FUDGE ANN M
Form 4
January 05, 2009

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB Number:	3235-0287
Expires:	January 31, 2005
Estimated average burden hours per response...	0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
FUDGE ANN M

(Last) (First) (Middle)

GENERAL ELECTRIC COMPANY, 3135 EASTON TURNPIKE

(Street)

FAIRFIELD, CT 06828

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
GENERAL ELECTRIC CO [GE]

3. Date of Earliest Transaction (Month/Day/Year)
01/02/2009

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director _____ 10% Owner
_____ Officer (give title below) _____ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number of Derivative	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities	8. Pric Deriva

Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)		Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(Month/Day/Year)		(Instr. 3 and 4)		Securi (Instr.
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Deferred Fee Phantom Stock Units (1)	(2)	01/02/2009		A		2,210		(3)	(3)	Common Stock	2,210	$ 16

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FUDGE ANN M GENERAL ELECTRIC COMPANY 3135 EASTON TURNPIKE FAIRFIELD, CT 06828	X			

Signatures

Eliza Fraser on behalf of Ann M. Fudge	01/05/2009
**Signature of Reporting Person	Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Acquired at a price of $16.97 per unit pursuant to the terms of the 2003 Non-Employee Director Compensation Plan. Payable beginning one year after termination of service as a director.

(2) Each unit of phantom stock is the economic equivalent of one share of common stock.

(3) Payable beginning one year after termination of service as a director.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number. ">(9,425

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Net loss	$ (193,885)	$ (408,312)	$ (430,685)	$ (805,219)

Explanation of Responses:

Per share data:

Basic loss

$

(0.04

)

$

(0.10

)

$

(0.10

)

$

(0.20

)

Explanation of Responses:

Diluted loss

$

(0.04

)

$

(0.10

)

$

(0.10

)

$

(0.20

)

Explanation of Responses:

Basic and diluted weighted average shares outstanding	4,443,184
	4,132,584
	4,437,076
	4,076,466

Explanation of Responses:

The accompanying notes are an integral part of these financial statements.

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Alliance HealthCard, Inc.

Statements of Cash Flows

	Six Months Ended March 31,	
	2003	2002
Cash flows from operating activities		
Net loss	$ (430,685)	$ (805,219)
Adjustments to reconcile net loss to net cash used in operating activities:		
Depreciation and amortization	12,315	6,707
Change in operating assets and liabilities:		
Accounts receivable	(265,670)	(430,566)
Prepaid expenses and other assets	119,136	6,467
Accounts payable	393,136	509,288
Accrued wages	(50,040)	13,589
Deferred revenue and other accrued expenses	(570,392)	365,346
Net cash used in operating activities	(792,200)	(334,388)
Cash flows from investing activities		
Purchase of equipment	(1,247)	(6,535)
Net cash used in investing activities	(1,247)	(6,535)
Cash flows from financing activities		
Repayments of short-term debt	(66,184)	
Sale of stock and other issuances	25,166	367,998
Repayments of capital lease obligations	(5,522)	(7,128)
Net cash (used in) provided by financing activities	(46,540)	360,870
Net (decrease) increase in cash	(839,987)	19,947
Cash at beginning of period	1,175,945	175,631
Cash at end of period	$ 335,958	$ 195,578

The accompanying notes are an integral part of these financial statements.

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Alliance HealthCard, Inc.

Notes to Financial Statements

March 31, 2003 and 2002

(Unaudited)

1. Description of the Business

Alliance HealthCard, Inc. (the Company) was organized on September 30, 1998 to provide comprehensive health-care services through provider networks at discounts to patients for services not covered by their health insurance. The Company was formed as a limited liability corporation and was reorganized into a Georgia corporation in February 1999.

2. Summary of Significant Accounting Policies

The accompanying financial statements are unaudited and have been prepared by management of the Company in accordance with the rules and regulations of the Securities and Exchange Commission. The unaudited financial information furnished herein in the opinion of management reflects all adjustments, which are of a normal recurring nature, that are necessary to fairly state the Company s financial position, the results of its operations and its cash flows. For further information refer to the financial statements and footnotes thereto included in the Company s Form 10-KSB for the year ended September 30, 2002. Footnote disclosures, which would substantially duplicate the disclosure contained in those documents, have been omitted.

Net loss per share is computed in accordance with SFAS No. 128 Earnings per Share. Basic and diluted net loss per share are the same in the three and six month periods ended March 31, 2003 and 2002 because the Company s potentially dilutive securities are anti-dilutive in such periods.

3. Sale of Unregistered Securities

The Company issued an Offering Memorandum on December 15, 2000, pursuant to the exemption set forth in Regulation D, Rule 506, for the sale of 333,333 Units of its securities at a price of $4.50 per Unit, with each Unit being comprised of three shares of Common Stock, $.001 par value plus one Warrant to purchase one share of Common Stock at $1.50 per share. As of September 30, 2002, the Company had sold a total of 346,378 Units of its Common Stock at $4.50 per Unit for an aggregate amount of $1,558,703.

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ITEM 2. MANAGEMENT S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

General

The Company was founded in September 1998 as a limited liability company and reorganized into a Georgia corporation in February 1999. The Company is not an insurance provider, but is a provider of an innovative membership organization that receives discounts on cash purchases of healthcare-related products and services from networks of providers. Alliance offers its programs to consumers who are underinsured, uninsured and to individuals who participate in employer sponsored health plans that provide primary health insurance, but do not provide insurance coverage for certain other healthcare-related services and products. The Company began sales of its membership cards in November 1999.

Results of Operations

Three Months Ended March 31, 2003 Compared to Three Months Ended March 31, 2002

Net revenues for the Company increased from $175,802 for the three months ended March 31, 2002 to $1,040,232 for the three months ended March 31, 2003. The increase in co-branded cards issued under the contract with CVS Pharmacy, Inc. accounted for 46% of the increase. The State Farm Mutual Automobile Insurance Company accounted for 50% of the increase. The Ascent Management, Inc. contract accounted for 11% of the increase but this increase was nearly offset by the decrease in Bankers Fidelity revenue resulting from a revenue accrual adjustment for the quarter ending December 31, 2002.

Gross profit increased $420,095 to $395,997 for the three months ended March 31, 2003 from a loss of $24,098 for the quarter ending March 31, 2002. The increase in gross profit was primarily attributable to an increase in net revenues from the CVS and State Farm contracts. This increase was partially offset by decreased gross profits from the Bankers Fidelity and Ascent Management contracts.

Marketing and sales expenses increased to $336,133 for the three months ended March 31, 2003 from $98,916 in the same prior year period primarily due to additional CVS co-branded cards issued. The additional cards resulted in increased royalty expenses pursuant to the CVS contract.

General and administrative expenses increased to $360,467 for the three months ended March 31, 2003 from $281,305 in the same prior year period. The increase of $79,162 was attributable to the following: (a) compensation expense of $77,636 for additional and existing personnel and (b) an increase of $1,526 for general office expenses including rent, telephone and other office expenses associated with the additional personnel.

Interest expense increased to $6,032 for the three months ended March 31, 2003 from $3,993 for the same prior year quarter due to an increase in the principal balance on the line of credit since March 2002.

The Company reported a net loss of $193,884 for the three months ended March 31, 2003 compared to a loss of $408,312 for the same prior year period. The decrease of $214,428 resulted from the increase in gross profits related to the CVS and State Farm contracts that were partially offset by the increase in marketing and sales, and general administrative expenses as discussed above.

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Six Months Ended Mach 31, 2003 Compared to Six Months Ended March 31, 2002

Net revenues for the Company increased $1,852,859 to $2,100,603 for the six months ended March 31, 2003. The increase in co-branded cards issued under the contract with CVS Pharmacy, Inc. accounted for 51% of the increase. The State Farm contract accounted for 43% of the increase. The contract with Ascent Management accounted for the remaining 6% of the increase.

Gross profit increased $1,080,341 to $952,451 for the six months ended March 31, 2003 from a loss of $127,890 for the same six-month period in the prior year. The increase in gross profit was primarily attributable to an increase in net revenues from the CVS and State Farm contracts offset slightly by lower gross profits from the Bankers Fidelity and Ascent Management contracts.

Marketing and sales expenses increased to $737,242 for the six months ended March 31, 2003 from $157,204 in the same prior year period primarily due to additional CVS co-branded cards. The additional cards resulted in increased royalty expenses pursuant to the CVS contract.

General and administrative expenses increased to $745,404 for the six months ended March 31, 2003 from $510,700 in the same prior year period. The increase of $234,704 was attributable to the following: (a) compensation expense of $201,559 for additional and existing personnel, and (b) an increase of $33,145 for general office expenses including rent, telephone and other office expenses associated with the additional personnel.

Other income increased $112,750 for the six months ended March 31, 2003 as a result of compensation received from CVS Pharmacy, Inc. representing payment of expenses incurred by the Company in 2002 associated with a direct mail campaign related to the CVS Pharmacy, Inc. contract.

Interest expense, net increased to $13,240 for the six months ended March 31, 2003, due to an increase in the principal balance on the line of credit since March 2002.

The Company reported a net loss of $430,685 for the six months ended March 31, 2003 compared to $805,219 for the same prior year period. The lower net loss resulted from the increase in gross profits related to the CVS and State Farm contracts that were partially offset by the increase in marketing and sales, and general administrative expenses as discussed above.

Liquidity and Capital Resources

The Company s operations used cash of $792,200 for the six months ended March 31, 2003 as a result of the following: a) a net loss of $430,685; b) an increase in accounts receivable of 265,670 with the CVS contract accounting for nearly the entire increase; and c) a decrease in other liabilities of $570,392 which was primarily the result of a decrease in deferred revenue of $541,682 related to the State Farm and CVS contracts. Membership fees are generally paid to the Company on a monthly or annual basis. Membership fees paid in advance on an annual basis are recognized monthly over the applicable twelve-month membership term.

The Company s net working capital decreased $387,039 to $(1,648,277) during the six months ended March 31, 2003 from $(1,261,238) at September 30, 2002. The decrease in working capital was primarily caused by a net loss of $430,685 for the six months ended March 31, 2003.

The Company s financing activities for the six months ended March 31, 2003 used cash of $46,540 primarily for the repayment of a promissory note issued on September 30, 2002.

On October 22, 2002 the Company extended its credit agreement with SunTrust Bank in Atlanta, Georgia. The agreement provides the Company with a $500,000 working capital facility secured by personal guaranties from certain officers and directors of the Company who received common stock options in exchange for their guaranties. The credit agreement matured on

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April 22, 2003 and bears an interest rate of 5.25% per annum**.** The principal balance plus accrued interest, remains unpaid as of May 15, 2003. The Company is in the process of securing a ninety-day extension on the credit agreement and is also actively pursuing an alternative working capital facility. The new working capital facility will continue to be used to provide on-going capital to fund the implementation of new contracts and general corporate operations. The Company s future liquidity and capital requirements will depend upon numerous factors, including the success of its product offerings and competing market developments. The Company intends to fund its ongoing development and operations through a combination of sales through the four existing contracts and potential new contracts. If the Company fails to successfully develop a market through the healthcare provider, institutional and retail distribution models, the Company may not be able to successfully implement its business plan to the fullest extent during the next twelve months.

The Company may be profitable in its fourth fiscal quarter of 2003 if additional new business is identified, closed and comes on stream on the planned dates and at the expected implementation costs. Alliance is still an emerging company and very sensitive to the timing of new business implementations and staying within their implementation budgets, especially accounts bringing a large number of new cardholders such as State Farm.

ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

The Company has no material exposure to market risk from derivatives or other financial instruments.

PART II. OTHER INFORMATION

Item 6. Exhibits and Reports on Form 8-K

(a) The Company did not file any reports on Form 8-K during the three months ended March 31, 2003.

Exhibits

Exhibit 99.1	Certification Pursuant to 18 U.S.C. Section 1350, as Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002
Exhibit 99.2	Certification Pursuant to 18 U.S.C. Section 1350, as Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Alliance HealthCard, Inc.

May 15, 2003

By: /s/ ROBERT D. GARCES

Robert D. Garces

Chairman and Chief Executive Officer

(Principal Executive Officer)

By: /s/ RITA MCKEOWN

May 15, 2003

Rita McKeown

Chief Financial Officer

(Principal Financial and Accounting Officer)

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CERTIFICATION

I, Robert D. Garces, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Alliance HealthCard, Inc.;

2. Based on my knowledge, this quarterly report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which they were made, not misleading with respect to the period covered by the quarterly report;

3. Based on my knowledge, the financial statements, and other financial information included in this quarterly report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this quarterly report;

4. I am responsible for establishing and maintaining disclosure controls and procedures for the registrant and I have:

   a) designed such disclosure controls and procedures to ensure that material information relating to the registrant is made known to me by others within these entities, particularly during the period in which this quarterly report is being prepared;

   b) evaluated the effectiveness of the registrant s disclosure controls and procedures as of a date within 90 days prior to the filing date of this quarterly report (the Evaluation Date); and

   c) presented in this quarterly report my conclusions about the effectiveness of the disclosure controls and procedures based on my evaluation as of the Evaluation Date;

5. I have disclosed, based on my most recent evaluation, to the registrant s auditors and audit committee of the registrant s board of directors:

   a) All significant deficiencies in the design or operation of the registrant s internal controls which should adversely affect the company s ability to record, process, summarize and report financial data and have identified for the registrant s auditors any material weaknesses in the internal controls; and

   b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant s internal controls; and

6. I have indicated in this quarterly report whether or not there were significant changes in internal controls or in other factors that could significantly affect internal controls subsequent to the date of my most recent evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses.

Date: May 15, 2003 By: /s/ Robert D. Garces

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CERTIFICATION

I, Rita W. McKeown, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Alliance HealthCard, Inc.;

2. Based on my knowledge, this quarterly report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which they were made, not misleading with respect to the period covered by the quarterly report;

3. Based on my knowledge, the financial statements, and other financial information included in this quarterly report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this quarterly report;

4. I am responsible for establishing and maintaining disclosure controls and procedures for the registrant and I have:

   a) designed such disclosure controls and procedures to ensure that material information relating to the registrant is made known to me by others within these entities, particularly during the period in which this quarterly report is being prepared;

   b) evaluated the effectiveness of the registrant s disclosure controls and procedures as of a date within 90 days prior to the filing date of this quarterly report (the Evaluation Date); and

   c) presented in this quarterly report my conclusions about the effectiveness of the disclosure controls and procedures based on my evaluation as of the Evaluation Date;

5. I have disclosed, based on my most recent evaluation, to the registrant s auditors and audit committee of the registrant s board of directors:

   a) All significant deficiencies in the design or operation of the registrant s internal controls which should adversely affect the company s ability to record, process, summarize and report financial data and have identified for the registrant s auditors any material weaknesses in the internal controls; and

   b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant s internal controls; and

6. I have indicated in this quarterly report whether or not there were significant changes in internal controls or in other factors that could significantly affect internal controls subsequent to the date of my most recent evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses.

Date: May 15, 2003 By: /s/ RITA W. MCKEOWN