC?)

10(c)(1)(v). Description of the Action
The SEC issued an Order Instituting Proceedings, Making Findings, Imposing Remedial Sanctions and Ordering Respondents to Cease and Desist (the "Order"). In the Order, the SEC contended that: Dreyfus's allocation of IPOs to the Dreyfus Aggressive Growth Fund had the effect of favoring the fund over three other funds with the same portfolio manager, Dreyfus inadequately disclosed the effect that the fund's allocation of IPOs had on the fund's first year performance, and Dreyfus's personal securities trading policy did not adequately determine whether fund transactions by the fund's portfolio manager gave rise to a potential conflict of interest. Dreyfus, without admitting or denying any liability and in settlement of the proceeding, consented to certain findings of violations of Section 206(2) of the Investment Advisers Act of 1940, Section 17(a)(3) of the Securities Act of 1933 and Section 17(j) of the Investment Company Act of 1940, and to the imposition of a cease and desist order relating to such findings, a nine month suspension of the fund's former portfolio manager, a fine of \$950,000 to be paid by Dreyfus, a fine of \$50,000 to paid by the former portfolio manager and the retention by Dreyfus of an independent consultant to conduct a comprehensive review of Dreyfus's policies and procedures relating to IPOs, performance advertising and personal securities transactions.

10(c)(1)(vi). The disposition of the proceeding
Order issued on consent. See item (v) above for detail.

10(c)(1)(i). The individuals named in the Action
Founders Asset Management LLC and Bjorn K. Borgen

10(c)(1)(ii). Title of Action	10(c)(1)(iii). Date of Action
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In the Matter of Founders Asset Management LLC (?FAM?) and Bjorn K. Borgen	2000-02-10
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10(c)(1)(iv). The Court or body taking the Action and its location
U.S. Securities and Exchange Commission (?SEC?)

10(c)(1)(v). Description of the Action

The SEC alleged that from 1992 to mid-1995, FAM?s predecessor company (?Old Founders?) used brokerage commissions generated from certain small privately managed accounts to compensate an unaffiliated registered representative for client referrals without making adequate disclosure in its Form ADV or otherwise, and that Old Founders failed to adequately disclose the effect of a change in its trade allocation policy which resulted in delayed execution of trades in these small, privately managed accounts. FAM consented to the entry of an administrative order by the SEC relating to Old Founders? brokerage practices from 1992 to mid-1995 for certain small private accounts. FAM consented to the SEC order without admitting or denying the SEC?s findings and under the terms of the settlement, FAM, as successor to Old Founders, agreed to a censure, cease and desist order and a \$50,000 penalty. During the relevant time period, Old Founders was under the ownership and direction of Bjorn K. Borgen. Borgen also entered into a settlement with the SEC related to this matter. Borgen agreed to a cease and desist order, a 180-day suspension, disgorgement of \$590,000 (with credit for \$85,000 previously paid by Old Founders to clients, for a net disgorgement amount of \$505,000) and a penalty of \$150,000. Borgen has not been affiliated with FAM since April 01, 1998. This matter responds to items 10(c)(1), 10(c)(2) and 10(c)(4).

10(c)(1)(vi). The disposition of the proceeding
Order issued on consent. See item (v) above for detail.

10(c)(2). found the applicant or a control affiliate to have been involved in a violation of its regulations or statutes? Yes No

10(c)(2)(i). The individuals named in the Action
The Dreyfus Corporation

10(c)(2)(ii). Title of Action In the Matter of The Dreyfus Corporation, Respondent	10(c)(2)(iii). Date of Action 2006-09-07
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10(c)(2)(iv). The Court or body taking the Action and its location
U.S. Securities and Exchange Commission (?SEC?)

10(c)(2)(v). Description of the Action

The SEC issued an ?Order Instituting Public Administrative and Cease-and-Desist Proceedings, Making Findings, and Imposing Remedial Sanctions and a Cease-and-Desist Order Pursuant to Sections 203(e) and 203(k) of the Investment Advisers Act of 1940.? In the Order, the SEC alleged that from July 2000 through June 2004, The Dreyfus Corporation (?Dreyfus?) collected compensation from Dreyfus Premier Enterprise Fund and Dreyfus Premier Nextech Fund (each, a ?Fund,? together, the ?Funds?) in violation of Section 205 of the Investment Advisers Act of 1940. Specifically, the SEC alleged that during the relevant period, Dreyfus charged performance-based compensation that was calculated for each of the two Funds by applying its total fee rate (comprised of a fulcrum-fee rate as adjusted by a performance-adjustment rate) against each Fund?s daily net asset value, and, thus, Dreyfus did not calculate its total fee consistent with either Rule 205-2(b) or Rule 205-2(c). Upon notification by the SEC that Dreyfus was charging a total fee based on a method that did not comply with Section 205 of the Investment Advisers Act of 1940,

Dreyfus discontinued the method and subsequently reimbursed the Funds plus interest of \$273,830, for a total payment of \$3,270,025. In anticipation of the institution of these proceedings, Dreyfus submitted an Offer of Settlement which the SEC determined to accept. The SEC ordered the sanctions agreed to in the Offer of Settlement ? namely, that Dreyfus is censured and that Dreyfus cease and desist from committing or causing any future violations of Section 205(a) of the Advisers Act. In determining to accept the Offer of Settlement, the SEC considered remedial acts promptly undertaken by Dreyfus and the cooperation afforded the Commission staff.

10(c)(2)(vi). The disposition of the proceeding
Order issued on consent. See item (v) above for detail.

10(c)(2)(i). The individuals named in the Action
The Boston Company

10(c)(2)(ii). Title of Action SEC File No. 3-7974	10(c)(2)(iii). Date of Action 1993-02-04
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10(c)(2)(iv). The Court or body taking the Action and its location
U.S. Securities and Exchange Commission (?SEC?)

10(c)(2)(v). Description of the Action
The Boston Company (?TBC?) was found by the SEC to have materially overstated its income figures for the first three quarters of 1988. Based on these findings, the SEC concluded that in 1988 TBC caused violations of section 13(A) and 13(B)(2)(A) of the Exchange Act and rules 12 (B)-20, 13A-13 and 13B2-1 promulgated thereunder. Accordingly, TBC is required to permanently cease and desist from committing or causing any future violations of such provisions of the securities laws. The Commission accepted TBC?s offer of settlement with respect to public administrative proceedings instituted by the SEC pursuant to section 21C of the Securities Exchange Act of 1934. Without admitting or denying the matters set forth in the SEC?s order instituting proceedings, TBC consented to the issuance of the order and to the entry of the findings contained therein. The order contains no findings which could suggest any misapplication or diversion of client assets.

10(c)(2)(vi). The disposition of the proceeding
Order issued on consent. See item (v) above for detail.

10(c)(2)(i). The individuals named in the Action
Boston Asset Management, Inc.

10(c)(2)(ii). Title of Action SEC File No. 3-5068	10(c)(2)(iii). Date of Action 1976-08-24
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10(c)(2)(iv). The Court or body taking the Action and its location
U.S. Securities and Exchange Commission (?SEC?)

10(c)(2)(v). Description of the Action
Boston Asset Management, Inc. (?BAM?) was alleged to have violated certain provisions of the securities laws in connection with the sale of certain securities by BAM.

10(c)(2)(vi). The disposition of the proceeding
The SEC found certain violations of the securities laws and imposed administrative censures.

10(c)(2)(i). The individuals named in the Action
The Dreyfus Corporation

10(c)(2)(ii). Title of Action Not available.	10(c)(2)(iii). Date of Action 1976-01-01
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10(c)(2)(iv). The Court or body taking the Action and its location

U.S. Securities and Exchange Commission (?SEC?)

10(c)(2)(v). Description of the Action

SEC named The Dreyfus Corporation (?Dreyfus?) a respondent in administrative proceedings which had previously been instituted concerning an unaffiliated securities analyst and several unaffiliated investment advisory firms with respect to allegations of misuse of material nonpublic information in connection with trading in securities of Equity Funding Corporation of America ("Equity Funding"). The allegations against Dreyfus, which did not include material monetary damages, involved a transaction in March 1973 when the Dreyfus Special Income Fund, Inc. (currently, The Dreyfus Convertible Securities Fund, Inc.), which is managed by Dreyfus, sold \$500,000 face amount of convertible subordinated debentures of Equity Funding for proceeds of \$353,759 (cost \$380,000). An SEC administrative law judge rendered a decision in which, among other matters, he found that Dreyfus had sold securities on the basis of material nonpublic information concerning Equity Funding without making full disclosure to the buyer, but that in this case, the imposition of a sanction was not deemed necessary.

10(c)(2)(vi). The disposition of the proceeding

SEC Administrative Law Judge decision. See item (v) above for detail.

10(c)(2)(i). The individuals named in the Action

CIBC Mellon Trust Company

10(c)(2)(ii). Title of Action U.S. Securities and Exchange Commission v. CIBC Mellon Trust Company	10(c)(2)(iii). Date of Action 2005-01-14
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10(c)(2)(iv). The Court or body taking the Action and its location

see item 10(b)(1) above

10(c)(2)(v). Description of the Action

see item 10(b)(1) above

10(c)(2)(vi). The disposition of the proceeding

see item 10(b)(1) above

10(c)(2)(i). The individuals named in the Action

Founders Asset Management LLC and Bjorn K. Borgen

10(c)(2)(ii). Title of Action In the Matter of Founders Asset Management LLC ("FAM") and Bjorn K. Borgen	10(c)(2)(iii). Date of Action 2000-02-10
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10(c)(2)(iv). The Court or body taking the Action and its location

see item 10 (c)(1) above

10(c)(2)(v). Description of the Action

see item 10 (c)(1) above

10(c)(2)(vi). The disposition of the proceeding

see item 10 (c)(1) above

10(c)(3). found the applicant or a control affiliate to have been a cause of an investment-related business having its authorization to do business denied, suspended, revoked or restricted?

Yes	No
<input type="checkbox"/>	<input checked="" type="checkbox"/>

10(c)(4). entered an order denying, suspending or revoking the applicant's or a control affiliate's registration or otherwise disciplined it by restricting its activities? Yes No

10(c)(4)(i). The individuals named in the Action
Founders Asset Management LLC and Bjorn K. Borgen

10(c)(4)(ii). Title of Action In the Matter of Founders Asset Management LLC ("FAM") and Bjorn K. Borgen	10(c)(4)(iii). Date of Action 2000-02-10
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10(c)(4)(iv). The Court or body taking the Action and its location
see item 10(c)(1) above

10(c)(4)(v). Description of the Action
see item 10(c)(1) above

10(c)(4)(vi). The disposition of the proceeding
see item 10(c)(1) above

10(d). Has any other Federal regulatory agency or any state regulatory agency:

10(d)(1). ever found the applicant or a control affiliate to have made a false statement or omission or to have been dishonest, unfair, or unethical?	Yes No <input type="checkbox"/> <input checked="" type="checkbox"/>
10(d)(2). ever found the applicant or a control affiliate to have been involved in a violation of investment-related regulations or statutes?	Yes No <input type="checkbox"/> <input checked="" type="checkbox"/>
10(d)(3). ever found the applicant or a control affiliate to have been a cause of an investment-related business having its authorization to do business denied, suspended, revoked, or restricted?	Yes No <input checked="" type="checkbox"/> <input type="checkbox"/>

10(d)(3)(i). The individuals named in the Action
The Boston Company Advisors, Inc.

10(d)(3)(ii). Title of Action Docket/Case Number: 95-027-8	10(d)(3)(iii). Date of Action 1995-04-25
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10(d)(3)(iv). The Court or body taking the Action and its location
The State of Vermont Securities Division

10(d)(3)(v). Description of the Action
The State of Vermont Securities Division initiated an Administrative hearing against The Boston Company Advisors, Inc. ("TBCA"). The State of Vermont alleged that TBCA failed to maintain an effective securities registration in Vermont for a non-affiliated investment company administered by TBCA.

10(d)(3)(vi). The disposition of the proceeding
TBCA executed a consent order without admitting or denying any allegations and consented to pay Vermont an administrative penalty of \$250 and costs of \$150.

10(d)(3)(i). The individuals named in the Action
Mellon Financial Markets, LLC

10(d)(3)(ii). Title of Action Administrative Order CO-94-0078	10(d)(3)(iii). Date of Action 1994-12-21
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10(d)(3)(iv). The Court or body taking the Action and its location
State of Alabama Department of Securities & Finance

10(d)(3)(v). Description of the Action

The State of Alabama initiated an administrative proceeding against Mellon Financial Markets, LLC (formerly, Mellon Investment Products Company (MIPC)) which, upon requesting registration in Alabama, disclosed it had executed one mutual fund transaction. Firm was found to have violated Section 8.6.3(a) Code of Alabama 1975. Alabama issued a cease and desist order against firm and associated individuals.

10(d)(3)(vi). The disposition of the proceeding
MIPC signed a written consent order, paid an administrative assessment of \$1000, investigative costs of \$300 and agreed that no sales to Alabama residents would be made until registered (note: the firm was granted registration 5/3/95).

10(d)(3)(i). The individuals named in the Action
Founders Asset Management Company, LLC

10(d)(3)(ii). Title of Action CRD 4-4645	10(d)(3)(iii). Date of Action 1994-06-07
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10(d)(3)(iv). The Court or body taking the Action and its location
Alabama Securities Commission

10(d)(3)(v). Description of the Action
The Alabama Securities Commission initiated an administrative proceeding against Founders Asset Management Company, LLC, whose predecessor, Founders Asset Management, Inc., and Founders Funds, Inc. were alleged to have sold unregistered securities, to have failed to properly supervise the activities of their agents and/or employees and to have failed to file sales reports. The matter was resolved with an Administrative Consent Order in which Respondent agreed to implement procedures to ensure compliance with the provisions of the Alabama Securities Act to pay an administrative assessment in the amount of \$2500 and to pay \$1250 as a partial reimbursement for the Alabama Securities Commissions costs in investigating this matter.

10(d)(3)(vi). The disposition of the proceeding
Administrative Consent Order. See item (v) above for details.

10(d)(3)(i). The individuals named in the Action
Founders Asset Management, Inc. and Dreyfus Founders Funds, Inc. (formerly Founders Funds, Inc.)

10(d)(3)(ii). Title of Action Not available.	10(d)(3)(iii). Date of Action 1994-03-07
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10(d)(3)(iv). The Court or body taking the Action and its location
Colorado Division of Securities

10(d)(3)(v). Description of the Action
The Colorado Division of Securities initiated an Administrative proceeding against Founders Asset Management, Inc and Founders Funds, Inc. ("Respondents"), alleging that Respondents failed to file exemption forms and pay requisite filing fees.

10(d)(3)(vi). The disposition of the proceeding
Administrative Consent Order in which Respondents agreed to implement procedures to ensure compliance with the provisions of the Colorado Securities Act.

10(d)(3)(i). The individuals named in the Action
Founders Asset Management Company, LLC

10(d)(3)(ii). Title of Action CRD 4-4645	10(d)(3)(iii). Date of Action 1994-02-24
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10(d)(3)(iv). The Court or body taking the Action and its location
New Mexico Securities Division

10(d)(3)(v). Description of the Action

The New Mexico Securities Division initiated an Administrative proceeding against Founders Asset Management Company, LLC, whose predecessor, Founders Asset Management, Inc. ("Respondent"), was alleged to have failed to renew the registrations of two portfolios of Founders Funds, Inc. and to have sold shares of the portfolios during a period during which no registration or exemption was in effect.

10(d)(3)(vi). The disposition of the proceeding

The matter was resolved with an Administrative Consent order in which Respondent agreed it would pay a civil penalty of \$3520.

10(d)(4). in the past ten years entered an order against the applicant or a control affiliate in connection with investment-related activity? Yes No

10(d)(5). ever denied, suspended, or revoked the applicant's or a control affiliate's registration or license, or prevented it from associating with an investment-related business, or otherwise disciplined it by restricting its activities? Yes No

10(d)(6). ever revoked or suspended the applicant's or a control affiliate's license as an attorney or accountant? Yes No

10(e). Has any self-regulatory organization or commodities exchange ever:

10(e)(1). found the applicant or a control affiliate to have made a false statement or omission? Yes No

10(e)(2). found the applicant or a control affiliate to have been involved in a violation of its rules? Yes No

10(e)(2)(i). The individuals named in the Action
MBSC, LLC

10(e)(2)(ii). Title of Action Docket/Case Number: NASD 20042000083-01	10(e)(2)(iii). Date of Action 2005-11-14
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10(e)(2)(iv). The Court or body taking the Action and its location
NASD

10(e)(2)(v). Description of the Action

The NASD alleged that MBSC, LLC did not submit required information to OATS on 15 business days during the first quarter of 2003 and did not reasonably enforce its written supervisory procedures with respect to OATS compliance during that quarter. Without admitting or denying the alleged violations, MBSC, LLC accepted the NASD's findings that it did not submit the required information to OATS on 15 business days during the first quarter of 2003 and did not reasonably enforce its written supervisory procedures with respect to OATS compliance during the quarter. MBSC, LLC consented to the imposition of a censure and a fine of \$10,000 (\$5,000 for the OATS violations and \$5,000 for the supervision violations). The NASD accepted MBSC's acceptance and consent on November 14, 2005.

10(e)(2)(vi). The disposition of the proceeding

Acceptance, Waiver and Consent. See item (v) above for detail.

10(e)(2)(i). The individuals named in the Action
Mellon Financial Markets, LLC

10(e)(2)(ii). Title of Action Docket/Case Number: C9A000005	10(e)(2)(iii). Date of Action 2000-02-10
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10(e)(2)(iv). The Court or body taking the Action and its location
NASD

10(e)(2)(v). Description of the Action
During the period January 1998 through June 1999, Mellon Financial Markets, LLC (?Mellon Financial?) failed to file Municipal Securities Rulemaking Board (?MSRB?) Form G-36 (ARD) for sixteen municipal underwritings, within five business days after delivery of the securities by the issuer to the underwriters in accordance with the filing procedures for MSRB Rule G-36. In addition, in three of these instances, Mellon Financial failed to maintain a record of sending the form G-36 (ARD) to the MSRB. The conduct constitutes violations of MSRB rule G-36 and MSRB Rule G-8.

10(e)(2)(vi). The disposition of the proceeding
Acceptance, Waiver, and Consent; \$3,000 fine.

10(e)(3). found the applicant or a control affiliate to have been the cause of an investment-related business losing its authorization to do business?	Yes No <input type="checkbox"/> <input checked="" type="checkbox"/>
10(e)(4). disciplined the applicant or a control affiliate by expelling or suspending it from membership, by barring or suspending its association with other members, or by otherwise restricting its activities?	Yes No <input type="checkbox"/> <input checked="" type="checkbox"/>
10(f). Has any foreign government, court, regulatory agency, or exchange ever entered an order against the applicant or a control affiliate related to investments or fraud?	Yes No <input type="checkbox"/> <input checked="" type="checkbox"/>
10(g). Is the applicant or a control affiliate now the subject of any proceeding that could result in a yes answer to questions 10(a) - 10(F)?	Yes No <input type="checkbox"/> <input checked="" type="checkbox"/>
10(h). Has a bonding company denied, paid out on, or revoked a bond for the applicant or a control affiliate?	Yes No <input type="checkbox"/> <input checked="" type="checkbox"/>
10(i). Does the applicant or a control affiliate have any unsatisfied judgments or liens against it?	Yes No <input type="checkbox"/> <input checked="" type="checkbox"/>

ATTENTION: INTENTIONAL MISSTATEMENTS OR OMISSIONS OF FACT CONSTITUTE FEDERAL CRIMINAL VIOLATIONS. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a)

SIGNATURE: The registrant submitting this form, and as required, the SEC supplement and Schedules A-D, And the executing official hereby represent that all the information contained herein is true, correct and complete.	
10(a). Signature of Official responsible for Form: David Leigh Becker	10(b). Telephone number: 201-680-2129
10(c). Title of Signing Officer: Chief Compliance Officer	10(d). Date signed (Month/Day/Year): 2007-08-21