SECURITIES AND EXCHANGE COMMISSION WASHINGTON, DC 20549

SCHEDULE 13D (RULE 13D-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULE 13D-1(A) AND AMENDMENTS THERETO FILED PURSUANT TO RULE 13D-2(A)

(Amendment No.)1

Teamstaff Inc. (Name of Issuer)

Common Stock, par value \$.001 per share (Title of Class of Securities)

> 87815U204 (CUSIP Number)

Paul D. Sonkin Hummingbird Management, LLC (f/k/a Morningside Value Investors, LLC) 460 Park Avenue, 12th Floor New York, New York 10022 -----

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

November 18, 2004

(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box $/_/$.

Note. Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7(b) for other parties to whom copies are to be sent.

(Continued on following pages)

(Page 1 of 12 Pages)

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

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 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).

-----CUSIP No. 87815U204 13D Page 2 of 12 Pages

NAME OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Hummingbird Management, LLC (f/k/a Morningside Value Investors, LLC) IRS No. 13-4082842

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

	SEC USE ONLY	
4	SOURCE OF FUNDS 00	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)	/ /
6	CITIZENSHIP OR PLACE OF ORGANIZATION	
	DELAWARE	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING	7 SOLE VOTING POWER 1,335,110(1)	
PERSON WITH	8 SHARED VOTING POWER	
	-0-	
	9 SOLE DISPOSITIVE POWER	
	1,335,110(1)	
	10 SHARED DISPOSITIVE POWER	
	-0-	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	1,335,110(1)	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CEI SHARES*	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	
	7.3%	
14	TYPE OF REPORTING PERSON*	
	00	
shares of Comm	(a) 118,750 shares issuable upon exercise of warrants to possible to the stock held by HVF and (b) 118,750 shares issuable upon on purchase shares of Common Stock held by Microcap Fund.	
CUSIP No. 8781		 12 Pages
		======
1	NAME OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONL'	Y)
	Paul D. Sonkin	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(a) / / (b) /X/
3	SEC USE ONLY	
4	SOURCE OF FUNDS 00	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)	/ /
6	CTTTZENCUTD OD DIACE OF ODCANTZATION	

	UNITED STATES	
NUMBER OF SHARES	7 SOLE VOTING POWER	
BENEFICIALLY OWNED BY EACH	1,335,110(1)	
REPORTING PERSON WITH		
TEROOR WETT	8 SHARED VOTING POWER	
	-0-	
	9 SOLE DISPOSITIVE POWER	
	1,335,110(1)	
	10 SHARED DISPOSITIVE POWER	
	-0-	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	1,335,110(1)	
	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CEF SHARES*	
	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	
	7.3%	
14	TYPE OF REPORTING PERSON*	
	00	
	(a) 118,750 shares issuable upon exercise of warrants to p	
shares of Comm of warrants to	on Stock held by HVF and (b) 118,750 shares issuable upon e purchase shares of Common Stock held by Microcap Fund.	exercise
shares of Comm of warrants to	on Stock held by HVF and (b) 118,750 shares issuable upon e purchase shares of Common Stock held by Microcap Fund.	exercise L2 Pages
shares of Comm of warrants to 	on Stock held by HVF and (b) 118,750 shares issuable upon a purchase shares of Common Stock held by Microcap Fund. 50204 13D Page 4 of 1	exercise L2 Pages
shares of Comm of warrants to 	on Stock held by HVF and (b) 118,750 shares issuable upon a purchase shares of Common Stock held by Microcap Fund. 50204 13D Page 4 of 2	exercise L2 Pages
shares of Comm of warrants to 	on Stock held by HVF and (b) 118,750 shares issuable upon a purchase shares of Common Stock held by Microcap Fund. 50204 13D Page 4 of 3	exercise L2 Pages
shares of Comm of warrants to 	on Stock held by HVF and (b) 118,750 shares issuable upon a purchase shares of Common Stock held by Microcap Fund. 5U204 13D Page 4 of 3 NAME OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY Hummingbird Capital, LLC	exercise 12 Pages () (a) // (b) /X/
shares of Comm of warrants to 	on Stock held by HVF and (b) 118,750 shares issuable upon a purchase shares of Common Stock held by Microcap Fund. 5U204 13D Page 4 of 3 NAME OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY Hummingbird Capital, LLC (f/k/a Morningside Capital, LLC) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	exercise L2 Pages L3 Pages L4 Pages L5 Pages L6 Pages L7 Pages L6 Pages L7 Pages L7 Pages L8
shares of Comm of warrants to CUSIP No. 8781	on Stock held by HVF and (b) 118,750 shares issuable upon a purchase shares of Common Stock held by Microcap Fund. 5U204 13D Page 4 of 3 NAME OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY Hummingbird Capital, LLC (f/k/a Morningside Capital, LLC) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* SEC USE ONLY	exercise L2 Pages L3 Pages L4 Pages L5 Pages L6 Pages L7 Pages L6 Pages L7 Pages L7 Pages L8
shares of Comm of warrants to CUSIP No. 8781	on Stock held by HVF and (b) 118,750 shares issuable upon of purchase shares of Common Stock held by Microcap Fund. 5U204 13D Page 4 of 1 NAME OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY Hummingbird Capital, LLC (f/k/a Morningside Capital, LLC) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* SEC USE ONLY SOURCE OF FUNDS OO CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)	exercise 12 Pages () (a) / / (b) /X/
shares of Comm of warrants to CUSIP No. 8781	on Stock held by HVF and (b) 118,750 shares issuable upon of purchase shares of Common Stock held by Microcap Fund. 5U204 13D Page 4 of 2 NAME OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY Hummingbird Capital, LLC (f/k/a Morningside Capital, LLC) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* SEC USE ONLY SOURCE OF FUNDS OO CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED	exercise 12 Pages () (a) / / (b) /X/
shares of Comm of warrants to CUSIP No. 8781	on Stock held by HVF and (b) 118,750 shares issuable upon of purchase shares of Common Stock held by Microcap Fund. 5U204 13D Page 4 of 1 NAME OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY Hummingbird Capital, LLC (f/k/a Morningside Capital, LLC) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* SEC USE ONLY SOURCE OF FUNDS OO CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)	exercise 12 Pages () (a) / / (b) /X/
shares of Comm of warrants to CUSIP No. 8781	on Stock held by HVF and (b) 118,750 shares issuable upon of purchase shares of Common Stock held by Microcap Fund. 5U204 13D Page 4 of 1 NAME OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY Hummingbird Capital, LLC (f/k/a Morningside Capital, LLC) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* SEC USE ONLY SOURCE OF FUNDS OO CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION	exercise 12 Pages () (a) / / (b) /X/
shares of Comm of warrants to CUSIP No. 8781 1 3 4 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH	on Stock held by HVF and (b) 118,750 shares issuable upon of purchase shares of Common Stock held by Microcap Fund. 5U204 13D Page 4 of 1 NAME OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY Hummingbird Capital, LLC (f/k/a Morningside Capital, LLC) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* SEC USE ONLY SOURCE OF FUNDS 00 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION DELAWARE	exercise 12 Pages () (a) / / (b) /X/
shares of Comm of warrants to CUSIP No. 8781 ==================================	on Stock held by HVF and (b) 118,750 shares issuable upon of purchase shares of Common Stock held by Microcap Fund. 5U204 13D Page 4 of 1 NAME OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) Hummingbird Capital, LLC (f/k/a Morningside Capital, LLC) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* SEC USE ONLY SOURCE OF FUNDS 00 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION DELAWARE 7 SOLE VOTING POWER	exercise 12 Pages () (a) / / (b) /X/

	200 205(4)
	698,995(1)
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* / /
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
	3.8%
14	TYPE OF REPORTING PERSON*
	LP
(1) Includes	118,750 shares issuable upon exercise of warrants to purchase on Stock held by HVF.
CUSIP No. 8781	5U204 13D Page 6 of 12 Pages
1	NAME OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) Hummingbird Microcap Value Fund, L.P.
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) / / (b) /X/
3	SEC USE ONLY
4	SOURCE OF FUNDS WC
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) //
6	CITIZENSHIP OR PLACE OF ORGANIZATION
	DELAWARE
SHARES BENEFICIALLY OWNED BY EACH REPORTING	7 SOLE VOTING POWER 636,115(1)
PERSON WITH	8 SHARED VOTING POWER
	-0-
	9 SOLE DISPOSITIVE POWER
	636,115(1)
	10 SHARED DISPOSITIVE POWER
	-0-
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
	636,115(1)
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* / /
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
	3.5%
14	TYPE OF REPORTING PERSON*

(1) Includes 118,750 shares issuable upon exercise of warrants to purchase shares of Common Stock held by HVF.

CUSIP No. 87815U204 13D Page 7 of 12 Pages

The following constitutes the Schedule 13D filed by the undersigned (the "Schedule 13D").

ITEM 1 SECURITY AND ISSUER

Title of Class of Securities

Common Stock \$.001 par value per share (the "Shares")

Name and Address of Issuer

Teamstaff, Inc (the "Company" or the "Issuer") 300 Atrium Drive Somerset, NJ 08873

ITEM 2 IDENTITY AND BACKGROUND

This statement is being filed by Hummingbird Management, LLC (f/k/a Morningside Value Investors, LLC), a Delaware limited liability company("Hummingbird"), whose principal business and principal office address is 460 Park Avenue, 12th Floor, New York, New York 10022. Hummingbird acts as investment manager to The Hummingbird Value Fund, L.P. ("HVF") and to The Hummingbird Microcap Value Fund, L.P. (the "Microcap Fund") and has the sole investment discretion and voting authority with respect to the investments owned of record by each of HVF and Microcap Fund. Accordingly, Hummingbird may be deemed for purposes of Rule 13d-3 of the Securities and Exchange Act of 1934, as amended ("Rule 13d-3"), to be the beneficial owner of the Shares owned by HVF and Microcap Fund. The managing member of Hummingbird is Paul Sonkin. Mr. Sonkin is also the managing member of Hummingbird Capital, LLC (f/k/a Morningside Capital, LLC), a Delaware limited liability company ("HC", and together with Hummingbird, HVF, Microcap Fund and Mr. Sonkin, the "Reporting Persons"), the general partner of each of HVF and Microcap Fund.

Both HVF and Microcap Fund are Delaware limited partnerships whose principal business and principal office address is 460 Park Avenue, 12th Floor, New York, New York, 10022 and whose principal business is investing in securities in order to achieve its investment objectives.

Mr. Sonkin is a citizen of the United States and HC is a Delaware limited liability company. The principal business of Mr. Sonkin is acting a managing member of each of Hummingbird and HC. The principal business of HC is acting as general partner of each of HVF and Microcap Fund. The principal office address of each of Mr. Sonkin and HC is 460 Park Avenue, 12th Floor, New York, New York 10022.

During the past five years none of Hummingbird, HVF, Microcap Fund, Mr. Sonkin or HC has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or has been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of which any of the foregoing was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities

CUSIP No. 87815U204 13D Page 8 of 12 Pages

subject to, Federal or State securities laws, or finding any violation with respect to such laws.

ITEM 3 SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION

As of November 19, 2004, Hummingbird has caused HVF and Microcap to invest approximately \$1,131,640 and \$939,730, respectively, in the Shares of the Issuer using its working capital.

ITEM 4 PURPOSE OF TRANSACTION

The Shares were acquired for investment purposes. However, Hummingbird

may hold discussions with various parties, including, but not limited to, the Issuer's management, its board of directors and other shareholders on a variety of possible subjects regarding ways to increase shareholder value. Some of the suggestions Hummingbird might make could affect control of the Issuer and/or may relate to the following: the merger, acquisition or liquidation of the Issuer to third parties, the sale or transfer of assets of the Issuer to third parties, operational matters, a change in the board of directors or the management of the Issuer, a change in the present capitalization or dividend policy of the Issuer or a change in the Issuer's charter or by-laws. Hummingbird intends to pay close attention to developments at and pertaining to the Issuer, and, subject to market conditions and other factors deemed relevant by Hummingbird, Hummingbird may, directly or indirectly, purchase additional Shares of the Issuer or dispose of some or such Shares in open-market transaction or privately negotiated transactions. The Reporting Persons have no present plan or proposal which would relate to or result in any of the matters set forth in subparagraphs (a) - (j) of Item 4 of Schedule 13D except as set forth herein or such as would occur upon completion of any of the actions discussed above.

ITEM 5 INTEREST IN SECURITIES OF THE ISSUER

(a) As investment manager of HVF and Microcap Fund, Hummingbird may be deemed to have the sole voting and investment authority over the Shares owned by HVF and the Microcap Fund and, for purposes of Rule 13d-3 under the Securities Exchange Act of 1934, as amended ("Rule 13d-3"), may be deemed to be the beneficial owner of 1,335,110 Shares (which includes 118,750 Shares issuable upon exercise of warrants held by HVF and 118,750 Shares issuable upon the exercise of Warrants held by Microcap Fund) representing approximately 7.3% of the outstanding shares of the Issuer (based upon 18,106,229 shares of Common Stock outstanding as of November 12, 2004 computed as follows: (i) 15,714,229 shares of Common Stock as reported on Form 10-Q for the period ended June 30, 2004 plus (ii) 2,392,000 shares of Common Stock issued in the private placement reported by the Issuer on its Current Report on Form 8-K filed on November 12, 2004). Hummingbird disclaims any beneficial ownership of the Shares covered by this Statement.

Mr. Sonkin, as the managing member and control person of Hummingbird, may be deemed to have the sole voting and investment authority over the Shares beneficially owned by Hummingbird and, for purposes of Rule 13d-3, may be deemed to be the beneficial owner of 1,335,110 Shares (which includes 118,750 Shares issuable upon exercise of warrants held by HVF and 118,750 Shares upon the

CUSIP No. 87815U204 13D Page 9 of 12 Pages

exercise of Warrants held by Microcap Fund) representing approximately 7.3% of the outstanding shares of the Issuer. Mr. Sonkin disclaims any beneficial ownership of the Shares covered by this Statement.

HC, as the general partner of each of HVF and Mircocap Fund, may be deemed to have the sole voting and investment authority over the Shares beneficially owned by each of HVF and Microcap Fund and, for purposes of Rule 13d-3, may be deemed the beneficial owner of 1,335,110 Shares (which includes 118,750 Shares issuable upon exercise of warrants held by HVF and 118,750 Shares issuable upon the exercise of Warrants held by Microcap Fund) representing approximately 7.3% of the outstanding shares of the Issuer. HC disclaims any beneficial ownership of the Shares covered by this Statement.

 $\,$ HVF is the beneficial $\,$ owner of 698,995 Shares (which includes 118,750 Shares issuable upon exercise of warrants held by HVF) or 3.8% of the outstanding shares of the Issue.

Microcap Fund is the beneficial owner of 636,115 Shares (which includes 118,750 Shares issuable upon exercise of warrants held by Microcap Fund) or 3.5% of the outstanding shares of the Issue.

(c) Hummingbird caused HVF to effect transactions in the Shares during the past $60\ \text{days}$ as set forth below:

DATE TYPE UNITS* PRICE/UNIT
--- --- ---- 11/18/2004 Private Placement 475,000 1.80

* Each unit consists of one share of Common Stock and a warrant to purchase 1/4 of a share of Common Stock. The warrants are currently exercisable at \$2.50 per share and terminate on November 9, 2007.

Hummingbird caused the Microcap Fund to effect transactions in the Shares during the past 60 days as set forth below:

			NUMBER OF	
DATE	TYPE		UNITS*	PRICE/UNIT
11/18/2004	Private P	lacement	475,000	1.80
	f Common S	tock. The wa	rrants are cu	cock and a war urrently exer
1	د ام	Tuennii eebi.	_	

arrant to purchase 1/4 ercisable at \$2.50 per

> (d) Inapplicable.

> (e) Inapplicable.

13D CUSIP No. 87815U204 Page 10 of 12 Pages

CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT ITEM 6 TO SECURITIES OF THE ISSUER

On November 10, 2004, each of HVF and Microcap Fund entered into a Securities Purchase Agreement with the Issuer (the "Securities Purchase Agreement"). The Securities Purchase Agreement provided that, among other things, that each of HVF and Microcap Fund will not effect any disposition of the shares of Common Stock and the associated warrants to purchase shares of Common Stock purchased therein unless the Company has filed a registration statement which has been declared effective by the Securities and Exchange Commission registering such shares of Common Stock.

ITEM 7 MATERIAL TO BE FILED AS EXHIBITS

Exhibit	Exhibit
No.	Description

Joint Filing Agreement dated November 23, 2004 by and among 1 Hummingbird Management, LLC (f/ka Morningside Value Investors, LLC), Hummingbird Value Fund, L.P., Hummingbird Mircocap Value Fund, L.P., Hummingbird Capital, LLC (f/k/a Morningside Capital, LLC) and Paul Sonkin.

CUSIP No. 87815U204 13D Page 11 of 12 Pages -----

SIGNATURES

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

Dated: November 23, 2004 HUMMINGBIRD MANAGEMENT, LLC (f/k/a Morningside Value Investors, LLC)

By: /s/ Paul D. Sonkin

Name: Paul D. Sonkin Title: Managing Member

/s/ Paul D. Sonkin

PAUL D. SONKIN

HUMMINGBIRD VALUE FUND, L.P.

By: Hummingbird Capital, LLC

By: /s/ Paul D. Sonkin

Name: Paul D. Sonkin Title: Managing Member

HUMMINGBIRD MICROCAP VALUE

FUND, L.P.

By: Hummingbird Capital, LLC

By: /s/ Paul D. Sonkin

Name: Paul D. Sonkin Title: Managing Member

HUMMINGBIRD CAPITAL, LLC (f/k/a Morningside Capital, LLC)

By: /s/ Paul D. Sonkin

Name: Paul D. Sonkin

Name: Paul D. Sonkin Title: Managing Member

CUSIP No. 87815U204

13D

Page 12 of 12 Pages

Exhibit No. 1

JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k)(1)(iii) under the Securities Exchange Act of 1934, as amended, the persons named below agree to the joint filing on behalf of each of them of a Statement on Schedule 13D dated November 23, 2004 (including amendments thereto) with respect to the Common Stock of Teamstaff, Inc. This Joint Filing Agreement shall be filed as an Exhibit to such Statement.

Dated: November 23, 2004 HUMMINGBIRD MANAGEMENT, LLC (f/k/a Morningside Value Investors, LLC)

By: /s/ Paul D. Sonkin

Name: Paul D. Sonkin Title: Managing Member

/s/ Paul D. Sonkin

PAUL D. SONKIN

HUMMINGBIRD VALUE FUND, L.P.

By: Hummingbird Capital, LLC

By: /s/ Paul D. Sonkin

Name: Paul D. Sonkin Title: Managing Member

HUMMINGBIRD MICROCAP VALUE FUND, L.P.

By: Hummingbird Capital, LLC

By: /s/ Paul D. Sonkin

Name: Paul D. Sonkin Title: Managing Member

HUMMINGBIRD CAPITAL, LLC (f/k/a Morningside Capital, LLC)

By: /s/ Paul D. Sonkin

Name: Paul D. Sonkin Title: Managing Member