
OMB APPROVAL

OMB Number: 3235-0145
Expires: December 31, 2005
Estimated average burden
hours per response. . . 11

SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

SCHEDULE 13G (Section 240.13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO SECTIONS 240.13d-1(b), (c) and(d) AND AMENDMENTS THERETO FILED PURSUANT TO SECTION 240.13d-2 (Amendment No)1
Korn Ferry International
(Name of Issuer)
Common Stock, par value \$0.01
(Title of Class of Securities)
500643200
(CUSIP Number)
December 31, 2002
(Date of Event which Requires Filing of this Statement)
Check the appropriate box to designate the rule pursuant to which this Schedule is filed:
Rule 13d-1(b) X Rule 13d-1(c) Rule 13d-1(d)
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 the disclosures provided in a prior cover page. The information required in 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).
Page 1 of 22 Pages
13G
======================================
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 aggregation of 2,137,500 Shares, which is 5.7% of the class securities. The reporting person on this cover pay however, is a beneficial owner only of the securities reported by it on this cover page.	of ge,
3	SEC USE	CONLY	
4	CITIZEN	ISHIP OR PLACE OF ORGANIZATION	
	Califor	nia 	
NUM	BER OF	5 SOLE VOTING POWER	
SH	IARES	-0-	===
BENEF	'ICIALLY	6 SHARED VOTING POWER	
OWN	ED BY	497,700 	===
E	ACH	7 SOLE DISPOSITIVE POWER	
REPO	RTING	-0-	===
PERS	ON WITH	8 SHARED DISPOSITIVE POWER	
		497,700 	
9		TE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	497,700		=====
10		F THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES I SHARES (See Instructions) []	
11	PERCENT	OF CLASS REPRESENTED BY AMOUNT IN ROW (9)	
	1.3 %		
12	TYPE OF	REPORTING PERSON (See Instructions)	=====
	PN		
	====		
		Page 2 of 22 Pages	
		126	
=========		13G	
CUSIP No. 5	======	· -	
	====		
1		OF REPORTING PERSONS IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)	
	Farallo	on Capital Institutional Partners, L.P.	
2	CHECK T	THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions	===== s)
		(a) []	
		(b) [X]**	
	**	The reporting persons making this filing hold an aggregation of 2,137,500 Shares, which is 5.7% of the class securities. The reporting person on this cover page however, is a beneficial owner only of the securities reported by it on this cover page.	of ge,
3	SEC USE	CONLY	
4	=== CITIZEN	SHIP OR PLACE OF ORGANIZATION	
	Califor	mia	
NUM	BER OF	5 SOLE VOTING POWER	

-0-

SHARES

BENEFI	CIALLY	6	SHARED VOTING POWER
OWNE	D BY		494,700
EA	СН	7	SOLE DISPOSITIVE POWER
REPOR	RTING		-0-
PERSO	N WITH	8	SHARED DISPOSITIVE POWER
			494,700
9	AGGREGATE A	AMOUNT BENEF	CICIALLY OWNED BY EACH REPORTING PERSON
	494,700		
		HE AGGREGATE ARES (See In	AMOUNT IN ROW (9) EXCLUDES structions) []
11			SENTED BY AMOUNT IN ROW (9)
	1.3 %		
12	TYPE OF REE	PORTING PERS	ON (See Instructions)
	PN		
	======		
		Pag	ge 3 of 22 Pages
		2 4 9	,
			13G
			136
SIP No. 50	10643200 ======		
		EPORTING PER	RSONS NO. OF ABOVE PERSONS (ENTITIES ONLY)
	I.R.S. IDEN	NTIFICATION	
	I.R.S. IDEN	NTIFICATION apital Insti	NO. OF ABOVE PERSONS (ENTITIES ONLY)
	I.R.S. IDEN	NTIFICATION apital Insti	NO. OF ABOVE PERSONS (ENTITIES ONLY) tutional Partners II, L.P.
	I.R.S. IDEN	NTIFICATION apital Insti	NO. OF ABOVE PERSONS (ENTITIES ONLY) tutional Partners II, L.P. BOX IF A MEMBER OF A GROUP (See Instructions) (a) []
	I.R.S. IDEN Farallon Ca CHECK THE A ** The of sec how	apital Insti APPROPRIATE reporting 2,137,500 curities. vever, is a	NO. OF ABOVE PERSONS (ENTITIES ONLY) tutional Partners II, L.P. BOX IF A MEMBER OF A GROUP (See Instructions)
2	I.R.S. IDEN Farallon Ca CHECK THE A ** The of sec how	apital Insti APPROPRIATE reporting 2,137,500 curities. vever, is a	NO. OF ABOVE PERSONS (ENTITIES ONLY) tutional Partners II, L.P. BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** persons making this filing hold an aggregate Shares, which is 5.7% of the class of The reporting person on this cover page, a beneficial owner only of the securities
3	I.R.S. IDEN Farallon Ca CHECK THE A ** The of sec how rep SEC USE ONI	apital Insti	NO. OF ABOVE PERSONS (ENTITIES ONLY) tutional Partners II, L.P. BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** persons making this filing hold an aggregate Shares, which is 5.7% of the class of The reporting person on this cover page, a beneficial owner only of the securities on this cover page.
3	T.R.S. IDEN Farallon Ca CHECK THE F ** The of sec how reg SEC USE ONI CITIZENSHIP	apital Insti	NO. OF ABOVE PERSONS (ENTITIES ONLY) tutional Partners II, L.P. BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** persons making this filing hold an aggregate Shares, which is 5.7% of the class of The reporting person on this cover page, a beneficial owner only of the securities
3	T.R.S. IDEN Farallon Ca CHECK THE # ** The of sec how rep SEC USE ONI CITIZENSHIE California	apital Insti	NO. OF ABOVE PERSONS (ENTITIES ONLY) tutional Partners II, L.P. BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** persons making this filing hold an aggregate Shares, which is 5.7% of the class of The reporting person on this cover page, a beneficial owner only of the securities on this cover page.
2 3 4 NUMB	T.R.S. IDEN Farallon Ca CHECK THE F ** The of sec hov rep SEC USE ONI CITIZENSHIF California SER OF	apital Insti	NO. OF ABOVE PERSONS (ENTITIES ONLY) tutional Partners II, L.P. BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** persons making this filing hold an aggregate Shares, which is 5.7% of the class of The reporting person on this cover page, beneficial owner only of the securities on this cover page.
2 3 4 NUMB	I.R.S. IDEN Farallon Ca CHECK THE F ** The of sec how rep SEC USE ONI CITIZENSHIE California ER OF RES	apital Insti	NO. OF ABOVE PERSONS (ENTITIES ONLY) tutional Partners II, L.P. BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** persons making this filing hold an aggregate Shares, which is 5.7% of the class of The reporting person on this cover page, a beneficial owner only of the securities on this cover page. DF ORGANIZATION SOLE VOTING POWER -0-
2 3 4 NUMB SHA BENEFI	TIR.S. IDEN Farallon Ca CHECK THE F ** The of sec how rep SEC USE ONI CITIZENSHIP California SER OF RES CIALLY	apital Insti	NO. OF ABOVE PERSONS (ENTITIES ONLY) tutional Partners II, L.P. BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** persons making this filing hold an aggregate Shares, which is 5.7% of the class of The reporting person on this cover page, a beneficial owner only of the securities on this cover page. OF ORGANIZATION SOLE VOTING POWER -0- SHARED VOTING POWER
2 3 4 NUMB SHA BENEFI	I.R.S. IDEN Farallon Ca CHECK THE F ** The of sec how rep SEC USE ONI CITIZENSHIE California ER OF RES	apital Insti	NO. OF ABOVE PERSONS (ENTITIES ONLY) tutional Partners II, L.P. BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** persons making this filing hold an aggregate Shares, which is 5.7% of the class of The reporting person on this cover page, a beneficial owner only of the securities on this cover page. DF ORGANIZATION SOLE VOTING POWER -0-
2 3 4 NUMB SHA BENEFI OWNE	TIR.S. IDEN Farallon Ca CHECK THE F ** The of sec how rep SEC USE ONI CITIZENSHIP California SER OF RES CIALLY	apital Insti	NO. OF ABOVE PERSONS (ENTITIES ONLY) tutional Partners II, L.P. BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** persons making this filing hold an aggregate Shares, which is 5.7% of the class of The reporting person on this cover page, a beneficial owner only of the securities on this cover page. OF ORGANIZATION SOLE VOTING POWER -0- SHARED VOTING POWER
2 3 4 NUMB SHA BENEFI OWNE	T.R.S. IDEN Farallon Ca CHECK THE A ** The of sec how rep SEC USE ONI CITIZENSHIP California ER OF RES CLIALLY CD BY CH	apital Insti	NO. OF ABOVE PERSONS (ENTITIES ONLY) tutional Partners II, L.P. BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** persons making this filing hold an aggregate Shares, which is 5.7% of the class of The reporting person on this cover page, a beneficial owner only of the securities on this cover page. DF ORGANIZATION SOLE VOTING POWER -0- SHARED VOTING POWER 92,500
2 NUMB SHA BENEFI OWNE EA REPOR	T.R.S. IDEN Farallon Ca CHECK THE A ** The of sec how rep SEC USE ONI CITIZENSHIP California ER OF RES CLIALLY CD BY CH	apital Insti	NO. OF ABOVE PERSONS (ENTITIES ONLY) tutional Partners II, L.P. BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** persons making this filing hold an aggregate Shares, which is 5.7% of the class of The reporting person on this cover page, beneficial owner only of the securities on this cover page. OF ORGANIZATION SOLE VOTING POWER 92,500 SOLE DISPOSITIVE POWER

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES

	CERTAIN SHA	RES (See In	nstructions)
11	PERCENT OF	======================================	ESENTED BY AMOUNT IN ROW (9)
11	0.2 %	CERTOD REFIXE	JOHN 15 BY THIOUN 11 NOW (5)
12		ODDING DEDG	ZON (Con Trat wasting)
12		ORTING PERS	ON (See Instructions)
	PN ======	=======	
		Pag	ge 4 of 22 Pages
	=======		13G
	500643200 =====		
1	NAMES OF RE		RSONS NO. OF ABOVE PERSONS (ENTITIES ONLY)
	Farallon Ca	pital Insti	itutional Partners III, L.P.
2	CHECK THE A	PPROPRIATE	BOX IF A MEMBER OF A GROUP (See Instructions)
			(a) []
			(b) [X]**
	of sec how	2,137,500 urities. ever, is a	persons making this filing hold an aggregate Shares, which is 5.7% 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 ONL	 Ү	
4	======= CITIZENSHIP	OR PLACE C	DF ORGANIZATION
	Delaware		
N	 UMBER OF	 5	SOLE VOTING POWER
	SHARES		-0-
	EFICIALLY	6	SHARED VOTING POWER
	WNED BY		99,300
Ü	EACH	 7	
RF.	PORTING		-0-
	RSON WITH	 8	
r E.	TOOM WITH	Ü	99,300
9	AGGREGATE A		
,	99,300		
10			E AMOUNT IN ROW (9) EXCLUDES
ΤO			nstructions)
11		CLASS REPRE	ESENTED BY AMOUNT IN ROW (9)
	0.3 % ======		
12	TYPE OF REP	ORTING PERS	SON (See Instructions)

PN

CUSIP No. 500643200

1		RTING PERSONS FICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)	
	Tinicum Partn		
		· 	
2	CHECK THE APP	ROPRIATE BOX IF A MEMBER OF A GROUP (See Instruc	ctions)
		(a) []	
		(b) [X]	**
	of 2 secur howev	eporting persons making this filing hold an ad ,137,500 Shares, which is 5.7% of the clities. The reporting person on this cover er, is a beneficial owner only of the sected by it on this cover page.	lass o r page
3	SEC USE ONLY		
4		R PLACE OF ORGANIZATION	======
	New York		
N	UMBER OF	5 SOLE VOTING POWER	
	SHARES	-0-	
BEN	EFICIALLY	6 SHARED VOTING POWER	
0	WNED BY	24,700	
	EACH	7 SOLE DISPOSITIVE POWER	
RE	PORTING	-0-	
PE	RSON WITH	8 SHARED DISPOSITIVE POWER	
		24,700	
9	AGGREGATE AMC	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	24,700		
10	EHERNIE	AGGREGATE AMOUNT IN ROW (9) EXCLUDES	
		S (See Instructions)	
11	ם בר האומים מע		
11		ASS REPRESENTED BY AMOUNT IN ROW (9)	
	0.1 %		
12	TYPE OF REPOR	TING PERSON (See Instructions)	
	PN ========		
		Page 6 of 22 Pages	
		13G	
	====== 500643200		
======	=======		
1	NAMES OF BESS	DMING DEDCOME	
1	NAMES OF REPORTATION I.R.S. IDENTI	RTING PERSONS FICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)	
	Farallon Capi	tal Management, L.L.C.	
		 ROPRIATE BOX IF A MEMBER OF A GROUP (See Instruc	

(a) []
(b) [X]**

	o: se he	he reporting persons making this filing hold an aggregate f 2,137,500 Shares, which is 5.7% of the class of ecurities. The reporting person on this cover page, owever, may be deemed a beneficial owner only of the ecurities reported by it on this cover page.
3	SEC USE O	NTA
4		IP OR PLACE OF ORGANIZATION
	Delaware	
	UMBER OF	5 SOLE VOTING POWER
	SHARES	-0-
	EFICIALLY	6 SHARED VOTING POWER
O	WNED BY	928,600
	EACH	7 SOLE DISPOSITIVE POWER
	PORTING	-0-
PE	RSON WITH	8 SHARED DISPOSITIVE POWER
		928,600
9		AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
	928,600	
10		THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES HARES (See Instructions) []
11	PERCENT O	F CLASS REPRESENTED BY AMOUNT IN ROW (9)
	2.5 %	
12	TYPE OF RI	EPORTING PERSON (See Instructions)
	IA, OO	
		Page 7 of 22 Pages
		13G
CUSIP No.	500643200	
1		REPORTING PERSONS ENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
	Farallon 1	Partners, L.L.C.
2	CHECK THE	APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)
		(a) []
		b) [X]**
	o: se he	he reporting persons making this filing hold an aggregate f 2,137,500 Shares, which is 5.7% of the class of ecurities. The reporting person on this cover page, owever, may be deemed a beneficial owner only of the ecurities reported by it on this cover page.
3	SEC USE O	
4	CITIZENSH	IP OR PLACE OF ORGANIZATION
	Delaware	
 N	UMBER OF	5 SOLE VOTING POWER

-0-

SHARES

BENE			1 200 000
OV	NED BY		1,208,900
	EACH	7	SOLE DISPOSITIVE POWER
REI	PORTING		-0-
PEI	RSON WITH	8	SHARED DISPOSITIVE POWER
			1,208,900
9	AGGREGATE	AMOUNT BENEE	FICIALLY OWNED BY EACH REPORTING PERSON
	1,208,900		
10	CERTAIN SH	ARES (See Ir	[]
11			ESENTED BY AMOUNT IN ROW (9)
	3.2 %		
12	TYPE OF RE	PORTING PERS	GON (See Instructions)
	00		
			13G
	========		
P No.	500643200		
		========	
1		EPORTING PER	RSONS NO. OF ABOVE PERSONS (ENTITIES ONLY)
1		NTIFICATION	
1	I.R.S. IDE	NTIFICATION ohen	
	I.R.S. IDE	NTIFICATION ohen	NO. OF ABOVE PERSONS (ENTITIES ONLY)
	I.R.S. IDE	NTIFICATION ohen	NO. OF ABOVE PERSONS (ENTITIES ONLY) BOX IF A MEMBER OF A GROUP (See Instructions)
	I.R.S. IDE David I. C CHECK THE ** Th of se ho	ohen APPROPRIATE e reporting 2,137,500 curities. wever, may	NO. OF ABOVE PERSONS (ENTITIES ONLY) BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** persons making this filing hold an aggregat. Shares, which is 5.7% of the class of the reporting person on this cover page.
	I.R.S. IDE David I. C CHECK THE ** Th of se ho	ohen e reporting 2,137,500 curities. wever, may curities reporting	NO. OF ABOVE PERSONS (ENTITIES ONLY) BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** persons making this filing hold an aggregat. Shares, which is 5.7% of the class of the reporting person on this cover page be deemed a beneficial owner only of the control of the cover page.
2	I.R.S. IDE David I. C CHECK THE ** Th of se ho	ohen e reporting 2,137,500 curities. wever, may curities reporting	NO. OF ABOVE PERSONS (ENTITIES ONLY) BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** persons making this filing hold an aggregat. Shares, which is 5.7% of the class of the reporting person on this cover page be deemed a beneficial owner only of the control of the cover page.
2	I.R.S. IDE David I. C CHECK THE ** Th of se ho se SEC USE ON	e reporting 2,137,500 curities. wever, may curities reporting	NO. OF ABOVE PERSONS (ENTITIES ONLY) BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** persons making this filing hold an aggregat. Shares, which is 5.7% of the class of the reporting person on this cover page be deemed a beneficial owner only of the control of the cover page.
3	I.R.S. IDE David I. C CHECK THE ** Th of se ho se SEC USE ON	e reporting 2,137,500 curities. wever, may curities reporting LY P OR PLACE O	NO. OF ABOVE PERSONS (ENTITIES ONLY) BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** persons making this filing hold an aggregate Shares, which is 5.7% of the class of the reporting person on this cover page be deemed a beneficial owner only of the corted by it on this cover page.
3	I.R.S. IDE David I. C CHECK THE ** Th of se ho se SEC USE ON CITIZENSHI	e reporting 2,137,500 curities. wever, may curities reporting LY P OR PLACE O	NO. OF ABOVE PERSONS (ENTITIES ONLY) BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** persons making this filing hold an aggregate Shares, which is 5.7% of the class of the reporting person on this cover page be deemed a beneficial owner only of the corted by it on this cover page.
2 3 4	I.R.S. IDE David I. C CHECK THE ** Th of se ho se CITIZENSHI United Sta	ohen e reporting 2,137,500 curities. wever, may curities reporting reporting curities.	NO. OF ABOVE PERSONS (ENTITIES ONLY) BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** persons making this filing hold an aggregat. Shares, which is 5.7% of the class of the reporting person on this cover page be deemed a beneficial owner only of the corted by it on this cover page.
2 3 4	I.R.S. IDE David I. C CHECK THE ** Th of se ho se CITIZENSHI United Sta	ohen e reporting 2,137,500 curities. wever, may curities reporting reporting curities.	NO. OF ABOVE PERSONS (ENTITIES ONLY) BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** persons making this filling hold an aggregate Shares, which is 5.7% of the class of the reporting person on this cover page be deemed a beneficial owner only of the corted by it on this cover page. OF ORGANIZATION SOLE VOTING POWER
3 4 NU S BENIE	I.R.S. IDE David I. C CHECK THE ** Th of se ho se SEC USE ON CITIZENSHI United Sta JMBER OF SHARES	e reporting 2,137,500 curities. wever, may curities reporting LY P OR PLACE (NO. OF ABOVE PERSONS (ENTITIES ONLY) BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** persons making this filing hold an aggregate Shares, which is 5.7% of the class of the reporting person on this cover page be deemed a beneficial owner only of the corted by it on this cover page. OF ORGANIZATION SOLE VOTING POWER -0-
3 4 NU S BENIE	I.R.S. IDE David I. C CHECK THE ** Th of se ho se CITIZENSHI United Sta JMBER OF SHARES EFICIALLY	e reporting 2,137,500 curities. wever, may curities reporting LY P OR PLACE (NO. OF ABOVE PERSONS (ENTITIES ONLY) BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X] ** persons making this filing hold an aggregate Shares, which is 5.7% of the class of the reporting person on this cover page be deemed a beneficial owner only of the corted by it on this cover page. DF ORGANIZATION SOLE VOTING POWER -0- SHARED VOTING POWER
2 3 4 NU S BENI	I.R.S. IDE David I. C CHECK THE ** Th of se ho se CITIZENSHI United Sta JMBER OF SHARES EFICIALLY WNED BY	e reporting 2,137,500 curities. wever, may curities reporting E P OR PLACE Cotes 6	NO. OF ABOVE PERSONS (ENTITIES ONLY) BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** persons making this filling hold an aggregate shares, which is 5.7% of the class of the reporting person on this cover page be deemed a beneficial owner only of the corted by it on this cover page. OF ORGANIZATION SOLE VOTING POWER -0- SHARED VOTING POWER 2,137,500
2 3 4 NU S BENIE OV	I.R.S. IDE David I. C CHECK THE ** Th of se SEC USE ON CITIZENSHI United Sta JMBER OF SHARES EFICIALLY WNED BY EACH	e reporting 2,137,500 curities. wever, may curities reporting E P OR PLACE Cotes 6	NO. OF ABOVE PERSONS (ENTITIES ONLY) BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** persons making this filling hold an aggregate shares, which is 5.7% of the class of the reporting person on this cover page be deemed a beneficial owner only of the corted by it on this cover page. OF ORGANIZATION SOLE VOTING POWER -0- SHARED VOTING POWER 2,137,500 SOLE DISPOSITIVE POWER
2 3 4 NU S BENIE OV	I.R.S. IDE David I. C CHECK THE ** Th of se SEC USE ON CITIZENSHI United Sta JMBER OF SHARES EFICIALLY NNED BY EACH PORTING	e reporting 2,137,500 curities. wever, may curities reporting LY P OR PLACE (tes 5	NO. OF ABOVE PERSONS (ENTITIES ONLY) BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** persons making this filing hold an aggregate Shares, which is 5.7% of the class of the reporting person on this cover page be deemed a beneficial owner only of the corted by it on this cover page. OF ORGANIZATION SOLE VOTING POWER -0- SHARED VOTING POWER 2,137,500 SOLE DISPOSITIVE POWER -0-
2 3 4 NU S BENIE OV	I.R.S. IDE David I. C CHECK THE ** Th of se ho se CITIZENSHI United Sta JMBER OF SHARES EFICIALLY WNED BY EACH PORTING RSON WITH	ohen e reporting 2,137,500 curities wever, may curities reportine ELY P OR PLACE Company 6 7 8	NO. OF ABOVE PERSONS (ENTITIES ONLY) BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** persons making this filling hold an aggregate Shares, which is 5.7% 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. DF ORGANIZATION SOLE VOTING POWER 2,137,500 SOLE DISPOSITIVE POWER -0- SHARED DISPOSITIVE POWER

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES

			[]
11	PERCENT OF	======= CLASS REPRE	SENTED BY AMOUNT IN ROW (9)
	5.7%		
12	TYPE OF REP	======= ORTING PERS	GON (See Instructions)
	IN		
		Pag	ge 9 of 22 Pages
			13G
====== SIP No.	500643200		
	=======		
1	NAMES OF RE		
			NO. OF ABOVE PERSONS (ENTITIES ONLY)
	Joseph F. D	ownes =======	
2	CHECK THE A	PPROPRIATE	BOX IF A MEMBER OF A GROUP (See Instructions
			(a) []
			(b) [X]**
	sec how sec	urities. ever, may urities rep ======	Shares, which is 5.7% of the class of the reporting person on this cover page be deemed a beneficial owner only of the corted by it on this cover page.
3	sec how	urities. ever, may urities rep ======	The reporting person on this cover pagbe deemed a beneficial owner only of the contract of th
3	sec how sec SEC USE ONL	urities. ever, may urities rep ====================================	The reporting person on this cover pagbe deemed a beneficial owner only of the contract of th
	sec how sec SEC USE ONL	urities. ever, may urities rep ====================================	The reporting person on this cover page be deemed a beneficial owner only of the corted by it on this cover page.
4	sec how sec SEC USE ONL	urities. ever, may urities rep ====================================	The reporting person on this cover page be deemed a beneficial owner only of the corted by it on this cover page.
4 NU	sec how sec SEC USE ONL CITIZENSHIP United Stat	urities. ever, may urities rep ======== Y OR PLACE O	The reporting person on this cover pagbe deemed a beneficial owner only of the corted by it on this cover page.
4 	SEC USE ONL CITIZENSHIP United Stat	urities. ever, may urities rep ======== Y OR PLACE O	The reporting person on this cover page be deemed a beneficial owner only of the ported by it on this cover page. OF ORGANIZATION SOLE VOTING POWER
4 NU S BENI	sec how sec SEC USE ONL CITIZENSHIP United Stat UMBER OF SHARES	urities. ever, may urities rep ====================================	The reporting person on this cover page be deemed a beneficial owner only of the corted by it on this cover page. OF ORGANIZATION SOLE VOTING POWER -0-
4 NU S BENI	sec how sec sec USE ONL CITIZENSHIP United Stat UMBER OF SHARES EFICIALLY	urities. ever, may urities rep ====================================	The reporting person on this cover page be deemed a beneficial owner only of the corted by it on this cover page. OF ORGANIZATION SOLE VOTING POWER -0- SHARED VOTING POWER
4 NU S BENI	sec how sec SEC USE ONL CITIZENSHIP United Stat UMBER OF SHARES EFICIALLY	urities. ever, may urities rep ====================================	The reporting person on this cover pagbe deemed a beneficial owner only of the corted by it on this cover page. OF ORGANIZATION SOLE VOTING POWER -0- SHARED VOTING POWER 2,137,500
4 NU S BENI OU I	Sec how sec SEC USE ONL CITIZENSHIP United Stat UMBER OF SHARES EFICIALLY WNED BY EACH	urities. ever, may urities rep ====================================	The reporting person on this cover page be deemed a beneficial owner only of the ported by it on this cover page. DEFORGANIZATION SOLE VOTING POWER -0- SHARED VOTING POWER 2,137,500 SOLE DISPOSITIVE POWER
4 NU S BENI OU I	sec how sec sec how sec sec USE ONL CITIZENSHIP United Stat UMBER OF SHARES EFICIALLY WINED BY EACH PORTING	urities. ever, may urities rep ====================================	The reporting person on this cover page be deemed a beneficial owner only of the ported by it on this cover page. OF ORGANIZATION SOLE VOTING POWER -0- SHARED VOTING POWER 2,137,500 SOLE DISPOSITIVE POWER -0-
4 NU S BENI OU I	Sec how sec sec how sec sec USE ONL CITIZENSHIP United Stat UMBER OF SHARES EFICIALLY WNED BY EACH PORTING RSON WITH	urities. ever, may urities rep ====================================	The reporting person on this cover page be deemed a beneficial owner only of the corted by it on this cover page. OF ORGANIZATION SOLE VOTING POWER -0- SHARED VOTING POWER 2,137,500 SOLE DISPOSITIVE POWER -0- SHARED DISPOSITIVE POWER
4 NU S BENI OU I REI	Sec how sec sec how sec sec USE ONL CITIZENSHIP United Stat UMBER OF SHARES EFICIALLY WNED BY EACH PORTING RSON WITH	urities. ever, may urities rep ====================================	The reporting person on this cover page be deemed a beneficial owner only of the corted by it on this cover page. OF ORGANIZATION SOLE VOTING POWER -0- SHARED VOTING POWER 2,137,500 SOLE DISPOSITIVE POWER -0- SHARED DISPOSITIVE POWER 2,137,500
4 NU S BENI OU I REI	Sec how sec sec how sec sec use only sec of the sec of	urities. ever, may urities rep ====================================	The reporting person on this cover page be deemed a beneficial owner only of the corted by it on this cover page. OF ORGANIZATION SOLE VOTING POWER -0- SHARED VOTING POWER 2,137,500 SOLE DISPOSITIVE POWER -0- SHARED DISPOSITIVE POWER 2,137,500
4 NU SENIE OU FEI	Sec how sec sec how sec sec use onlaw sec of the sec of	urities. ever, may urities rep ====================================	The reporting person on this cover page be deemed a beneficial owner only of the corted by it on this cover page. OF ORGANIZATION SOLE VOTING POWER -0- SHARED VOTING POWER 2,137,500 SOLE DISPOSITIVE POWER 2,137,500 SHARED DISPOSITIVE POWER 2,137,500 FICIALLY OWNED BY EACH REPORTING PERSON
4 NU SENIE OU FEI	Sec how sec Sec USE ONL CITIZENSHIP United Stat UMBER OF SHARES EFICIALLY WNED BY EACH PORTING RSON WITH AGGREGATE A 2,137,500 CHECK IF TH CERTAIN SHA	urities. ever, may urities rep	The reporting person on this cover page be deemed a beneficial owner only of the corted by it on this cover page. OF ORGANIZATION SOLE VOTING POWER -0- SHARED VOTING POWER 2,137,500 SOLE DISPOSITIVE POWER -0- SHARED DISPOSITIVE POWER 2,137,500 FICIALLY OWNED BY EACH REPORTING PERSON AMOUNT IN ROW (9) EXCLUDES Instructions)
4 NU S BENI OV I REI PEI	Sec how sec Sec USE ONL CITIZENSHIP United Stat UMBER OF SHARES EFICIALLY WNED BY EACH PORTING RSON WITH AGGREGATE A 2,137,500 CHECK IF TH CERTAIN SHA	urities. ever, may urities rep	The reporting person on this cover page be deemed a beneficial owner only of the corted by it on this cover page. OF ORGANIZATION SOLE VOTING POWER -0- SHARED VOTING POWER 2,137,500 SOLE DISPOSITIVE POWER -0- SHARED DISPOSITIVE POWER 2,137,500 FICIALLY OWNED BY EACH REPORTING PERSON E AMOUNT IN ROW (9) EXCLUDES ASTRUCTIONS) []

IN

CUSIP No. 500643200

1		REPORTING PER DENTIFICATION	RSONS NO. OF ABOVE PERSONS (ENTITIES ONLY)
	William	F. Duhamel	
2	CHECK TH	E APPROPRIATE	BOX IF A MEMBER OF A GROUP (See Instructions)
			(a) []
			(b) [X]**
		of 2,137,500 securities.	persons making this filing hold an aggregate Shares, which is 5.7% 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.
3	SEC USE	ONLY	
4	CITIZENS	HIP OR PLACE (DF ORGANIZATION
	United S	tates	
N	UMBER OF	5	SOLE VOTING POWER
	SHARES		-0-
BEN	EFICIALLY	6	SHARED VOTING POWER
0	WNED BY		2,137,500
	EACH	7	SOLE DISPOSITIVE POWER
RE	PORTING		-0-
PE	RSON WITH	8	SHARED DISPOSITIVE POWER
			2,137,500
9	AGGREGAT:	E AMOUNT BENEI	FICIALLY OWNED BY EACH REPORTING PERSON
	2,137,50	0	
10		THE AGGREGATI	E AMOUNT IN ROW (9) EXCLUDES Instructions)
 11	PERCENT	======== DF CLASS REPRI	ESENTED BY AMOUNT IN ROW (9)
•	5.7%		
 12		======================================	SON (See Instructions)
=	IN		
		Page	e 11 of 22 Pages
		raye	
			120
	=======================================		13G
>1P NO.	500643200		
1		REPORTING PER	RSONS NO. OF ABOVE PERSONS (ENTITIES ONLY)
	Richard	3. Fried	
 2			BOX IF A MEMBER OF A GROUP (See Instructions)

(a) []
(b) [X]**

	**	The reporting persons making this filing hold an aggregate of 2,137,500 Shares, which is 5.7% 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	CITIZEN	SHIP OR PLACE OF ORGANIZATION
	United	States
NUM	BER OF	5 SOLE VOTING POWER
S	HARES	-0-
BENE	FICIALLY	6 SHARED VOTING POWER
OW	NED BY	2,137,500
Ī	EACH	7 SOLE DISPOSITIVE POWER
REP	ORTING	-0-
PER	SON WITH	8 SHARED DISPOSITIVE POWER
		2,137,500
9	AGGREGA	TE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
	2,137,5	00
10		F THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES SHARES (See Instructions) []
11	PERCENT	OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
12	TYPE OF	REPORTING PERSON (See Instructions)
	IN ====	
		Page 12 of 22 Pages
		13G
CUSIP No.	500643200	
1		F REPORTING PERSONS IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
	Monica	R. Landry
2	CHECK T	HE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)
		(a) []
		b) [X]**
	**	The reporting persons making this filing hold an aggregate of 2,137,500 Shares, which is 5.7% 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	ETIZEN	SHIP OR PLACE OF ORGANIZATION
	United	States
NUI	MBER OF	5 SOLE VOTING POWER

-0-

SHARES

BENE	NIDD DI		0 107 500
	NED BY		2,137,500
	EACH	7	SOLE DISPOSITIVE POWER
REP	PORTING		_0_
PER	RSON WITH	8	SHARED DISPOSITIVE POWER
			2,137,500
9	AGGREGAT	E AMOUNT BENE	FICIALLY OWNED BY EACH REPORTING PERSON
	2,137,50	0 =======	
10	CERTAIN	SHARES (See I	[]
11			ESENTED BY AMOUNT IN ROW (9)
	5.7%		
12	TYPE OF	======= REPORTING PER	SON (See Instructions)
	IN		
			13G
	500643200		
=====			
1		======= REPORTING PE DENTIFICATION	RSONS (ENTITIES ONLY)
1	I.R.S. I		
1	I.R.S. I William	DENTIFICATION F. Mellin	
	I.R.S. I William	DENTIFICATION F. Mellin	NO. OF ABOVE PERSONS (ENTITIES ONLY)
	I.R.S. I William	DENTIFICATION F. Mellin	NO. OF ABOVE PERSONS (ENTITIES ONLY) BOX IF A MEMBER OF A GROUP (See Instructions)
	I.R.S. I William CHECK TH	DENTIFICATION F. Mellin E APPROPRIATE The reporting of 2,137,500 securities. however, may	NO. OF ABOVE PERSONS (ENTITIES ONLY) BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** persons making this filing hold an aggregat Shares, which is 5.7% of the class of The reporting person on this cover page
	I.R.S. I William CHECK TH	DENTIFICATION F. Mellin E APPROPRIATE The reporting of 2,137,500 securities. however, may securities re	(a) [] (b) [X]** The persons making this filing hold an aggregate Shares, which is 5.7% of the class of the reporting person on this cover page to be deemed a beneficial owner only of the control of the country of the class of the reporting person on this cover page to be deemed a beneficial owner only of the country of the class of the reporting person on this cover page to be deemed a beneficial owner only of the class of the reporting person on this cover page to be deemed a beneficial owner only of the class of the reporting person on this cover page to be deemed a beneficial owner only of the class of the class of the reporting person on this cover page to be deemed a beneficial owner only of the class of the clas
2	I.R.S. I William CHECK TH	DENTIFICATION F. Mellin E APPROPRIATE The reporting of 2,137,500 securities. however, may securities re	(a) [] (b) [X]** The persons making this filing hold an aggregate Shares, which is 5.7% of the class of the reporting person on this cover page to be deemed a beneficial owner only of the control of the country of the class of the reporting person on this cover page to be deemed a beneficial owner only of the country of the class of the reporting person on this cover page to be deemed a beneficial owner only of the class of the reporting person on this cover page to be deemed a beneficial owner only of the class of the reporting person on this cover page to be deemed a beneficial owner only of the class of the class of the reporting person on this cover page to be deemed a beneficial owner only of the class of the clas
2	I.R.S. I William CHECK TH	DENTIFICATION F. Mellin E APPROPRIATE The reporting of 2,137,500 securities. however, may securities re ONLY	(a) [] (b) [X]** The persons making this filing hold an aggregate Shares, which is 5.7% of the class of the reporting person on this cover page to be deemed a beneficial owner only of the control of the country of the class of the reporting person on this cover page to be deemed a beneficial owner only of the country of the class of the reporting person on this cover page to be deemed a beneficial owner only of the class of the reporting person on this cover page to be deemed a beneficial owner only of the class of the reporting person on this cover page to be deemed a beneficial owner only of the class of the class of the reporting person on this cover page to be deemed a beneficial owner only of the class of the clas
2	I.R.S. I William CHECK TH	DENTIFICATION F. Mellin E APPROPRIATE The reporting of 2,137,500 securities. however, may securities re ONLY HIP OR PLACE	NO. OF ABOVE PERSONS (ENTITIES ONLY) BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** persons making this filing hold an aggregat Shares, which is 5.7% 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.
3	I.R.S. I William CHECK TH ** SEC USE CITIZENS	DENTIFICATION F. Mellin E APPROPRIATE The reporting of 2,137,500 securities. however, may securities re ONLY HIP OR PLACE	NO. OF ABOVE PERSONS (ENTITIES ONLY) BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** persons making this filing hold an aggregat Shares, which is 5.7% 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.
2 3 4 NU	I.R.S. I William CHECK TH ** SEC USE CITIZENS United S	DENTIFICATION F. Mellin E APPROPRIATE The reporting of 2,137,500 securities. however, may securities re	NO. OF ABOVE PERSONS (ENTITIES ONLY) BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** persons making this filing hold an aggregat Shares, which is 5.7% 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. OF ORGANIZATION
2 2 3 3 4 NU S	I.R.S. I William CHECK TH ** SEC USE CITIZENS United S	DENTIFICATION F. Mellin E APPROPRIATE The reporting of 2,137,500 securities. however, may securities re	MO. OF ABOVE PERSONS (ENTITIES ONLY) BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** persons making this filing hold an aggregate shares, which is 5.7% 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. OF ORGANIZATION SOLE VOTING POWER
2 34 NU S BENE	I.R.S. I William CHECK TH ** SEC USE CITIZENS United S United S UNBER OF	DENTIFICATION F. Mellin E. APPROPRIATE The reporting of 2,137,500 securities. however, may securities re	NO. OF ABOVE PERSONS (ENTITIES ONLY) BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** persons making this filing hold an aggregate shares, which is 5.7% 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. OF ORGANIZATION SOLE VOTING POWER -0-
2 3 NU S BENE	I.R.S. I William CHECK TH ** SEC USE CITIZENS United S JMBER OF SHARES EFICIALLY	DENTIFICATION F. Mellin E. APPROPRIATE The reporting of 2,137,500 securities. however, may securities re	NO. OF ABOVE PERSONS (ENTITIES ONLY) BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** persons making this filing hold an aggregate Shares, which is 5.7% 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. OF ORGANIZATION SOLE VOTING POWER -0- SHARED VOTING POWER
2 3 4 NU S BENE	I.R.S. I William CHECK TH ** SEC USE CITIZENS United S United S CHARES CHARES CFICIALLY WED BY	DENTIFICATION F. Mellin E. APPROPRIATE The reporting of 2,137,500 securities. however, may securities re ONLY HIP OR PLACE tates 6	NO. OF ABOVE PERSONS (ENTITIES ONLY) BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** persons making this filing hold an aggregat. Shares, which is 5.7% 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. OF ORGANIZATION SOLE VOTING POWER -0- SHARED VOTING POWER 2,137,500
2 3 4 NU S BENE OW	I.R.S. I William CHECK TH ** SEC USE CITIZENS United S United S SHARES EFICIALLY UNED BY EACH	DENTIFICATION F. Mellin E. APPROPRIATE The reporting of 2,137,500 securities. however, may securities re ONLY HIP OR PLACE tates 6	NO. OF ABOVE PERSONS (ENTITIES ONLY) (a) [] (b) [X]** (persons making this filing hold an aggregate shares, which is 5.7% 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. OF ORGANIZATION SOLE VOTING POWER 2,137,500 SOLE DISPOSITIVE POWER
2 3 4 NU S BENE OW	I.R.S. I William CHECK TH ** SEC USE CITIZENS United S United S United S UNITED SHARES GFICIALLY WNED BY EACH PORTING	DENTIFICATION F. Mellin E. APPROPRIATE The reporting of 2,137,500 securities. however, may securities re ONLY HIP OR PLACE tates 5	NO. OF ABOVE PERSONS (ENTITIES ONLY) (a) [] (b) [X]** persons making this filing hold an aggregate shares, which is 5.7% 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. OF ORGANIZATION SOLE VOTING POWER -0- SHARED VOTING POWER 2,137,500 SOLE DISPOSITIVE POWER -0-
2 3 4 NU S BENE OW	I.R.S. I William CHECK TH ** SEC USE CITIZENS United S United S HARES EFICIALLY WNED BY EACH PORTING RSON WITH	DENTIFICATION F. Mellin E. APPROPRIATE The reporting of 2,137,500 securities. however, may securities re ONLY HIP OR PLACE tates 6 7	NO. OF ABOVE PERSONS (ENTITIES ONLY) (a) [] (b) [X]** persons making this filing hold an aggregate Shares, which is 5.7% 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. OF ORGANIZATION SOLE VOTING POWER 2,137,500 SOLE DISPOSITIVE POWER -0- SHARED DISPOSITIVE POWER

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES

			[]
11	PERCENT OF	======= CLASS REPRE	ESENTED BY AMOUNT IN ROW (9)
	5.7%		
12	TYPE OF REP	======= ORTING PERS	SON (See Instructions)
	IN		
	=======	=======	
		Page	e 14 of 22 Pages
	=======		13G
IP No.	500643200		
1	NAMES OF RE		RSONS NO. OF ABOVE PERSONS (ENTITIES ONLY)
	Stephen L.		NO. OF ABOVE PERSONS (ENTITIES ONE)
2			BOX IF A MEMBER OF A GROUP (See Instructions)
2	CHECK THE A	TINOTRIALE	(a) []
			(b) [X]**
	** The		persons making this filing hold an aggregat
	o.f	2 137 500	Sharpe which is 5.7% of the class of
	sec how sec	urities. ever, may urities rep =======	Shares, which is 5.7% 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.
3	sec how	urities. ever, may urities rep =======	The reporting person on this cover page be deemed a beneficial owner only of the contract of
3 4	sec how sec SEC USE ONL	urities. ever, may urities rep ====================================	The reporting person on this cover page be deemed a beneficial owner only of the contract of
	sec how sec SEC USE ONL	urities. ever, may urities rep ====================================	The reporting person on this cover page be deemed a beneficial owner only of the corted by it on this cover page.
4	sec how sec SEC USE ONL	urities. ever, may urities rep ====================================	The reporting person on this cover page be deemed a beneficial owner only of the corted by it on this cover page.
4 N	sec how sec SEC USE ONL CITIZENSHIP United Stat	urities. ever, may urities rep ====================================	The reporting person on this cover page be deemed a beneficial owner only of the ported by it on this cover page. OF ORGANIZATION
4 	SEC USE ONL CITIZENSHIP United Stat UMBER OF	urities. ever, may urities rep ====================================	The reporting person on this cover page be deemed a beneficial owner only of the corted by it on this cover page. OF ORGANIZATION SOLE VOTING POWER
4 N BEN	sec how sec SEC USE ONL CITIZENSHIP United Stat UMBER OF SHARES	urities. ever, may urities rep Y OR PLACE C es 5	The reporting person on this cover page be deemed a beneficial owner only of the corted by it on this cover page. OF ORGANIZATION SOLE VOTING POWER -0-
4 N BEN	sec how sec SEC USE ONL CITIZENSHIP United Stat UMBER OF SHARES EFICIALLY	urities. ever, may urities rep Y OR PLACE C es 5	The reporting person on this cover page be deemed a beneficial owner only of the corted by it on this cover page. OF ORGANIZATION SOLE VOTING POWER -0- SHARED VOTING POWER
4 N	sec how sec SEC USE ONL CITIZENSHIP United Stat UMBER OF SHARES EFICIALLY WNED BY	urities. ever, may urities rep ====================================	The reporting person on this cover page be deemed a beneficial owner only of the ported by it on this cover page. OF ORGANIZATION SOLE VOTING POWER -0- SHARED VOTING POWER 2,137,500
4 N BEN O	sec how sec SEC USE ONL CITIZENSHIP United Stat UMBER OF SHARES EFICIALLY WNED BY EACH	urities. ever, may urities rep ====================================	The reporting person on this cover page be deemed a beneficial owner only of the ported by it on this cover page. DF ORGANIZATION SOLE VOTING POWER -0- SHARED VOTING POWER 2,137,500 SOLE DISPOSITIVE POWER
4 N BEN O	sec how sec sec how sec sec USE ONL CITIZENSHIP United Stat UMBER OF SHARES EFICIALLY WNED BY EACH PORTING	urities. ever, may urities rep ====================================	The reporting person on this cover page be deemed a beneficial owner only of the corted by it on this cover page. OF ORGANIZATION SOLE VOTING POWER -0- SHARED VOTING POWER 2,137,500 SOLE DISPOSITIVE POWER -0-
4 N BEN O	sec how sec sec how sec sec use onless of contract the sec of shares second with sec of second with second wi	urities. ever, may urities rep ====================================	The reporting person on this cover page be deemed a beneficial owner only of the borted by it on this cover page. OF ORGANIZATION SOLE VOTING POWER -0- SHARED VOTING POWER 2,137,500 SOLE DISPOSITIVE POWER -0- SHARED DISPOSITIVE POWER
4 N BEN O RE	sec how sec sec how sec sec use onless of contract the sec of shares second with sec of second with second wi	urities. ever, may urities rep ====================================	The reporting person on this cover page be deemed a beneficial owner only of the corted by it on this cover page. OF ORGANIZATION SOLE VOTING POWER -0- SHARED VOTING POWER 2,137,500 SOLE DISPOSITIVE POWER -0- SHARED DISPOSITIVE POWER 2,137,500
4 N BEN O RE	Sec how sec sec how sec sec USE ONL CITIZENSHIP United Stat UMBER OF SHARES EFICIALLY WNED BY EACH PORTING RSON WITH AGGREGATE AT 2,137,500	urities. ever, may urities rep ====================================	The reporting person on this cover page be deemed a beneficial owner only of the corted by it on this cover page. OF ORGANIZATION SOLE VOTING POWER -0- SHARED VOTING POWER 2,137,500 SOLE DISPOSITIVE POWER -0- SHARED DISPOSITIVE POWER 2,137,500
4 N BEN O RE PE	Sec how sec sec how sec sec use onlaw sec of the sec of	urities. ever, may urities rep ====================================	The reporting person on this cover page be deemed a beneficial owner only of the corted by it on this cover page. OF ORGANIZATION SOLE VOTING POWER -0- SHARED VOTING POWER 2,137,500 SOLE DISPOSITIVE POWER -0- SHARED DISPOSITIVE POWER 2,137,500 FICIALLY OWNED BY EACH REPORTING PERSON
4 N BEN O RE PE	SEC how sec how sec sec use onless of the sec of the se	urities. ever, may urities rep OR PLACE C es 6 7 8 MOUNT BENEF E AGGREGATE RES (See Ir	The reporting person on this cover page be deemed a beneficial owner only of the corted by it on this cover page. OF ORGANIZATION SOLE VOTING POWER -0- SHARED VOTING POWER 2,137,500 SOLE DISPOSITIVE POWER 2,137,500 FICIALLY OWNED BY EACH REPORTING PERSON E AMOUNT IN ROW (9) EXCLUDES instructions)
4 N BEN O RE PE	SEC how sec how sec sec use onless of the sec of the se	urities. ever, may urities rep OR PLACE C es 6 7 8 MOUNT BENEF E AGGREGATE RES (See Ir	The reporting person on this cover page be deemed a beneficial owner only of the corted by it on this cover page. OF ORGANIZATION SOLE VOTING POWER -0- SHARED VOTING POWER 2,137,500 SOLE DISPOSITIVE POWER -0- SHARED DISPOSITIVE POWER 2,137,500 FICIALLY OWNED BY EACH REPORTING PERSON E AMOUNT IN ROW (9) EXCLUDES Astructions) []

IN

13G			
	500643200		
======			
1	I.R.S. I		RSONS NO. OF ABOVE PERSONS (ENTITIES ONLY)
Thomas F. Steyer			
2	CRECK IN	E APPROPRIALE	
			(a) []
			(b) [X]**
	(:]	of 2,137,500 securities. however, may	persons making this filing hold an aggregate Shares, which is 5.7% 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.
3	SEC USE (ONLY	
4	CITIZENS	HIP OR PLACE C	F ORGANIZATION
	United S	tates	
	NUMBER OF	5	SOLE VOTING POWER
	SHARES		-0-
В	BENEFICIALLY		SHARED VOTING POWER
	OWNED BY		2,137,500
	EACH		SOLE DISPOSITIVE POWER
1	REPORTING		-0-
PERSON WITH		8	SHARED DISPOSITIVE POWER
			2,137,500
9 AGGREGATE AMOUNT BENEFICIALLY OWNE		E AMOUNT BENEF	TICIALLY OWNED BY EACH REPORTING PERSON
	2,137,50	0	
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions) []		
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)		
	F 70		

Page 16 of 22 Pages

12 TYPE OF REPORTING PERSON (See Instructions)

13G

==========

CUSIP No. 500643200

- -----

1 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] **

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 CITIZENSHIP OR PLACE OF ORGANIZATION United States 5 NUMBER OF SOLE VOTING POWER SHARES ----=== BENEFICIALLY SHARED VOTING POWER OWNED BY 2,137,500 -----EACH SOLE DISPOSITIVE POWER REPORTING -0-PERSON WITH SHARED DISPOSITIVE POWER 2,137,500 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,137,500 10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

The reporting persons making this filing hold an aggregate of 2,137,500 Shares, which is 5.7% of the class of

Page 17 of 22 Pages

Item 1. Issuer

(a) Name of Issuer:

12 TYPE OF REPORTING PERSON (See Instructions)

Korn Ferry International (the "Company")

(b) Address of Issuer's Principal Executive Offices:

1800 Century Park East, Ste. 900, Los Angeles, CA, 90067

Item 2. Identity And Background.

- -----

Title Of Class Of Securities And CUSIP Number (Item 2(d) and (e))

This statement relates to Shares of Common Stock, par value 0.01 (the "Shares") of the Company. The CUSIP number of the Shares is 0.0643200.

Name Of Persons Filing, Address Of Principal Business Office And
-----Citizenship (Item 2(a), (b) and (c))

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

Page 18 of 22 Pages

<Page>

(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.

The Managing Members Of the General Partner And The Management Company

(viii) The following nine 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: David I. Cohen ("Cohen"), Joseph F. Downes ("Downes"), William F. Duhamel ("Duhamel"), Richard B. Fried ("Fried"), Monica R. Landry ("Landry"), William F. Mellin ("Mellin"), Stephen L. Millham ("Millham"), Thomas F. Steyer ("Steyer") and Mark C. Wehrly ("Wehrly").

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

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 address of the principal business office of each of the Reporting Persons is c/o Farallon Capital Management, L.L.C., One Maritime Plaza, Suite 1325, San Francisco, California 94111.

Item 3. If This Statement Is Filed Pursuant To Sections 240.13d-1(b) or

240.13d-2(b) or (c), Check Whether The Person Filing Is An Entity

Specified in (a) - (j):

Not Applicable.

Item 4. Ownership - -----

The information required by Items 4(a) - (c) and set forth in Rows 5 through 11 of the cover page for each Reporting Person hereto is incorporated herein by reference for each such Reporting Person.

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

Page 19 of 22 Pages

<Page>

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/or 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 5. Ownership Of Five Percent Or Less Of A Class

Not Applicable.

Item 6. Ownership Of More Than Five Percent On Behalf Of Another Person

Not Applicable.

Item 7. Identification And Classification Of The Subsidiary Which Acquired The
Security Being Reported On By The Parent Holding Company

Not Applicable.

Item 8. Identification And Classification Of Members Of The Group

The Reporting Persons are filing this Schedule 13G pursuant to Rule 13d-1(c). Consistent with Item 2 of the cover page for each Reporting Person above, the Reporting Persons neither disclaim nor affirm the existence of a group among them.

Item 9. Notice Of Dissolution Of Group

Not Applicable.

Item 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Page 20 of 22 Pages

SIGNATURES

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

Dated: February 6, 2003

/s/ Joseph F. Downes

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 Joseph F. Downes
Managing Member

/s/ Joseph F. Downes

FARALLON CAPITAL MANAGEMENT, L.L.C. By Joseph F. Downes Managing Member

/s/ Joseph F. Downes

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

The Powers of Attorney, each executed by Cohen, Mellin, Millham and Steyer authorizing Downes to sign and file this Schedule 13G on each person's behalf, which were filed with Amendment No. 1 to the Schedule 13D filed with the Securities and Exchange Commission on January 20, 1998, by such Reporting Persons with respect to the Units of Spiros Development Corporation II, Inc., are hereby incorporated by reference. The Powers of Attorney, each executed by Duhamel and Fried authorizing Downes to sign and file this Schedule 13G on each person's behalf, which were filed with Amendment No. 7 to the Schedule 13D filed with the Securities and Exchange Commission on February 9, 1999 by such Reporting Persons with respect to the Callable Class A Common Stock of Crescendo Pharmaceuticals Corporation, are hereby incorporated by reference. The Power of Attorney executed by Mark C. Wehrly authorizing Downes to sign and file this Schedule 13G on his behalf, which was filed with Amendment No. 4 to the Schedule 13D filed with the Securities and Exchange Commission on January 18, 2000, by such Reporting Person with respect to the Class A Common Stock of Momentum Business Applications, Inc., is hereby incorporated by reference. The Power of Attorney executed by Monica R. Landry authorizing Downes to sign and file this Schedule 13G

Page 21 of 22 Pages

<Page>

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.

Page 22 of 22 Pages