

Pursuant to Section 2 of the Foreign Agents Registration Act
of 1938, as amended.

For Six Month Period Ending JUN 16 1987
(Insert date)

Name of Registrant **Inward Ltd.** Registration No. **3844**

Business Address of Registrant
1830 Sherman Avenue
Evanston, Illinois 60201

I-REGISTRANT

1. Has there been a change in the information previously furnished in connection with the following:

(a) If an individual:

- (1) Residence address Yes No
- (2) Citizenship Yes No
- (3) Occupation Yes No

(b) If an organization:

- (1) Name Yes No
- (2) Ownership or control Yes No
- (3) Branch offices Yes No

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 INTERNAL SECURITY
 SECTION
 REGISTRATION

2. Explain fully all changes, if any, indicated in item 1.

IF THE REGISTRANT IS AN INDIVIDUAL, OMIT RESPONSE TO ITEMS 3, 4, and 5.

3. Have any persons ceased acting as partners, officers, directors or similar officials of the registrant during this 6 month reporting period? Yes No

If yes, furnish the following information:

<i>Name</i>	<i>Position</i>	<i>Date Connection Ended</i>
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4. Have any persons become partners, officers, directors or similar officials during this 6 month reporting period?
 Yes No

If yes, furnish the following information:

<i>Name</i>	<i>Residence Address</i>	<i>Citizenship</i>	<i>Position</i>	<i>Date Assumed</i>
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5. Has any person named in Item 4 rendered services directly in furtherance of the interests of any foreign principal?
 Yes No

If yes, identify each such person and describe his services.

6. Have any employees or individuals other than officials, who have filed a short form registration statement, terminated their employment or connection with the registrant during this 6 month reporting period? Yes No

If yes, furnish the following information:

<i>Name</i>	<i>Position or connection</i>	<i>Date terminated</i>
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7. During this 6 month reporting period, have any persons been hired as employees or in any other capacity by the registrant who rendered services to the registrant directly in furtherance of the interests of any foreign principal in other than a clerical or secretarial, or in a related or similar capacity? Yes No

If yes, furnish the following information:

<i>Name</i>	<i>Residence Address</i>	<i>Position or connection</i>	<i>Date connection began</i>
Peter M. Hooper	839 West Ainslie Chicago, Illinois 60640	Director, Business Development	May 11, 1987

II—FOREIGN PRINCIPAL

8. Has your connection with any foreign principal ended during this 6 month reporting period? Yes No

If yes, furnish the following information:

Name of foreign principal

Date of Termination

9. Have you acquired any new foreign principal¹ during this 6 month reporting period? Yes No

If yes, furnish following information:

Name and address of foreign principal

Date acquired

10. In addition to those named in Items 8 and 9, if any, list the foreign principals¹ whom you continued to represent during the 6 month reporting period.

Inward
Duxbury Park, Duxbury Hall Road
Chorley, Lancashire PR7 4AT, England

III—ACTIVITIES

11. During this 6 month reporting period, have you engaged in any activities for or rendered any services to any foreign principal named in Items 8, 9, and 10 of this statement? Yes No

If yes, identify each such foreign principal and describe in full detail your activities and services:

Promotion of investment in the North West of England, and necessary administrative activities.

¹The term "foreign principal" includes, in addition to those defined in section 1(b) of the Act, an individual or organization any of whose activities are directly or indirectly supervised, directed, controlled, financed, or subsidized in whole or in major part by a foreign government, foreign political party, foreign organization or foreign individual. (See Rule 100(a)(9)).

A registrant who represents more than one foreign principal is required to list in the statements he files under the Act only those foreign principals for whom he is not entitled to claim exemption under Section 3 of the Act. (See Rule 208.)

12. During this 6 month reporting period, have you on behalf of any foreign principal engaged in political activity² as defined below?
Yes No

If yes, identify each such foreign principal and describe in full detail all such political activity, indicating, among other things, the relations, interests and policies sought to be influenced and the means employed to achieve this purpose. If the registrant arranged, sponsored or delivered speeches, lectures or radio and TV broadcasts, give details as to dates, places of delivery, names of speakers and subject matter.

Dissemination of literature and promotional information designed to encourage and foster international trade and investment with the North West of England.

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13. In addition to the above described activities, if any, have you engaged in activity on your own behalf which benefits any or all of your foreign principals? Yes No

If yes, describe fully.

²The term "political activities" means the dissemination of political propaganda and any other activity which the person engaging therein believes will, or which he intends to, prevail upon, indoctrinate, convert, induce, persuade, or in any other way influence any agency or official of the Government of the United States or any section of the public within the United States with reference to formulating, adopting, or changing the domestic or foreign policies of the United States or with reference to the political or public interests, policies, or relations of a government of a foreign country or a foreign political party.

IV—FINANCIAL INFORMATION

14. (a) RECEIPTS—MONIES

During this 6 month reporting period, have you received from any foreign principal named in Items 8, 9 and 10 of this statement, or from any other source, for or in the interests of any such foreign principal, any contributions, income or money either as compensation or otherwise? Yes No

If yes, set forth below in the required detail and separately for each foreign principal an account of such monies.³

<i>Date</i>	<i>From Whom</i>	<i>Purpose</i>	<i>Amount</i>
December 16, 1986	Inward UK	(Salaries/administrative	\$ 9,250.00
January 13, 1987	Inward UK	(costs, office expenses/	\$ 1,750.36
January 14, 1987	Inward UK	(travel and entertainment	\$10,250.00
February 17, 1987	Inward UK	(\$ 9,513.00
February 18, 1987	Inward UK	(\$ 9,260.00
March 19, 1987	Inward UK	(\$ 9,250.00
March 29, 1987	Inward UK	(\$12,760.00
April 28, 1987	Inward UK	(\$ 9,250.00
May 18, 1987	Inward UK	(\$13,575.00
June 12, 1987	Inward UK	() \$15,293.00
Total			\$100,151.36

(b) RECEIPTS—THINGS OF VALUE

During this 6 month reporting period, have you received any thing of value⁴ other than money from any foreign principal named in Items 8, 9 and 10 of this statement, or from any other source, for or in the interests of any such foreign principal? Yes No

If yes, furnish the following information:

<i>Name of foreign principal</i>	<i>Date received</i>	<i>Description of thing of value</i>	<i>Purpose</i>
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³A registrant is required to file an Exhibit D if he collects or receives contributions, loans, money, or other things of value for a foreign principal, as part of a fund raising campaign. See Rule 201(c).
⁴Things of value include but are not limited to gifts, interest free loans, expense free travel, favored stock purchases, exclusive rights, favored treatment over competitors, "kickbacks," and the like.

15. (a) **DISBURSEMENTS—MONIES**

During this 6 month reporting period, have you

(1) disbursed or expended monies in connection with activity on behalf of any foreign principal named in Items 8, 9 and 10 of this statement? Yes No

(2) transmitted monies to any such foreign principal? Yes No

If yes, set forth below in the required detail and separately for each foreign principal an account of such monies, including monies transmitted, if any, to each foreign principal.

<i>Date</i>	<i>To Whom</i>	<i>Purpose</i>	<i>Amount</i>
See Attached Schedule (Copies of Cash Disbursements December 16, 1986 - Juen 16, 1987)			

Total

15. (b) DISBURSEMENTS—THINGS OF VALUE

During this 6 month reporting period, have you disposed of anything of value⁵ other than money in furtherance of or in connection with activities on behalf of any foreign principal named in items 8, 9 and 10 of this statement?

Yes No

If yes, furnish the following information:

<i>Date disposed</i>	<i>Name of person to whom given</i>	<i>On behalf of what foreign principal</i>	<i>Description of thing of value</i>	<i>Purpose</i>
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(c) DISBURSEMENTS—POLITICAL CONTRIBUTIONS

During this 6 month reporting period, have you from your own funds and on your own behalf either directly or through any other person, made any contributions of money or other things of value⁵ in connection with an election to any political office, or in connection with any primary election, convention, or caucus held to select candidates for political office?

Yes No

If yes, furnish the following information:

<i>Date</i>	<i>Amount or thing of value</i>	<i>Name of political organization</i>	<i>Name of candidate</i>
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V—POLITICAL PROPAGANDA

(Section 1(j) of the Act defines "political propaganda" as including any oral, visual, graphic, written, pictorial, or other communication or expression by any person (1) which is reasonably adapted to, or which the person disseminating the same believes will, or which he intends to, prevail upon, indoctrinate, convert, induce, or in any other way influence a recipient or any section of the public within the United States with reference to the political or public interests, policies, or relations of a government of a foreign country or a foreign political party or with reference to the foreign policies of the United States or promote in the United States racial, religious, or social dissensions, or (2) which advocates, advises, instigates, or promotes any racial, social, political, or religious disorder, civil riot, or other conflict involving the use of force or violence in any other American republic or the overthrow of any government or political subdivision of any other American republic by any means involving the use of force or violence.)

16. During this 6 month reporting period, did you prepare, disseminate or cause to be disseminated any political propaganda as defined above? Yes No

IF YES, RESPOND TO THE REMAINING ITEMS IN THIS SECTION V.

17. Identify each such foreign principal.

Inward, Duxbury park, Duxbury Hall Road, Chorley, Lancashire PR7 4AT
England

⁵Things of value include but are not limited to gifts, interest free loans, expense free travel, favored stock purchases, exclusive rights, favored treatment over competitors, "kickbacks," and the like.

18. During this 6 month reporting period, has any foreign principal established a budget or allocated a specified sum of money to finance your activities in preparing or disseminating political propaganda? Yes No

If yes, identify each such foreign principal, specify amount, and indicate for what period of time.

Inward LTd.---Approximately \$200,000---to March 31, 1988

19. During this 6 month reporting period, did your activities in preparing, disseminating or causing the dissemination of political propaganda include the use of any of the following:

Radio or TV broadcasts Magazine or newspaper articles Motion picture films Letters or telegrams
 Advertising campaigns Press releases Pamphlets or other publications Lectures or speeches

Other (specify) _____

20. During this 6 month reporting period, did you disseminate or cause to be disseminated political propaganda among any of the following groups:

Public Officials Newspapers Libraries
 Legislators Editors Educational institutions
 Government agencies Civic groups or associations Nationality groups
 Other (specify) —Corporations_____

21. What language was used in this political propaganda:

English Other (specify) _____

22. Did you file with the Registration Section, U.S. Department of Justice, two copies of each item of political propaganda material disseminated or caused to be disseminated during this 6 month reporting period? Yes No

23. Did you label each item of such political propaganda material with the statement required by Section 4(b) of the Act? Yes No

24. Did you file with the Registration Section, U.S. Department of Justice, a Dissemination Report for each item of such political propaganda material as required by Rule 401 under the Act? Yes No

VI—EXHIBITS AND ATTACHMENTS

25. EXHIBITS A AND B

- (a) Have you filed for each of the newly acquired foreign principals in Item 9 the following:

Exhibit A⁶ Yes No
 Exhibit B⁷ Yes No

If no, please attach the required exhibit.

- (b) Have there been any changes in the Exhibits A and B previously filed for any foreign principal whom you represented during this six month period? Yes No

If yes, have you filed an amendment to these exhibits? Yes No

If no, please attach the required amendment.

⁶The Exhibit A, which is filed on Form CRM-157 (Formerly OBD-67) sets forth the information required to be disclosed concerning each foreign principal.

⁷The Exhibit B, which is filed on Form CRM-155 (Formerly OBD-65) sets forth the information concerning the agreement or understanding between the registrant and the foreign principal.

26. EXHIBIT C

If you have previously filed an Exhibit C^s, state whether any changes therein have occurred during this 6 month reporting period. Yes No

If yes, have you filed an amendment to the Exhibit C? Yes No

If no, please attach the required amendment.

27. SHORT FORM REGISTRATION STATEMENT

Have short form registration statements been filed by all of the persons named in Items 5 and 7 of the supplemental statement? Yes No

If no, list names of persons who have not filed the required statement.

The undersigned swear(s) or affirm(s) that he has (they have) read the information set forth in this registration statement and the attached exhibits and that he is (they are) familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his (their) knowledge and belief, except that the undersigned make(s) no representation as to the truth or accuracy of the information contained in attached Short Form Registration Statement, if any, insofar as such information is not within his (their) personal knowledge.

(Type or print name under each signature)

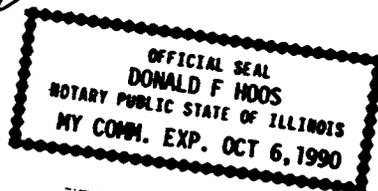
(Both copies of this statement shall be signed and sworn to before a notary public or other person authorized to administer oaths by the agent, if the registrant is an individual, or by a majority of those partners, officers, directors or persons performing similar functions who are in the United States, if the registrant is an organization.)

Naomi A Lovinger

Naomi A. Lovinger

Subscribed and sworn to before me at Evansston, Illinois

this 10th day of July, 19 87



Donald F. Hoos
(Signature of notary or other officer)

If an Exhibit C for which no printed form is provided, consists of a true copy of the charter, articles of incorporation, or other governing instrument of a registrant that is an organization. (A waiver of the requirement to file an Exhibit C may be obtained for good cause upon written application to the Assistant Secretary, General Security Section, U.S. Department of Justice. (17 C.F.R. 2630.)

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CASH DISBURSEMENTS - DECEMBER 1986

DATE	PAYEE	CK No.	AMOUNT	OFFICE RENT	OFFICE SUPPLIES	OFFICE EXPENSE	FURNITURE FIXTURES
12/1	Fitzmaurice Fund Insurance		8000				
12/1	Drew R. Howard	1185	85335				
12/12	Naomi A. Lovinger	1189	234083				
12/11	Office Outlet Products	1185	4810				4810
12/12	Naomi A. Lovinger	1136	35000				
12/12	Anywhere on Earth	1157	29500				
12/13	Debuta Sewerider	1138	5000			5000	
12/15	Federal Express	1139	11100				
12/12	Naomi A. Lovinger	1140	34494				
12/12	Copylet of Evansston	1141	430		430		
12/12	American Express	1142	71251		2100		
12/12	Shula Bk	1143	10400				
12/12	Standard & Poor's	1144	76060				
12/12	Commonwealth Edison	1145	4712				
12/12	Quill Corp.	1146	8780		8780		
12/18	Crawford & Associates	1147	22750				
12/12	Drew R. Howard	1148	4217		957		
12/15	Naomi A. Lovinger	1149	234083				
12/15	Drew R. Howard	1150	85333				
12/18	Naomi A. Lovinger	1151	15279				5243
12/18	Advance Reproductions Inc.	1152	14900		14900		
12/19	Postmaster of Evanston	1153	6400				
	VOID	1154					
12/19	Illinois Bell Telephone Co.	1155	18930				
12/19	Fortune	1156	3300				
12/19	British Govt Diplomatic Serv.	1157	100100				
12/30	1830 Sherman Building	1158	45000	45000			
12/31	1830 Sherman Building	1159	38000	35000			
			119910	11500	27767	5000	8053

C/D 8

Wilson Jones Form 10-16		7	8	9	10	11	12	13	14	15	16
		TRAVEL	ENTERTAINMENT	TELEPHONE FAX Exp.	ADVERTISING P.R.	SALARIES	PUBLICATIONS	RESEARCH SERVICES	GENERAL A/C	LEDGER AMOUNT	
1									miscellaneous	8000	
2						83335					
3						231085					
4											
5									parking	3000	
6		29500							car wash		
7									prince	1100	
8		28544	5950								
9											
10											
11		47151	24100								
12			10400								
13								716060	utilization	4712	
14											
15											
16									Professional Education	22750	
17		1378							prince	1212	
18						231085					
19						23335					
20		11523			458						
21											
22									prince	2600	
23											
24											
25					18930						
26							3300		training	10000	
27											
28									parking	3000	
29											
30		118164	40750	19368	-	631832	3300	716060		151124	

CASH DISBURSEMENTS - February, 1987

DATE	PAYEE	CK No	AMOUNT	OFFICE RENT	OFFICE SUPPLIES	OFFICE EXPENSE	FURNITURE FIXTURES
1	2/1 Fireman's Fund	debit	8000				
2	2/2 Naomi A. Lowinger	1189	234083				
3	2/2 Dawn R. Howard	1189	83333				
4	2/2 Sherma Bk	1190	7408				
5	2/2 1830 Sherman Bldg.	1191	3000				
6	2/2 Copy Cat of Evanston	1192	1246		1246		
7	2/2 Corp. for Enterprise Development	1193	1500		1500		
8	2/6 Tower Conference Management	1194	500				
9	2/10 Postraction of Evanston	1195	12200				
10	2/10 American Express	1196	1200				
11	2/10 Commonwealth Edison	1197	4312				
12	2/12 Laura Barnett	1198	10000		10000		
13	2/15 Naomi Lowinger	1199	234083				
14	2/15 Dawn R. Howard	1200	83333				
15	2/17 Telecine Bell Telephone Co.	1201	371173				
16	2/17 Naomi A. Lowinger	1202	23995				
17	2/19 United States Postal Service	1203	1285				
18	2/21 MCI Telecommunications	1204	35684				
19	2/21 Pioneer Press	1205	4482				
20	2/21 Chicago Tribune	1206	24000				
21	2/21 Answere on Earth	1207	32000				
22	2/21 Quill Corporation	1208	11368		11368		
23	2/21 Otolaryngology Group Ltd.	1209	10000				
24	2/20 1830 Sherman Office Bldg.	1210	48000	45000			
25							
26							
27							
28							
29							
30							
TOTAL			914187	15000	24114		

Wilson Jones Form 10-16		7	8	9	10	11	12	13	14	15	16
		TRAVEL	ENTERTAINMENT	TELEPHONE / FAX EXP.	ADVERTISING P.R.	SALARIES	PUBLICATIONS	RESEARCH SERVICES	A/C	GENERAL LEDGER	AMOUNT
1									NAL insurance		8770
2						237003					
3						83333					
4		77108									
5									Advertising		3000
6											
7											
8						500					
9									Advertising		13200
10			12100								
11											
12											
13											
14						237003					
15						83333					
16		13591	10402	37175							
17											
18				35684							
19											
20						4482					
21		32000				74000					
22											
23											
24											
25											
26											
27											
28		15591	19010	71261	28982						
29						634832					
30											43771

CLB 12

CASH DISBURSEMENTS - March, 1987

DATE	PAYEE	CK No.	AMOUNT	OFFICE RENT	OFFICE SUPPLIES	OFFICE EXPENSE	FURNITURE FIXTURES
3/1	Naomi A. Lovinger	1211	234083				
3/1	Dawn R. Howard	1212	85333				
3/1	Standard & Poor's	1213	176000				
3/1	Fidelity Fund Insurance	1214	8000				
3/5	Advanced Systems Tech.	1215	127500				
3/5	Argusware or Earth	1216	56950				
3/5	Illinois Bell Communications	1217	51403				
3/5	CopyCat of Evanston	1218	1884		1884		
3/5	Naomi A. Lovinger	1219	14271				
3/9	1850 Premier Bldg.	1220	1500	VOID		1500	
3/9	Day-Timer, Inc.	1221	300		300		
3/9	British Govt Diplomatic Service	1222	12000				
3/11	Comroworth Edwin	1223	8510				
3/11	American Express	1224	12432				
3/13	Office Furniture Warehouse	1225	135279				135279
3/15	Naomi A. Lovinger	1226	234083				
3/15	Dawn R. Howard	1227	88533				
3/20	Chicago Tribune	1228	44400			44400	
3/20	MCI Telecommunications	1229	1995				
3/20	Argusware or Earth	1230	59000				
3/20	Office Outlet Products	1231	134		134		
3/20	Illinois Bell Telephone Co.	1232	25172				
3/20	Advanced Systems Technology	1233	10700				
3/20	VOID	1234	VOID				
3/20	Chandler, Inc.	1235	4139		4139		
	(Chk. on next page)						
3/26	VOID CK #184 (Radio Shack)		19217		19217		
			1347680		4538	44400	135279

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CASH DISBURSEMENTS - APRIL, 1987

DATE	PAYEE	PK No.	AMOUNT	OFFICE RENT	OFFICE SUPPLIES	OFFICE EXPENSE	FURNITURE FIXTURES
4/1	Fidelity Fund Insurance	014	8000				
4/1	Normi A. Louviger	1242	234083				
4/1	Drum R. Howard	1243	83333				
4/2	Argulene n Earth	1244	59570				
4/2	1830 Sherman Bldg.	1245	41000	45000			
4/2	Everston Main Law Office	1246	5000			5000	
4/4	Federal Express	1247	2000				
4/9	Copy Cat of Evanston	1248	1541		1541		
4/9	Advanced Systems Technology	1249	15000				
4/9	Commonwealth Educator	1250	5408				
4/9	American Express	1251	59875				
4/10	Normi A. Louviger	1252	28890				
4/15	Normi A. Louviger	1253	234083				
4/15	Drum R. Howard	1254	83333				
4/15	Illinois Bell Telephone Co.	1255	70744				
4/28	MCI Telecommunications	1254	15111				
4/28	Wall Street Journal	1257	11900				
4/28	Credit Chicago Business	1258	4100				
4/28	Newweek	1259	2075				
TOTAL			944776	45000	1341	5000	

C/D 14

Wilson Jones Form 10-16		7	8	9	10	11	12	13	14	15	16
		TRAVEL	ENTERTAINMENT	TELEPHONE FAX EXP.	ADVERTISING P.R.	SALARIES	PUBLICATIONS	RESEARCH SERVICES	GENERAL LEDGER A/C	AMOUNT	
1									Insurance	8000	
2											
3											
4		595.00							parking	3000	
5									parking	2000	
6											
7											
8											
9									pay. services	13000	
10									Utilities	5108	
11		327.25	4.50								
12		202.24	86.64								
13						2340.85					
14						833.35					
15											
16											
17											
18							119.00				
19							41.00				
20							20.75				
21											
22		1124.19	148.14	838.55		6348.32	180.75			31408	
23											
24											
25											
26											
27											
28											
29											
30											

Wilson Jones
Form 10-16

March 1954

CID 14

CASH DISBURSEMENTS - JUNE, 1987

DATE	PAYEE	CK No.	AMOUNT	OFFICE RENT	OFFICE SUPPLIES	OFFICE EXPENSE	FURNITURE
6/1	Naomi A. Louinger	1281	2438.33				
6/1	Peter M. Hooper	1282	1562.50				
6/1	Dawn L. Howard	1283	833.33				
6/1	Finmark Fund Insurance	0/4	9570				
6/1	1930 Sherman Bldg.	1284	48000				
6/1	Bureau Weil	1285	5995				
6/1	Quill Corp.	1286	14134		14134		
6/1	Chandler Inc.	1287	9513		9513		
6/1	Winn On Screen	1288	3833.2				
6/5	Federal Express	1289	38 -				
6/8	Peter Hooper	1290	4553				
6/8	Cogy Cash	1291	1057			1057	
6/8	Anywhere On Earth	1292	678 -				
6/8	Commonwealth Edison	1293	4958				
6/8	Office Outlet Products	1294	1922			1922	
6/8	American Express	1295	19734				
6/8	Dawn Howard	1296	2808			410	
6/8	Dawn Howard	1297	11655			VOID	
6/15	Peter Hooper	1298	1562.50				
6/15	Naomi Louinger	1299	2438.33				
6/15	Lisa Schreier	1300	1666.66				
6/15	Naomi Louinger	1301	25839			1816	
6/15	Federal Express	1302	2550				
6/22	Sales Prospector	1303	487.00				
6/22	Quill Corporation	1304	16553			16553	
6/22	Illinois Bell	1305	629.50				
6/22	Anywhere On Earth	1306	549.00				
6/22	Advanced Systems Technology	1307	325.00				
			13680.65	450 -	52407	1 -	

Continued

UNITED STATES DEPARTMENT OF JUSTICE
REGISTRATION UNIT
CRIMINAL DIVISION
WASHINGTON, D.C. 20530

NOTICE

Please answer the following questions and return this sheet in triplicate with your supplemental statement:

1. Is your answer to Item 16 of Section V (Political Propaganda - page 7 of Form OBD-64 - Supplemental Statement):

Yes x or No _____

(If your answer to question 1 is "yes" do not answer question 2 of this form.)

2. Do you disseminate any material in connection with your registration:

Yes _____ or No _____

(If your answer to question 2 is "yes" please forward for our review copies of all such material including: films, film catalogs, posters, brochures, press releases, etc. which you have disseminated during the past six months.)

Naomi A Lovinger
Signature

July 13, 1987
Date

Naomi A. Lovinger
Please type or print name of signatory on the line above

Vice President, North America
Title

RECEIVED
U.S. DEPARTMENT
OF JUSTICE
CRIMINAL DIVISION

JUL 22 10 11 AM 1987

INTERNAL SECURITY
REGISTRATION UNIT