KOGER EQUITY INC Form SC 13D May 29, 2001

OMB APPROVAL
OMB Number: 3235-0145
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Estimated average burden
hours per response 14.90

SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

SCHEDULE 13D (Section 240.13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO SECTION 240.13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO SECTION 240.13d-2(a)

(Amendment No)1
Koger Equity, Inc.
(Name of Issuer)
Common Stock, par value \$0.01 per share
(Title of Class of Securities)
500228101
(CUSIP Number)
Mark C. Wehrly Farallon Capital Management, L.L.C. One Maritime Plaza, Suite 1325 San Francisco, California 94111 (415) 421-2132
(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)
May 17, 2001
(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 Sections 240.13d-1(e), 13d-1(f) or 240.13d-1(g), check the following box [].

Note. Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Section 240.13d-7 for other parties to whom copies are to be sent.

(Continued on following pages)
Page 1 of 38 Pages
Exhibit Index Found on Page 37

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1 The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

13D

CUSIP No. 500228101

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1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Farallon Capital Partners, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a) [ ]

(b) [ X ] \*\*

\*\* The reporting persons making this filing hold an aggregate of 1,397,727 Shares, which is 5.2% of the class of securities. The reporting person on this cover page, however, is a beneficial owner only of the securities reported by it on this cover page.

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3 SEC USE ONLY

\_\_\_\_\_

4 SOURCE OF FUNDS (See Instructions)

WC, OO

\_\_\_\_\_

CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

-----

6 CITIZENSHIP OR PLACE OF ORGANIZATION

California

NUMBER OF		7	SOLE VOTING POWER			
SHARES			-0-			
BENEFIC	IALLY	8	SHARED VOTING POWER			
OWNED	ВУ		425,850			
EAC	Н	9	SOLE DISPOSITIVE POWER			
REPOR	TING		-0-			
PERSON	WITH	10	SHARED DISPOSITIVE POWER			
			425,850			
11	1 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
	425,850					
12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES					
	CERTAIN SHARES	S (See In	structions) [ ]			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)					
	1.6 %					
14	TYPE OF REPORT	====== IING PERS	ON (See Instructions)			
	PN					
		=======				

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13D

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1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Farallon Capital Institutional Partners, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a) [ ]

(b) [ X ] \* \*

\*\* The reporting persons making this filing hold an aggregate of 1,397,727 Shares, which is 5.2% of the class of securities. The reporting person on this cover page,

		ported by	it c	beneficial owner only of the secon this cover page. 3 SEC USE ONLY	curi	ties
4	SOURCE OF			nstructions)		
	WC					
5	CHECK IF I			LEGAL PROCEEDINGS IS REQUIRED PURSUAN	T.	
					[	]
6	CITIZENSH			ORGANIZATION		
	California	a.				
NUMBER	R OF	7		SOLE VOTING POWER	====	
SHARE	ES			-0-		
BENEFIC	IALLY	8		SHARED VOTING POWER		
OWNED	ВҮ			400,300		
EACH	H	9		SOLE DISPOSITIVE POWER		
REPOR1	ΓING			-0-		
PERSON	WITH	10		SHARED DISPOSITIVE POWER		
				400,300		
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
	400,300					
12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES					
	CERTAIN SI	HARES (Se	e Ins	structions)	[	]
		=======	=====			
13		F CLASS R	EPRES	SENTED BY AMOUNT IN ROW (11)		
	1.5 % -======					
14	TYPE OF RI	EPORTING 1	PERSC	ON (See Instructions)		
	PN					

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13D

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CUSIP No. 500228101

 1	-=====================================	RTING P	PERSONS			
_		_	N NO. OF ABOVE PERSONS (ENTITIES ONLY)			
	Farallon Capi	tal Ins	titutional Partners II, L.P.			
2	CHECK THE APE	ROPRIAT	E BOX IF A MEMBER OF A GROUP (See Instructions)			
			(b) [ X ]**			
	of 1, securi howeve	397,727 ties. er, is	persons making this filing hold an aggregate Shares, which is 5.2% of the class of The reporting person on this cover page, a beneficial owner only of the securities ton this cover page.			
3	SEC USE ONLY	=====				
4	SOURCE OF FUN	IDS (See	Instructions)			
	WC					
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)  [ ]					
6	CITIZENSHIP C	R PLACE	OF ORGANIZATION			
	California					
NUMBE	 R OF	7	SOLE VOTING POWER			
SHARI	ES		-0-			
BENEFIC	IALLY	8	SHARED VOTING POWER			
OWNED	ВУ		70,300			
EACI	Н	9	SOLE DISPOSITIVE POWER			
REPOR	TING		-0-			
PERSON	WITH	10	SHARED DISPOSITIVE POWER			
			70,300			
11	AGGREGATE AMO	UNT BEN	EFICIALLY OWNED BY EACH REPORTING PERSON			
	70,300					
12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES  CERTAIN SHARES (See Instructions)  [ ]					
13	PERCENT OF CI	ASS REP	PRESENTED BY AMOUNT IN ROW (11)			
	0.3 %					
 14	-======== TYPE OF REPOR	EEEEEEE	RSON (See Instructions)			

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\_\_\_\_\_ Page 4 of 38 Pages 13D -----CUSIP No. 500228101 -----\_\_\_\_\_\_ NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) Farallon Capital Institutional Partners III, L.P. ----CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (b) [ X ] \*\* The reporting persons making this filing hold an aggregate of 1,397,727 Shares, which is 5.2% of the class of securities. The reporting person on this cover page, however, is a beneficial owner only of the securities reported by it on this cover page. -----SEC USE ONLY SOURCE OF FUNDS (See Instructions) WC CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) [ -----CITIZENSHIP OR PLACE OF ORGANIZATION Delaware -----7 SOLE VOTING POWER NUMBER OF -0-SHARES \_\_\_\_\_ BENEFICIALLY 8 SHARED VOTING POWER OWNED BY 74,600 -----9 SOLE DISPOSITIVE POWER EACH REPORTING -0-

PERSON WITH 10 SHARED DISPOSITIVE POWER

74,600 \_\_\_\_\_ AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 74,600 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions) [ ] -----13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 0.3 % 14 TYPE OF REPORTING PERSON (See Instructions) PΝ Page 5 of 38 Pages 13D CUSIP No. 500228101 \_\_\_\_\_ 1 NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) Tinicum Partners, L.P. -----CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (b) [ X ] \*\* The reporting persons making this filing hold an aggregate of 1,397,727 Shares, which is 5.2% of the class of securities. The reporting person on this cover page, however, is a beneficial owner only of the securities reported by it on this cover page. -----SEC USE ONLY \_\_\_\_\_ SOURCE OF FUNDS (See Instructions) WC, OO \_\_\_\_\_ CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) -----

6 CITIZENSHIP OR PLACE OF ORGANIZATION

	New York					
NUMBE	R OF	7	SOLE VOTING POWER			
SHARI	ES		-0-			
BENEFIC	IALLY	8	SHARED VOTING POWER			
OWNED	ВУ		44,150			
EACI	 H	9	SOLE DISPOSITIVE POWER			
REPOR?	ΓING		-0-			
PERSON	WITH	10	SHARED DISPOSITIVE POWER			
			44,150			
11	AGGREGATE AMOU	JNT BENEF	ICIALLY OWNED BY EACH REPORTING PERSON			
	44,150					
12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES  CERTAIN SHARES (See Instructions)					
	CERIAIN SHARES	s (see in	structions)			
13	DEDCENT OF CLA	CC DEDDE	SENTED BY AMOUNT IN ROW (11)			
13	0.2 %	ADD KEFKE	SENIED BI AMOUNT IN NOW (II)			
	0.2 % -========					
14	TYPE OF REPORTING PERSON (See Instructions)					
	PN					
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13D

CUSIP No. 500228101

1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Farallon Capital Management, L.L.C.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)
(a) [ ]

(b) [ X ] \*\*

The reporting persons making this filing hold an aggregate of 1,397,727 Shares, which is 5.2% of the class of

securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by it on this cover page. \_\_\_\_\_ SEC USE ONLY 4 SOURCE OF FUNDS (See Instructions) \_\_\_\_\_ 5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) -----6 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware \_\_\_\_\_ NUMBER OF 7 SOLE VOTING POWER

SHARES			-0-			
BENEFIC	IALLY	8	SHARED VOTING POWER	:=		
OWNED	ВУ		382 <b>,</b> 527	_		
EAC	H	9	SOLE DISPOSITIVE POWER	_		
REPOR'	IING		-0-	_		
PERSON	WITH	10	SHARED DISPOSITIVE POWER	_		
			382 <b>,</b> 527			
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
	382,527					
12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES  CERTAIN SHARES (See Instructions)					
	CENTAIN SHANE	10 (DEE III	[ ]			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)					
	1.4 %			_		
14			DN (See Instructions)	_		
	IA, OO			_		
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\_\_\_\_\_\_ CUSIP No. 500228101 ----------NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) Farallon Partners, L.L.C. ------CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) [ ] (b) [ X ] \*\* The reporting persons making this filing hold an aggregate of 1,397,727 Shares, which is 5.2% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by it on this cover page. -----SEC USE ONLY \_\_\_\_\_ SOURCE OF FUNDS (See Instructions) AF -----CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION Delaware \_\_\_\_\_ 7 SOLE VOTING POWER NUMBER OF SHARES -0-\_\_\_\_\_ BENEFICIALLY SHARED VOTING POWER OWNED BY 1,015,200 \_\_\_\_\_ EACH SOLE DISPOSITIVE POWER REPORTING -0------PERSON WITH 1.0 SHARED DISPOSITIVE POWER 1,015,200 \_\_\_\_\_ AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,015,200 \_\_\_\_\_ CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

13	PERCENT	-======= Γ OF CLASS REPF	RESENTED BY AMOUNT IN ROW (11)				
	3.8 %						
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2			BOX IF A MEMBER OF A GROUP (See Instructions)				
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	**	of 1,397,727 securities. however, may	persons making this filing hold an aggregate Shares, which is 5.2% of the class of The reporting person on this cover page, be deemed a beneficial owner only of the ported by it on this cover page.				
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NUMBE	 R OF	7	SOLE VOTING POWER				
SHAR	ES		-0-				
BENEFIC	IALLY	8	=SHARED VOTING POWER				
OWNED	ВҮ		1,397,727				

EACH	H	9	SOLE DISPOSITIVE POWER
REPOR?	ΓING		-0-
PERSON	WITH	10	SHARED DISPOSITIVE POWER
			1,397,727
11	AGGREGATE AMOU	JNT BENEF	ICIALLY OWNED BY EACH REPORTING PERSON
	1,397,727		
12	CHECK IF THE F		AMOUNT IN ROW (11) EXCLUDES structions)
13	PERCENT OF CLA	ASS REPRE	SENTED BY AMOUNT IN ROW (11)
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14	TYPE OF REPORT	TING PERS	ON (See Instructions)
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	I.R.S. IDENTIE	FICATION :	NO. OF ABOVE PERSONS (ENTITIES ONLY)
	David I. Coher	า	
2	CHECK THE APPR	ROPRIATE	BOX IF A MEMBER OF A GROUP (See Instructions) (a) [ ]
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	of 1,3 securit however	397,727 ties. T	persons making this filing hold an aggregate Shares, which is 5.2% of the class of he reporting person on this cover page, e deemed a beneficial owner only of the rted by it on this cover page.
3	SEC USE ONLY		
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5	CHECK IF DISTORTED TO ITEMS 2 (		LEGAL PROCEEDINGS IS REQUIRED PURSUANT			
6	CITIZENSHIP OR PLACE OF ORGANIZATION United States					
NUMBE:	 R OF	7	SOLE VOTING POWER			
SHAR	ES		-0-			
BENEFIC	IALLY	8	SHARED VOTING POWER			
OWNED	ВҮ		1,397,727			
EAC	Н	9	SOLE DISPOSITIVE POWER			
REPOR'	TING		-0-			
PERSON	WITH	10	SHARED DISPOSITIVE POWER			
			1,397,727			
11	AGGREGATE AI	MOUNT BENEF	ICIALLY OWNED BY EACH REPORTING PERSON			
	1,397,727					
12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES  CERTAIN SHARES (See Instructions)  [ ]					
13	PERCENT OF	====== CLASS REPRE	SENTED BY AMOUNT IN ROW (11)			
	5.2 %					
14	TYPE OF REP	======= ORTING PERS	ON (See Instructions)			

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13D

\_\_\_\_\_ CUSIP No. 500228101

Joseph F. Downes

\_\_\_\_\_ 1 NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a) [ ]

				(b) [	X	] * *
	**	of 1,39 securiting however,	97,727 ies. T , may b	persons making this filing hold an ago Shares, which is 5.2% of the cla he reporting person on this cover e deemed a beneficial owner only rted by it on this cover page.	ass pa	of age,
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SHARI	ES			-0-		
BENEFIC	IALLY		8	SHARED VOTING POWER		
OWNED	ВУ			1,397,727		
EACI	Н		9	SOLE DISPOSITIVE POWER		
REPOR'	TING			-0-		
PERSON	WITH		10	SHARED DISPOSITIVE POWER		
 				1,397,727		
11	AGGREG.	ATE AMOUN	NT BENEF	ICIALLY OWNED BY EACH REPORTING PERSON		
 	1,397,	727				
12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES  CERTAIN SHARES (See Instructions)  [ ]					
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13D \_\_\_\_\_ CUSIP No. 500228101 ----------NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) William F. Duhamel \_\_\_\_\_\_ 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) [ ] (b) [ X ] \*\* The reporting persons making this filing hold an aggregate of 1,397,727 Shares, which is 5.2% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by it on this cover page. 3 SEC USE ONLY -----SOURCE OF FUNDS (See Instructions) AF, OO \_\_\_\_\_ CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) \_\_\_\_\_ CITIZENSHIP OR PLACE OF ORGANIZATION United States NUMBER OF SOLE VOTING POWER -0-SHARES \_\_\_\_\_ BENEFICIALLY SHARED VOTING POWER OWNED BY 1,397,727 \_\_\_\_\_ EACH SOLE DISPOSITIVE POWER REPORTING -0-\_\_\_\_\_ PERSON WITH 1.0 SHARED DISPOSITIVE POWER 1,397,727 -----AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,397,727 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES

CERTAIN SHARES (See Instructions)

			l J			
13	PERCENT OF	CLASS REP	PRESENTED BY AMOUNT IN ROW (11)			
	5.2 %					
14	TYPE OF RE	EPORTING PE	RSON (See Instructions)			
	IN					
		Pa	ige 12 of 38 Pages			
			13D			
CUSIP No. 5	000228101					
1		REPORTING P	PERSONS ON NO. OF ABOVE PERSONS (ENTITIES ONLY)			
	Andrew B.	Fremder				
2	CHECK THE	APPROPRIAT	TE BOX IF A MEMBER OF A GROUP (See Instructions)  (a) [ ]			
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SHA	ARES		-0-			
BENEFICIALLY		8	SHARED VOTING POWER			

OWNED BY			1,397,727		
EACH 9		9	SOLE DISPOSITIVE POWER		
REPOR.	IING		-0-		
PERSON	WITH	10	SHARED DISPOSITIVE POWER		
			1,397,727		
11	AGGREGATE AMOU	JNT BENEF	ICIALLY OWNED BY EACH REPORTING PERSON		
	1,397,727				
12	CERTAIN SHARES	S (See In	[ ]		
13			SENTED BY AMOUNT IN ROW (11)		
	5.2 %				
14	TYPE OF REPORT	ING PERS	ON (See Instructions)		
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Page 13 of 38 Pages

13D \_\_\_\_\_\_ CUSIP No. 500228101 -----NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) Richard B. Fried \_\_\_\_\_ CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) [ ] (b) [ X ] \*\* The reporting persons making this filing hold an aggregate of 1,397,727 Shares, which is 5.2% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by it on this cover page. \_\_\_\_\_ SEC USE ONLY 4 SOURCE OF FUNDS (See Instructions)

	AF, 00				
5	CHECK IF DISCI		LEGAL PROCEEDINGS IS REQUIRED PURSUA	 TM <i>A</i>	]
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SHAR	ES		-0-		
BENEFIC	IALLY	8	SHARED VOTING POWER		
OWNED	ВУ		1,397,727		
EAC	Н	9	SOLE DISPOSITIVE POWER		
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PERSON	WITH	10	SHARED DISPOSITIVE POWER		
			1,397,727		
11	AGGREGATE AMOU	JNT BENEF		)N	
	1,397,727				
12	CHECK IF THE A		AMOUNT IN ROW (11) EXCLUDES structions)	[	]
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14	TYPE OF REPORT	ING PERS	ON (See Instructions)		
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CUSIP No. 500228101

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Monica R. Landry

** The reporting persons making this filing hold an aggrouf 1,397,727 Shares, which is 5.2% of the class securities. The reporting person on this cover however, may be deemed a beneficial owner only of securities reported by it on this cover page.  3 SEC USE ONLY  4 SOURCE OF FUNDS (See Instructions)  AF, 00  5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)  [ 6 CITIZENSHIP OR PLACE OF ORGANIZATION United States  NUMBER OF 7 SOLE VOTING POWER  SHARES —0-	ions)		
** The reporting persons making this filing hold an aggrouf 1,397,727 Shares, which is 5.2% of the class securities. The reporting person on this cover however, may be deemed a beneficial owner only of securities reported by it on this cover page.  3 SEC USE ONLY  4 SOURCE OF FUNDS (See Instructions)  AF, 00  5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)  [ 6 CITIZENSHIP OR PLACE OF ORGANIZATION United States  NUMBER OF 7 SOLE VOTING POWER  SHARES —0-			
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4 SOURCE OF FUNDS (See Instructions)  AF, OO  5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)  [ 6 CITIZENSHIP OR PLACE OF ORGANIZATION United States  NUMBER OF 7 SOLE VOTING POWER  SHARES -0-	ss of page,		
AF, OO  5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)  [ 6 CITIZENSHIP OR PLACE OF ORGANIZATION United States  NUMBER OF 7 SOLE VOTING POWER  SHARES -0-	SEC USE ONLY		
5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)  [ 6 CITIZENSHIP OR PLACE OF ORGANIZATION United States  NUMBER OF 7 SOLE VOTING POWER  SHARES -0-	:=====		
TO ITEMS 2(d) OR 2(e)  [  6     CITIZENSHIP OR PLACE OF ORGANIZATION      United States  NUMBER OF 7 SOLE VOTING POWER  SHARES -0-			
6 CITIZENSHIP OR PLACE OF ORGANIZATION United States  NUMBER OF 7 SOLE VOTING POWER  SHARES -0-			
United States  NUMBER OF 7 SOLE VOTING POWER  SHARES -0-	]		
SHARES -0-	:====		
	:=====		
BENEFICIALLY 8 SHARED VOTING POWER	:=====		
OWNED BY 1,397,727			
EACH 9 SOLE DISPOSITIVE POWER	:=====		
REPORTING -0-			
PERSON WITH 10 SHARED DISPOSITIVE POWER	:=====		
1,397,727			
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	:=====		
1,397,727			
12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES	:=====		
CERTAIN SHARES (See Instructions) [	]		
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	:=====		
5.2 %			
14 TYPE OF REPORTING PERSON (See Instructions)	:=====		
IN			

Page 15 of 38 Pages

13D \_\_\_\_\_ CUSIP No. 500228101 NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) William F. Mellin 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (b) [ X ] \* \* The reporting persons making this filing hold an aggregate of 1,397,727 Shares, which is 5.2% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by it on this cover page. \_\_\_\_\_ SEC USE ONLY \_\_\_\_\_ SOURCE OF FUNDS (See Instructions) AF, OO -----CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) Γ \_\_\_\_\_ CITIZENSHIP OR PLACE OF ORGANIZATION United States NUMBER OF SOLE VOTING POWER SHARES -0-\_\_\_\_\_ 8 BENEFICIALLY SHARED VOTING POWER OWNED BY 1,397,727 EACH 9 SOLE DISPOSITIVE POWER REPORTING -0-\_\_\_\_\_ PERSON WITH 10 SHARED DISPOSITIVE POWER 1,397,727 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,397,727

12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES  CERTAIN SHARES (See Instructions)  [ ]
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
	5.2 %
14	TYPE OF REPORTING PERSON (See Instructions)
	IN
	Page 16 of 38 Pages
=======	13D
CUSIP No. 5	00228101
1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
	Stephen L. Millham
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)  (a) [ ]
	(b) [ X ]**
	** The reporting persons making this filing hold an aggregate of 1,397,727 Shares, which is 5.2% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by it on this cover page.
3	SEC USE ONLY
4	SOURCE OF FUNDS (See Instructions)
	AF, OO
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)  [ ]
6	CITIZENSHIP OR PLACE OF ORGANIZATION United States
NUMB	ER OF 7 SOLE VOTING POWER
SHA	RES -0-

BENEFICIALLY 8		8	SHARED VOTING POWER
OWNED BY			1,397,727
EACH	 H	9	SOLE DISPOSITIVE POWER
REPOR	IING		-0- 
PERSON	WITH		SHARED DISPOSITIVE POWER
			1,397,727
			ICIALLY OWNED BY EACH REPORTING PERSON
	1,397,727		
12		GGREGATE	AMOUNT IN ROW (11) EXCLUDES
	CERTAIN SHAREC	, (966 111	[ ]
			======================================
13	5.2 %	OO NEFRE	SENIED DI AMOUNI IN NOW (II)
 	J.Z % -========		
14	TYPE OF REPORT	ING PERS	ON (See Instructions)
	IN		
 	=	=====	

Page 17 of 38 Pages

13D

CUSIP No. 500228101

\_\_\_\_\_

1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Meridee A. Moore

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(--/ [ ]

(b) [ X ] \*\*

\*\* The reporting persons making this filing hold an aggregate of 1,397,727 Shares, which is 5.2% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by it on this cover page.

3 SEC USE ONLY

4	SOURCE OF FUNDS (See Instructions)					
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5	CHECK IF D TO ITEMS 2					
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6	CITIZENSHI United Sta		OF ORGANIZATION			
NUME	BER OF	7	SOLE VOTING POWER			
SHA	ARES		-0-			
BENEF	ICIALLY	8	SHARED VOTING POWER			
OWNE	ED BY		1,397,727			
E <i>I</i>	ACH	9	SOLE DISPOSITIVE POWER			
REPO	ORTING		-0-			
PERSO	ON WITH	10	SHARED DISPOSITIVE POWER			
			1,397,727			
11	AGGREGATE	AMOUNT BEN	EFICIALLY OWNED BY EACH REPORTING PERSON			
	1,397,727					
12			TE AMOUNT IN ROW (11) EXCLUDES			
	CERTAIN SH	ARES (See	<pre>Instructions)</pre>			
 13	PERCENT OF		RESENTED BY AMOUNT IN ROW (11)			
10	5.2 %	CHILD IN	INDUNITED BY THEORY IN NO. (11)			
	======					
14	TYPE OF RE	PORTING PE	RSON (See Instructions)			
	IN					

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13D

CUSIP No. 500228101

1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

	Thomas F. Ste	yer	
2	-======= CHECK THE APP	====== ROPRIATE	BOX IF A MEMBER OF A GROUP (See Instructions)  (a) [ ]
			(b) [ X ]**
	of 1, securi howeve	397,727 ties. I r, may b	persons making this filing hold an aggregate Shares, which is 5.2% of the class of the reporting person on this cover page, be deemed a beneficial owner only of the orted by it on this cover page.
3	SEC USE ONLY		
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NUMBE	R OF	7	SOLE VOTING POWER
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BENEFIC	- IALLY	8	SHARED VOTING POWER
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EACI	- H	9	SOLE DISPOSITIVE POWER
REPOR.	TING		-0-
PERSON	WITH	10	SHARED DISPOSITIVE POWER
			1,397,727
11	AGGREGATE AMO	UNT BENEF	'ICIALLY OWNED BY EACH REPORTING PERSON
	1,397,727		
12	CHECK IF THE CERTAIN SHARE		AMOUNT IN ROW (11) EXCLUDES astructions) [ ]
13	PERCENT OF CL	====== ASS REPRE	SENTED BY AMOUNT IN ROW (11)
	5.2 %		
14	TYPE OF REPOR	====== TING PERS	CON (See Instructions)
	IN		

Page 19 of 38 Pages

13D \_\_\_\_\_\_ CUSIP No. 500228101 -----------NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) Mark C. Wehrly .\_\_\_\_\_ 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) [ ] (b) [ X ] \*\* The reporting persons making this filing hold an aggregate of 1,397,727 Shares, which is 5.2% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by it on this cover page. -----SEC USE ONLY SOURCE OF FUNDS (See Instructions) AF, 00 \_\_\_\_\_ CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION United States \_\_\_\_\_ NUMBER OF SOLE VOTING POWER SHARES -0------BENEFICIALLY 8 SHARED VOTING POWER OWNED BY 1,397,727 \_\_\_\_\_ EACH SOLE DISPOSITIVE POWER REPORTING -0-\_\_\_\_\_ PERSON WITH 10 SHARED DISPOSITIVE POWER 1,397,727

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

	1,397,727	
12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)	[ ]
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	
	5.2 %	
14	TYPE OF REPORTING PERSON (See Instructions)	
	IN	

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### Item 1. Security And Issuer.

This statement relates to shares of Common Stock, par value \$0.01 per share (the "Shares") of Koger Equity, Inc. (the "Company"). The Company's principal offices are located at 433 Plaza Real, Suite 335, Boca Raton, FL 33432.

# Item 2. Identity And Background.

(a) This statement is filed by the entities and persons listed below, all of whom together are referred to herein as the "Reporting Persons."

# The Partnerships

- (i) Farallon Capital Partners, L.P., a California limited partnership ("FCP"), with respect to the Shares held by it;
- (ii) Farallon Capital Institutional Partners, L.P., a California limited partnership ("FCIP"), with respect to the Shares held by it;
- (iii)Farallon Capital Institutional Partners II, L.P., a
   California limited partnership ("FCIP II"), with respect to
   the Shares held by it;
- (iv) Farallon Capital Institutional Partners III, L.P., a Delaware limited partnership ("FCIP III"), with respect to the Shares held by it; and
- (v) Tinicum Partners, L.P., a New York limited partnership ("Tinicum"), with respect to the Shares held by it.

FCP, FCIP, FCIP II, FCIP III and Tinicum are together referred to herein as the "Partnerships."  $\,$ 

# The Management Company

(vi) Farallon Capital Management, L.L.C., a Delaware limited

liability company (the "Management Company"), with respect to the Shares held by certain accounts managed by the Management Company (the "Managed Accounts").

The General Partner Of The Partnerships

(vii)Farallon Partners, L.L.C., a Delaware limited liability company which is the general partner of each of the Partnerships (the "General Partner"), with respect to the Shares held by each of the Partnerships.

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The Managing Members Of The General Partner And The Management Company

(viii) The following twelve persons who are managing members of
 both the General Partner and the Management Company, with
 respect to the Shares held by the Partnerships and the
 Managed Accounts: Enrique H. Boilini ("Boilini"), David I.
 Cohen ("Cohen"), Joseph F. Downes ("Downes"), William F.
 Duhamel ("Duhamel"), Andrew B. Fremder ("Fremder"), Richard
 B. Fried ("Fried"), Monica R. Landry ("Landry"), William F.
 Mellin ("Mellin"), Stephen L. Millham ("Millham"), Meridee
 A. Moore ("Moore"), Thomas F. Steyer ("Steyer") and Mark C.
 Wehrly ("Wehrly").

Boilini, Cohen, Downes, Duhamel, Fremder, Fried, Landry, Mellin, Millham, Moore, Steyer and Wehrly are together referred to herein as the "Individual Reporting Persons."

- (b) The address of the principal business and principal office of (i) the Partnerships, the General Partner and the Management Company is One Maritime Plaza, Suite 1325, San Francisco, California 94111 and (ii) each of the Individual Reporting Persons is set forth in Annex 1 hereto.
- (c) The principal business of each of the Partnerships is that of a private investment fund engaging in the purchase and sale of investments for its own account. The principal business of the General Partner is to act as the general partner of the Partnerships. The principal business of the Management Company is that of a registered investment adviser. The principal business of each of the Individual Reporting Persons is set forth in Annex 1 hereto.
- (d) None of the Partnerships, the Management Company, the General Partner or any of the Individual Reporting Persons has, during the last five years, been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors).
- (e) None of the Partnerships, the Management Company, the General Partner or any of the Individual Reporting Persons has, during the last five years, been party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

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(f) The citizenship of each of the Partnerships, the General Partner and the Management Company is set forth above. Each of the Individual Reporting Persons is a United States citizen.

The other information required by Item 2 relating to the identity and background of the Reporting Persons is set forth in Annex 1 hereto.

Item 3. Source And Amount Of Funds And Other Consideration.

The net investment cost (including commissions) for the Shares held by each of the Partnerships and Managed Accounts is set forth below:

Entity	Shares Held	Approximate Net Investment Cost
FCP	425,850	\$ 7,428,601.23
FCIP	400,300	\$ 6,970,257.44
FCIP II	70,300	\$ 1,254,278.07
FCIP III	74,600	\$ 1,311,306.91
Tinicum	44,150	\$ 802,199.66
Managed		
Accounts	382,527	\$ 6,121,931.84

The consideration for such acquisitions was obtained as follows: (i) with respect to FCIP, FCIP II and FCIP III, from working capital; (ii) with respect to FCP and Tinicum, from working capital, and/or from borrowings pursuant to margin accounts maintained in the ordinary course of business by FCP and Tinicum at Goldman, Sachs & Co.; and (iii) with respect to the Managed Accounts, from the working capital of each Managed Account and/or from borrowings pursuant to margin accounts maintained in the ordinary course of business by some of the Managed Accounts at Goldman, Sachs & Co. FCP, Tinicum and some of the Managed Accounts hold certain securities in their respective margin accounts at Goldman, Sachs & Co., and the accounts may from time to time have debit balances. It is not possible to determine the amount of borrowings, if any, used to acquire the Shares.

Item 4. Purpose Of The Transaction.

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The purpose of the acquisition of the Shares is for investment, and the acquisitions of the Shares by each of the Partnerships and the Managed Accounts were made in the ordinary course of business and were not made for the purpose of acquiring control of the Company.

Although no Reporting Person has any specific plan or proposal to acquire or dispose of Shares, consistent with its investment purpose, each Reporting Person at any time and from time to time may acquire additional Shares or dispose of any or all of its Shares depending upon an ongoing evaluation of the

investment in the Shares, prevailing market conditions, other investment opportunities, liquidity requirements of the Reporting Person and/or other investment considerations. No Reporting Person has made a determination regarding a maximum or minimum number of Shares which it may hold at any point in time.

Also, consistent with their investment intent, the Reporting Persons may engage in communications with one or more shareholders of the Company, one or more officers of the Company and/or one or more members of the board of directors of the Company regarding the Company, including but not limited to its operations.

Except to the extent the foregoing may be deemed a plan or proposal, none of the Reporting Persons has any plans or proposals which relate to, or could result in, any of the matters referred to in paragraphs (a) through (j), inclusive, of the instructions to Item 4 of Schedule 13D. The Reporting Persons may, at any time and from time to time, review or reconsider their position and/or change their purpose and/or formulate plans or proposals with respect thereto.

# Item 5. Interest In Securities Of The Issuer.

(a) The Partnerships

(a), (b) The information set forth in Rows 7 through 13 of the cover page hereto for each Partnership is incorporated herein by reference for each such Partnership. The percentage amount set forth in Row 13 for all cover pages filed herewith is calculated based upon the 26,797,348 Shares outstanding as of April 30, 2001

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- as reported by the Company in its Quarterly Report on Form 10-Q for the period ended March 31, 2001 filed with the Securities and Exchange Commission on May 14, 2001.
- (c) The trade dates, number of Shares purchased or sold and the price per Share (including commissions) for all purchases and sales of the Shares by the Partnerships in the past 60 days are set forth on Schedules A-E hereto and are incorporated herein by reference. All of such transactions were open-market transactions.
- (d) The General Partner has the power to direct the affairs of the Partnerships, including the disposition of the proceeds of the sale of the Shares. The Individual Reporting Persons are managing members of the General Partner.
- (e) Not applicable.

# (b) The Management Company

(a),(b) The information set forth in Rows 7 through 13 of the

cover page hereto for the Management Company is incorporated herein by reference.

- (c) The trade dates, number of Shares purchased or sold and the price per Share (including commissions) for all purchases and sales of the Shares by the Management Company on behalf of the Managed Accounts in the past 60 days are set forth on Schedule F hereto and are incorporated herein by reference. On March 31, 2001, one of the Managed Accounts transferred as a capital contribution 100% of its Shares to a second Managed Account (the "Second Managed Account"). The Second Managed Account issued to the transferring Managed Account equity in the Second Managed Account based on a per Share value of \$14.00 per Share. Other than this transaction, all of the transactions reported on Schedule F hereto are open-market transactions.
- (d) The Management Company, as an investment adviser, has the power to direct the disposition of the proceeds of the sale of the Shares held by the Managed Accounts. The Individual Reporting Persons are managing members of the Management Company.
- (e) Not applicable.
- (c) The General Partner
  - (a), (b) The information set forth in Rows 7 through 13 of the cover page hereto for the General Partner is incorporated herein by reference.
  - (c) None.

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- (d) The General Partner has the power to direct the affairs of the Partnerships, in cluding the disposition of the proceeds of the sale of the Shares. The Individual Reporting Persons are managing members of the General Partner.
- (e) Not applicable.
- (d) The Individual Reporting Persons
  - (a), (b) The information set forth in Rows 7 through 13 of the cover page hereto for each Individual Reporting Person is incorporated herein by reference for each such Individual Reporting Person.
  - (c) None.
  - (d) The General Partner has the power to direct the affairs of the Partnerships, in cluding the disposition of the proceeds of the sale of the Shares. The Management Company, as an

investment adviser, has the power to direct the disposition of the proceeds of the sale of the Shares held by the Managed Ac counts. The Individual Reporting Persons are managing members of the General Partner. The Individual Reporting Persons are managing members of the Management Company.

(e) Not applicable.

The Shares reported hereby for the Partnerships are owned directly by the Partnerships and those reported by the Management Company on behalf of the Managed Accounts are owned directly by the Managed Accounts. The General Partner, as general partner to the Partnerships, may be deemed to be the beneficial owner of all such Shares owned by the Partnerships. The Management Company, as investment adviser to the Managed Accounts, may be deemed to be the beneficial owner of all such Shares owned by the Managed Accounts. The Individual Reporting Persons, as managing members of both the General Partner and the Management Company, may each be deemed to be the beneficial owner of all such Shares held by the Partnerships and the Managed Accounts. Each of the Management Company, the General Partner and the Individual Reporting Persons hereby disclaims any beneficial ownership of any such Shares.

Item 6. Contracts, Arrangements, Understandings Or
----- Relationships With Respect To Securities Of The Issuer.

Except as described above, there are no contracts, arrangements, understandings or relationships (legal or otherwise) among the Reporting Persons or between such persons and any other person with respect to any securities of the Company, including but not limited to transfer or voting of any securities

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of the Company, finder's fees, joint ventures, loan or option arrangements, puts or calls, guarantees of profits, divisions of profits or loss, or the giving or withholding of proxies.

Item 7. Materials To Be Filed As Exhibits.

There is filed herewith as Exhibit 1 a written agreement relating to the filing of joint acquisition statements as required by Section 240.13d-1(k) under the Securities Exchange Act of 1934, as amended.

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#### SIGNATURES

After reasonable inquiry and to the best of our knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: May 29, 2001

/s/ Thomas F. Steyer

FARALLON PARTNERS, L.L.C.,

on its own behalf and as General Partner of FARALLON CAPITAL PARTNERS, L.P., FARALLON CAPITAL INSTITUTIONAL PARTNERS, L.P., FARALLON CAPITAL INSTITUTIONAL PARTNERS II, L.P., FARALLON CAPITAL INSTITUTIONAL PARTNERS III, L.P., And TINICUM PARTNERS, L.P., By Thomas F. Steyer,

Senior Managing Member

/s/ Thomas F. Steyer

FARALLON CAPITAL MANAGEMENT, L.L.C.,
By Thomas F. Steyer,
Senior Managing Member

/s/ Thomas F. Steyer

Thomas F. Steyer, individually and as attorney-in-fact for each of Enrique H. Boilini, David I. Cohen,
Joseph F. Downes, William F. Duhamel,
Andrew B. Fremder, Richard B. Fried, Monica R. Landry
William F. Mellin, Stephen L. Millham.

William F. Mellin, Stephen L. Millham, Meridee A. Moore and Mark C. Wehrly.

The Powers of Attorney, each executed by Boilini, Cohen, Downes, Fremder, Mellin, Millham and Moore authorizing Steyer to sign and file this Schedule 13D on each person's behalf, which were filed with Amendment No. 1 to the Schedule 13D filed with the Securities and Exchange Commission on September 26, 1997, by such Reporting Persons with respect to the Common Stock of Sphere Drake Holdings Limited, are hereby incorporated by reference. The Powers of Attorney executed by Duhamel and Fried authorizing Steyer to sign and file this Schedule 13D on each person's behalf, which were filed with Amendment No. 1 to the Schedule 13G filed with the Securities and Exchange Commission on January 13, 1999, by such Reporting Persons with respect to the Callable Class A Common Shares of CliniChem Development Inc., are hereby incorporated by reference. The Power of Attorney executed by Mark C. Wehrly authorizing Steyer to sign and file this Schedule 13D on his behalf, which was filed with Amendment No. 2 to the Schedule 13D filed with the Securities and Exchange Commission on January 10, 2000, by such Reporting Person with respect to the Common Shares of Axogen Limited, is hereby incorporated by reference. The Power of Attorney executed by Monica R.

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Landry authorizing Steyer to sign and file this Schedule 13D on her behalf, which was filed with the Schedule 13G filed with the Securities and Exchange Commission on January 22, 2001, by such Reporting Person with respect to the

Common Stock of Korn/Ferry International, is hereby incorporated by reference.

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ANNEX 1

Set forth below with respect to the Management Company and the General Partner is the following information: (a) name; (b) address; (c) principal business; (d) state of organization; and (e) controlling persons. Set forth below with respect to each managing member of the Management Company and the General Partner is the following: (a) name; (b) business address; (c) principal occupation; and (d) citizenship.

### 1. The Management Company

- (a) Farallon Capital Management, L.L.C.
- (b) One Maritime Plaza, Suite 1325 San Francisco, California 94111
- (c) Serves as investment adviser to various managed accounts
- (d) Delaware limited liability company
- (e) Managing Members: Thomas F. Steyer, Senior Managing Member; Enrique H. Boilini, David I. Cohen, Joseph F. Downes, William F. Duhamel, Andrew B. Fremder, Richard B. Fried, Monica R. Landry, William F. Mellin, Stephen L. Millham, Meridee A. Moore and Mark C. Wehrly, Managing Members.

### 2. The General Partner

- (a) Farallon Partners, L.L.C.
- (b) c/o Farallon Capital Management, L.L.C. One Maritime Plaza, Suite 1325 San Francisco, California 94111
- (c) Serves as general partner to investment partnerships
- (d) Delaware limited liability company
- (e) Managing Members: Thomas F. Steyer, Senior Managing Member; Enrique H. Boilini, David I. Cohen, Joseph F. Downes, William F. Duhamel, Fleur E. Fairman, Andrew B. Fremder, Richard B. Fried, Monica R. Landry, William F. Mellin, Stephen L. Millham, Meridee A. Moore and Mark C. Wehrly, Managing Members.

# 3. The Individual Reporting Persons/The Managing Members

Except as stated below, each of the Managing Members (including the Individual Reporting Persons) is a United States citizen whose business address is c/o Farallon Capital Management, L.L.C., One Maritime Plaza, Suite 1325, San Francisco, California 94111. Enrique H. Boilini's business address is c/o Farallon Capital Management, L.L.C., 75 Holly Hill Lane, Greenwich, Connecticut 06830. The principal occupation of Thomas F. Steyer is serving as senior managing

member of the Management Company and the General Partner. The principal occupation of each other Managing Member is serving as a managing member of the Management Company and/or the General Partner. None of the Managing Members (including the Individual Reporting Persons) have any additional information to disclose with respect to Items 2-6 of the Schedule 13D that is not already disclosed in the Schedule 13D.

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#### SCHEDULE A

#### FARALLON CAPITAL PARTNERS, L.P.

\_\_\_\_\_

TRADE DATE	NO. OF PURCHAS OR SOI	SED (P)	PRICE PER SHARE
05-08-01	4,800	(P)	\$15.95
05-09-01	9,100	(P)	\$16.02
05-10-01	12,300	(P)	\$16.01
05-11-01	2,600	(P)	\$15.90
05-14-01	1,300	(P)	\$15.87
05-16-01	1,300	(P)	\$15.92
05-17-01	1,300	(P)	\$15.92
05-21-01	6 <b>,</b> 500	(P)	\$16.01
05-23-01	200	(P)	\$16.00
05-24-01	7,800	(P)	\$16.02

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#### SCHEDULE B

### FARALLON CAPITAL INSTITUTIONAL PARTNERS, L.P. $% \left( 1,0\right) =\left( 1,0\right) +\left( 1,0$

\_\_\_\_\_

	NO. OF SHARES PURCHASED (P)	PRICE	
TRADE DATE	OR SOLD (S)	PER SHARE	
05-08-01	4,300 (P)	\$15.95	

05-09-01	8,100	(P)	\$16.02
05-10-01	11,100	(P)	\$16.01
05-11-01	2,300	(P)	\$15.90
05-14-01	1,100	(P)	\$15.87
05-16-01	1,100	(P)	\$15.92
05-17-01	1,100	(P)	\$15.92
05-21-01	5,300	(P)	\$16.01
05-23-01	100	(P)	\$16.00
05-24-01	6,300	(P)	\$16.02

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SCHEDULE C FARALLON CAPITAL INSTITUTIONAL PARTNERS II, L.P.

NO. OF SHARES PURCHASED (P) OR SOLD (S)		PRICE PER SHARE	
0.00	(7)	615 05	
	(P)	\$15.95	
1,400	(P)	\$16.02	
2,000	(P)	\$16.01	
400	(P)	\$15.90	
200	(P)	\$15.87	
200	(P)	\$15.92	
200	(P)	\$15.92	
800	(P)	\$16.01	
900	(P)	\$16.02	
	800 1,400 2,000 400 200 200 800	PURCHASED (P) OR SOLD (S)  800 (P) 1,400 (P) 2,000 (P) 400 (P) 200 (P) 200 (P) 200 (P) 800 (P)	

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SCHEDULE D

### FARALLON CAPITAL INSTITUTIONAL PARTNERS III, L.P.

PURCHASI	ED (P)	PRICE PER SHARE
800	(P)	\$15.95
1,400	(P)	\$16.02
2,000	(P)	\$16.01
400	(P)	\$15.90
200	(P)	\$15.87
200	(P)	\$15.92
200	(P)	\$15.92
1,000	(P)	\$16.01
1,200	(P)	\$16.02
	PURCHAS OR SOL 800 1,400 2,000 400 200 200 200 1,000	1,400 (P) 2,000 (P) 400 (P) 200 (P) 200 (P) 200 (P) 1,000 (P)

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#### SCHEDULE E

### TINICUM PARTNERS, L.P.

TRADE DATE	NO. OF SHARES PURCHASED (P) OR SOLD (S)		PRICE PER SHARE
05-08-01	200	(P)	\$15.95
05-09-01	400	(P)	\$16.02
05-10-01	500	(P)	\$16.01
05-11-01	100	(P)	\$15.90
05-14-01	100	(P)	\$15.87
05-16-01	100	(P)	\$15.92
05-17-01	100	(P)	\$15.92
05-21-01	300	(P)	\$16.01
05-24-01	300	(P)	\$16.02

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#### SCHEDULE F

#### FARALLON CAPITAL MANAGEMENT, L.L.C.

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	NO. OF SHARES PURCHASED (P) OR SOLD (S)		PRICE	
TRADE DATE			PER SHARE	
03-31-01	19,250	(P)	**	
05-08-01	7,800	(P)	\$15.95	
05-09-01	14,600	(P)	\$16.02	
05-10-01	20,000	(P)	\$16.01	
05-11-01	4,200	(P)	\$15.90	
05-14-01	2,100	(P)	\$15.87	
05-16-01	2,100	(P)	\$15.92	
05-17-01	2,100	(P)	\$15.92	
05-21-01	11,000	(P)	\$16.01	
05-23-01	200	(P)	\$16.00	
05-24-01	13,500	(P)	\$16.02	
03-31-01	19,250	(S)	**	

\*\* On March 31, 2001, one of the Managed Accounts transferred as a capital contribution 100% of its Shares to the Second Managed Account. The Second Managed Account issued to the transferring Managed Account equity in the Second Managed Account based on a per Share value of \$14.00 per Share.

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#### EXHIBIT INDEX

EXHIBIT 1 Joint Acquisition Statement Pursuant to Section 240.13d1(k)

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EXHIBIT 1 to SCHEDULE 13D

# JOINT ACQUISITION STATEMENT PURSUANT TO SECTION 240.13d-1(k)

The undersigned acknowledge and agree that the foregoing statement on Schedule 13D is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13D shall be filed on behalf of each of the undersigned without the necessity of filing additional joint acquisition statements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning him, her or it contained therein, but shall not be responsible for the completeness and accuracy of the information concerning the other entities or persons, except to the extent that he, she or it knows or has reason to believe that such information is inaccurate.

Dated: May 29, 2001

/s/ Thomas F. Steyer

FARALLON PARTNERS, L.L.C.,
on its own behalf and as General Partner of
FARALLON CAPITAL PARTNERS, L.P.,
FARALLON CAPITAL INSTITUTIONAL PARTNERS, L.P.,
FARALLON CAPITAL INSTITUTIONAL PARTNERS II, L.P.,
FARALLON CAPITAL INSTITUTIONAL PARTNERS III, L.P.,
And TINICUM PARTNERS, L.P.,
By Thomas F. Steyer,
Senior Managing Member

/s/ Thomas F. Steyer

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FARALLON CAPITAL MANAGEMENT, L.L.C., By Thomas F. Steyer, Senior Managing Member

/s/ Thomas F. Steyer

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Thomas F. Steyer, individually and as attorney-in-fact for each of Enrique H. Boilini, David I. Cohen, Joseph F. Downes, William F. Duhamel, Andrew B. Fremder, Richard B. Fried, Monica R. Landry William F. Mellin, Stephen L. Millham, Meridee A. Moore and Mark C. Wehrly.

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