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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934 (Amendment No.)*

YRC Worldwide Incorporated

(Name of Issuer)

Common Stock (Title of Class of Securities)

> 984249607 (CUSIP Number)

December 31, 2012 (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)

☐ Rule 13d-1(c)

☐ Rule 13d-1(d)

* 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).

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

CUSII	P No. 984	2496	07 13G
(1)	I.R.S. II	DENT	orting persons TIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY). Ivisors, LLC
(2)			propriate box if a member of a group*
(3) SEC use only			
(4)	Citizens	_	r place of organization
(5) Sole voting power Number of 0		Sole voting power 0	
ben	shares beneficially owned by		Shared voting power 471,725 (See item 4)
rej	each reporting person		Sole dispositive power 0
,	with:		Shared dispositive power 471,725 (See item 4)
(9)	Aggrega	ate an	nount beneficially owned by each reporting person

SEC 1745 (2-02)

471,725 (See item 4)

6.6% (See item 4)
(12) Type of reporting person*

(10) Check if the aggregate amount in Row (9) excludes certain shares*

(11) Percent of class represented by amount in Row (9)

CUSIP	No. 984	24960	07 13G	
(1)	(1) Names of reporting persons I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY). Whitebox Multi-Strategy Advisors, LLC			
(2) Check the appropriate box if a member of a group* (a) □ (b) ⊠			propriate box if a member of a group*	
(3)	SEC use	only		
(4)	(4) Citizenship or place of organization Delaware		r place of organization	
Nu	Number of		Sole voting power 0	
shares beneficially owned by		(6)	Shared voting power 201,326 (See item 4)	
each reporting		(7)	Sole dispositive power	

SEC 1745 (2-02)

person with:

201,326 (See item 4)

2.8% (See item 4)
(12) Type of reporting person*

(8) Shared dispositive power

(9) Aggregate amount beneficially owned by each reporting person

(11) Percent of class represented by amount in Row (9)

(10) Check if the aggregate amount in Row (9) excludes certain shares*

CUSIP	No. 9842	4960	07 13G
(1)			orting persons TFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY).
			ılti-Strategy Partners, L.P.
(2)	Check th	ie app	propriate box if a member of a group*
	(a) □ (b) ⊠		
(3)	SEC use	only	
(4)	Citizens	nip or	r place of organization
	British V	irgin/	Islands
		(5)	Sole voting power

Number of shares beneficially owned by each reporting person with:

201,326 (See item 4)

Sole dispositive power

Shared voting power

0 Sha

(6)

(8) Shared dispositive power

201,326 (See item 4)

(9) Aggregate amount beneficially owned by each reporting person

201,326 (See item 4)

(10) Check if the aggregate amount in Row (9) excludes certain shares*

(11) Percent of class represented by amount in Row (9)

2.8% (See item 4)

(12) Type of reporting person*

PN

** SEE INSTRUCTION BEFORE FILLING OUT **

CUSIF	No. 984249607 13G
(1)	Names of reporting persons I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY).
(2)	Whitebox Multi-Strategy Fund, L.P. Check the appropriate box if a member of a group*
(2)	(a) \square
	(b) ⊠
(3)	SEC use only
(4)	Citizenship or place of organization
	Delaware
	(5) Sole voting power

Number of shares beneficially owned by each reporting person

with:

(5) Sole voting power

0) Si

(6) Shared voting power

201,326 (See item 4)
Sole dispositive power

0

8) Shared dispositive power

201,326 (See item 4)

(9) Aggregate amount beneficially owned by each reporting person

201,326 (See item 4)

(10) Check if the aggregate amount in Row (9) excludes certain shares*

(11) Percent of class represented by amount in Row (9)

2.8% (See item 4)

(12) Type of reporting person*

PN

** SEE INSTRUCTION BEFORE FILLING OUT **

CUSIP	No. 984	24960	07 13G
(1)	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY).		
(2)			propriate box if a member of a group*
(2)	(a) □ (b) ⊠	ne ap	propriate box if a member of a group
(3)	SEC use	e only	
(4)	Citizens	ship o	r place of organization
	British `	Virgir	a Islands
		(5)	Sole voting power
Nui	mber of		0
_	hares	(6)	Shared voting power
	beneficially owned by		201,326 (See item 4)
each		(7)	Sole dispositive power
reporting person			0
with:		(8)	Shared dispositive power
			201,326 (See item 4)
(9)	Aggrega	ate an	nount beneficially owned by each reporting person

SEC 1745 (2-02)

PN

201,326 (See item 4)

2.8% (See item 4)
(12) Type of reporting person*

(10) Check if the aggregate amount in Row (9) excludes certain shares*

(11) Percent of class represented by amount in Row (9)

CUSIP	No. 9842	24960	13G		
	Names of reporting persons I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY). Whitebox Concentrated Convertible Arbitrage Advisors, LLC				
(3)	(3) SEC use only				
	Citizens Delawar	_	r place of organization		
Nun	nber of	(5)	Sole voting power 0		
shares beneficially owned by		(6)	Shared voting power 37,110 (See item 4)		
rep pe	each orting erson	(7)	Sole dispositive power 0		
W	vith:	(8)	Shared dispositive power		

SEC 1745 (2-02)

(12)

37,110 (See item 4)

0.5% (See item 4)

Type of reporting person*

(9) Aggregate amount beneficially owned by each reporting person

(11) Percent of class represented by amount in Row (9)

(10) Check if the aggregate amount in Row (9) excludes certain shares*

Names of reporting persons I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY).			
		ncentrated Convertible Arbitrage Partners, L.P.	
	ne apj	propriate box if a member of a group*	
(a) □ (b) ⊠			
SEC use	only		
Citizens	hip o	r place of organization	
British V	√irgir	n Islands	
	(5)	Sole voting power	
mber of		0	
	(6)	Shared voting power	
		37,110 (See item 4)	
	(7)	Sole dispositive power	
-		0	
with:	(8)	Shared dispositive power	
		37,110 (See item 4)	
Aggrega	ite an	nount beneficially owned by each reporting person	
37,110 (See item 4)			
0) Check if the aggregate amount in Row (9) excludes certain shares*			
Percent	of cla	ass represented by amount in Row (9)	
0.5% (S	ee ite	m 4)	
		•	
PN			
	I.R.S. III Whitebo Check th (a) □ (b) ☒ SEC use Citizens British V mber of shares neficially when by each porting person with: Aggrega 37,110 (Check if Percent 0.5% (S)	I.R.S. IDENT Whitebox Co Check the ap (a) (b) SEC use only Citizenship o British Virgin (5) Imber of shares (6) Deficially whed by each (7) Dorting berson with: (8) Aggregate an 37,110 (See i Check if the acceptance of Classific Check if the acceptance of Check	

(1)	1) Names of reporting persons I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY).			
	Whitebo	х Со	ncentrated Convertible Arbitrage Fund, L.P.	
(2)	Check tl (a) □	ne ap	propriate box if a member of a group*	
	(b) ⊠			
(3)	SEC use	only	7	
(4)	Citizens	hip o	r place of organization	
	Delawai	e		
	-	(5)	Sole voting power	
Nu	mber of		0	
	shares beneficially		Shared voting power	
	ned by		37,110 (See item 4)	
	each porting	(7)	Sole dispositive power	
	erson		0	
,	with:		Shared dispositive power	
			37,110 (See item 4)	
(9)	Aggrega	ite an	nount beneficially owned by each reporting person	
	37,110 (See i	tem 4)	
(10)	Check it	f the a	aggregate amount in Row (9) excludes certain shares*	
(11)	Percent	of cla	ass represented by amount in Row (9)	
	0.5% (S		·	
(12)	Type of	repoi	ting person*	
	PN			

(1)	Names of reporting persons I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY).			
	Whitebox Concentrated Convertible Arbitrage Fund, Ltd.			
(2)	Check tl (a) □	ne apj	propriate box if a member of a group*	
	(b) ⊠			
(3)	SEC use	only		
(4)	Citizens	hip o	r place of organization	
	British V	Virgin	ı Islands	
		(5)	Sole voting power	
Nu	mber of		0	
shares beneficially		(6)	Shared voting power	
owned by			37,110 (See item 4)	
	each oorting	(7)	Sole dispositive power	
p	erson		0	
with:		(8)	Shared dispositive power	
			37,110 (See item 4)	
(9)	Aggrega	ite an	nount beneficially owned by each reporting person	
	37,110 (•	
(10)	Check if	f the a	aggregate amount in Row (9) excludes certain shares*	
(11)	Percent	of cla	ass represented by amount in Row (9)	
	0.5% (See item 4)			
(12)	Type of	repor	ting person*	
	PN			

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** SEE INSTRUCTION BEFORE FILLING OUT **

(1)	Names of reporting persons I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY).			
			edit Arbitrage Advisors, LLC	
(2)		he ap	propriate box if a member of a group*	
	(a) □ (b) ⊠			
	,			
(3)	SEC use	only		
(4)	Citizens	hip o	r place of organization	
	Delawar	re		
		(5)	Sole voting power	
Nu	mber of		0	
shares		(6)	Shared voting power	
	eficially ned by		168,490 (See item 4)	
	each	(7)	Sole dispositive power	
_	reporting		0	
	erson with:	(8)	Shared dispositive power	
		(0)		
	_		168,490 (See item 4)	
(9)	Aggrega	ate an	nount beneficially owned by each reporting person	
	168,490	(See	item 4)	
(10)	Check if	f the a	aggregate amount in Row (9) excludes certain shares*	
(11)	Percent	of cla	ass represented by amount in Row (9)	
(11)				
	2.4% (S		•	
(12)	Type of	repor	ting person*	
	IA			

(1)	Names of reporting persons I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY).			
			edit Arbitrage Partners, L.P.	
(2)		he ap	propriate box if a member of a group*	
	(a) □ (b) ⊠			
(2)	,	,		
(3)	SEC use	е опту		
(4)	Citizens	hip o	r place of organization	
	British V	Virgir	n Islands	
		(5)	Sole voting power	
Nu	mber of			
	hares	(6)	Shared voting power	
	eficially ned by		168,490 (See item 4)	
	each	(7)	· · · · · · · · · · · · · · · · · · ·	
_	oorting erson			
	with:	(8)	Shared dispositive power	
			168,490 (See item 4)	
(9)	Aggrega	ate an	nount beneficially owned by each reporting person	
	168,490	(S00	itam 4)	
(10)			aggregate amount in Row (9) excludes certain shares*	
(11)	Percent	of cla	ass represented by amount in Row (9)	
	2.4% (S		·	
(12)	Type of	repor	ting person*	
	PN			

(1)		Names of reporting persons I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY).			
Whitebox Credit Arbitrage Fund, L.P.					
(2) Check the appropriate box if a member of a group* (a) □ (b) ⊠			propriate box if a member of a group*		
(3)	3) SEC use only				
(4)	Citizens	Citizenship or place of organization			
	Delawar	e			
		(5)	Sole voting power		
Nu	mber of				
	hares eficially	(6)	Shared voting power		
	ned by		168,490 (See item 4)		
	each reporting		Sole dispositive power		
	erson		0		
,	with:		Shared dispositive power		
			168,490 (See item 4)		
(9)	Aggrega	ite an	nount beneficially owned by each reporting person		
	168,490	(See	item 4)		
(10)	Check if	Check if the aggregate amount in Row (9) excludes certain shares*			
(11)	Percent	of cla	ass represented by amount in Row (9)		
	2.4% (See item 4)				
(12)	Type of	repoi	rting person*		
	PN				

(1)	Names of reporting persons I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY).				
	Whitebox Credit Arbitrage Fund, Ltd.				
(2)	Check the appropriate box if a member of a group* (a) □				
	(b) ⊠				
(3)	(3) SEC use only				
(4)	Citizens	hip o	r place of organization		
	British V	Virgin			
		(5)	Sole voting power		
Nu	mber of		0		
	hares eficially	(6)	Shared voting power		
	ned by		168,490 (See item 4)		
	each oorting	(7)	Sole dispositive power		
	erson		0		
with:		(8)	Shared dispositive power		
			168,490 (See item 4)		
(9)	9) Aggregate amount beneficially owned by each reporting person				
	168,490	(See	item 4)		
(10) Check if the aggregate amount in Row (9) excludes certain shares*		aggregate amount in Row (9) excludes certain shares*			
(11)	Percent	of cla	ass represented by amount in Row (9)		
	2.4% (See item 4)				
(12)	Type of	repor	ting person*		
	PN				

(1)	1) Names of reporting persons I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY).					
	Pandora Select Advisors, LLC					
(2)	Check tl (a) □	Check the appropriate box if a member of a group* (a) □				
(b) \(\overline{\text{D}}\)						
(3)	(3) SEC use only					
(4)	Citizens	Citizenship or place of organization				
	Delawai	e				
		(5)	Sole voting power			
Nu	mber of					
	shares beneficially		Shared voting power			
	ned by		64,799 (See item 4)			
	each reporting		Sole dispositive power			
p	erson					
	with:		Shared dispositive power			
			64,799 (See item 4)			
(9)	(9) Aggregate amount beneficially owned by each reporting person					
64,799 (See item 4)		tem 4)				
(10) Check if the aggregate amount in Row (9) excludes certain		f the a	aggregate amount in Row (9) excludes certain shares*			
(11)	Percent	of cla	ass represented by amount in Row (9)			
	0.9% (See item 4)					
(12)	Type of	repoi	rting person*			
	IA					

(1)	(1) Names of reporting persons I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY).				
	Pandora Select Partners LP				
(2) Check the appropria (a) □ (b) ⊠		he ap	propriate box if a member of a group*		
(3)	(3) SEC use only				
(4)	Citizens	hip o	r place of organization		
	British V	British Virgin Islands			
		(5)	Sole voting power		
	mber of		0		
	hares eficially	(6)	Shared voting power		
ow	ned by		64,799 (See item 4)		
	each reporting		Sole dispositive power		
p	person		0		
,	with:		Shared dispositive power		
			64,799 (See item 4)		
(9)	Aggrega	ate an	nount beneficially owned by each reporting person		
64,799 (See item 4)		·			
(10) Check if the aggregate amount in Row (9) excludes certain shares*		aggregate amount in Row (9) excludes certain shares*			
(11)	Percent	of cla	ass represented by amount in Row (9)		
	0.9% (See item 4)				
(12)	Type of	repo	ting person*		
	PN				

CUSIF	No. 9842	24960	07 13G
(1)	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY).		
(0)	Pandora Select Fund, LP		
(2)	(a) \square	ne ap	propriate box if a member of a group*
	(a) □ (b) ⊠		
(3)	SEC use only		
(4)	Citizens	hip o	r place of organization
	Delawai	e	
		(5)	Sole voting power
Nu	mber of		0
_	shares beneficially		Shared voting power
owned by			64,799 (See item 4)
each reporting		(7)	Sole dispositive power
1 -	person		0
1	with:		Shared dispositive power
			64,799 (See item 4)

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PN

64,799 (See item 4)

0.9% (See item 4)
(12) Type of reporting person*

(9) Aggregate amount beneficially owned by each reporting person

(10) Check if the aggregate amount in Row (9) excludes certain shares*

(11) Percent of class represented by amount in Row (9)

(1)	Names of reporting persons I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY).					
	Pandora Select Fund, Ltd					
(2)		Check the appropriate box if a member of a group*				
	(a) □ (b) ⊠					
(3) SEC use only		,				
(4)	Citizons	hin o	r place of organization			
(4)		_				
	British V	Virgir				
		(5)	Sole voting power			
Nu	mber of		0			
	hares eficially	(6)	Shared voting power			
	ned by		64,799 (See item 4)			
	each porting	(7)	Sole dispositive power			
p	erson		0			
with:		(8)	Shared dispositive power			
			64,799 (See item 4)			
(9)	(9) Aggregate amount beneficially owned by each reporting person		nount beneficially owned by each reporting person			
	64,799 (See i	tem 4)			
(10)	Check if	f the a	aggregate amount in Row (9) excludes certain shares*			
(11)	Percent	of cla	ass represented by amount in Row (9)			
	0.9% (See item 4)					
(12)	2) Type of reporting person*					
	PN					

Item 1.

- (a) Name of Issuer
 - YRC Worldwide Incorporated
- (b) Address of Issuer's Principal Executive Offices

10990 Roe Avenue

Overland Park, KS 66211

Item 2.

- (a) Name of Person Filing
 - This statement is filed by:
- (i) Whitebox Advisors, LLC, a Delaware limited liability company ("WA");
- (ii) Whitebox Multi-Strategy Advisors, LLC, a Delaware limited liability company ("WMSA");
- (iii) Whitebox Multi-Strategy Partners, L.P., a British Virgin Islands limited partnership ("WMSP");
- (iv) Whitebox Multi-Strategy Fund, L.P., a Delaware limited partnership ("WMSFLP");
- (v) Whitebox Multi-Strategy Fund, Ltd., a British Virgin Islands international business company ("WMSFLTD");
- (vi) Whitebox Concentrated Convertible Arbitrage Advisors, LLC, a Delaware limited liability company ("WCCAA");
- (vii) Whitebox Concentrated Convertible Arbitrage Partners, L.P., a British Virgin Islands limited partnership ("WCCAP");
- (viii) Whitebox Concentrated Convertible Arbitrage Fund , L.P., a Delaware limited partnership ("WCCAFLP");
- (ix) Whitebox Concentrated Convertible Arbitrage Fund, Ltd., a British Virgin Islands international business company ("WCCAFLTD");

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- (x) Whitebox Credit Arbitrage Advisors, LLC, a Delaware limited liability company ("WCRAA");
- (xi) Whitebox Credit Arbitrage Partners, L.P., a British Virgin Islands limited partnership ("WCRAP");
- (xii) Whitebox Credit Arbitrage Fund , L.P., a Delaware limited partnership ("WCRAFLP");
- (xiii) Whitebox Credit Arbitrage Fund, Ltd., a British Virgin Islands international business company ("WCRAFLTD");
- (xiv) Pandora Select Advisors, LLC, a Delaware limited liability company ("PSA");
- (xv) Pandora Select Partners, L.P., a British Virgin Islands limited partnership ("PSP");
- (xvi) Pandora Select Fund, L.P., a Delaware limited partnership ("PSFLP");
- (xvii) Pandora Select Fund, Ltd., a British Virgin Islands international business company ("PSFLTD");

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CUSIP No. 9842490	607 13G
(b)	Address of Principal Business Office or, if none, Residence
	The address of the business office of WA, WMSA, WMSFLP, WCCAA, WCCAFLP, WCRAA, WCRAFLP, PSA, and PSFLP is:
	3033 Excelsior Boulevard
	Suite 300 Minneapolis, MN 55416
	The address of the business office of WMSP, WMSFLTD, WCCAP, WCCAFLTD, WCRAP,
	WCRAFLTD, PSP, and PSFLTD is:
	Trident Chambers, P.O. Box 146
	Waterfront Drive, Wickhams Cay Road Town, Tortola, British Virgin Islands
(c)	Citizenship
,	WA, WMSA, WMSFLP, WCCAA, WCCAFLP, WCRAA, WCRAFLP, PSA, and PSFLP are organized under the laws of the State of
	Delaware; WMSP, WMSFLTD, WCCAP, WCCAFLTD, WCRAP, WCRAFLTD, PSP, and PSFLTD are organized under the laws of the
(1)	British Virgin Islands.
(d)	Title of Class of Securities
(a)	Common Stock
(e)	CUSIP Number 984249607
Itom 2 If this state	ement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:
(a)	□ Broker or dealer registered under section 15 of the Act.
(a) (b)	□ Bank as defined in section 3(a)(6) of the Act.
(c)	☐ Insurance company as defined in section 3(a)(19) of the Act.
(d)	☐ Investment company registered under section 8 of the Investment Company Act of 1940.
(e)	✓ An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E).
(f)	\Box An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F).
(g)	☐ A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G).
(h)	□ A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act.
(i)	☐ A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940.
(j)	☐ Group, in accordance with § 240.13d-1(b)(1)(ii)(J).
	** SEE INSTRUCTION BEFORE FILLING OUT **
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Item 4. Ownership

(a) Amount Beneficially Owned

WA, acting as an investment adviser to its client, is deemed to be the beneficial owner of 471,725 shares of Common Stock of the Company.

WMSA, is deemed to beneficially own 201,326 Shares of Common Stock of the company.

WMSP is deemed to beneficially own 201,326 shares of Common Stock as a result of its ownership of Convertible Bonds and Common Stock of the company

WMSFLP is deemed to beneficially own 201,326 shares of Common Stock as a result of its indirect ownership of Convertible Bonds and Common Stock of the company

WMSFLTD is deemed to beneficially own 201,326 shares of Common Stock as a result of its indirect ownership Of Convertible Bonds and, Common Stock of the company

WCCAA, is deemed to beneficially own 37,110 Shares of Common Stock of the company.

WCCAP is deemed to beneficially own 37,110 shares of Common Stock as a result of its ownership of Convertible Bonds and Common Stock of the company

WCCAFLP is deemed to beneficially own 37,110 shares of Common Stock as a result of its indirect ownership of Convertible Bonds and Common Stock of the company

WCCAFLTD is deemed to beneficially own 37,110 shares of Common Stock as a result of its indirect ownership Of Convertible Bonds and Common Stock of the company

WCRAA is deemed to beneficially own 168,490 Shares of Common Stock of the company.

WCRAP is deemed to beneficially own 168,490 shares of Common Stock as a result of its ownership of Convertible Bonds and Common Stock of the company

WCRAFLP is deemed to beneficially own 168,490 shares of Common Stock as a result of its indirect ownership of Convertible Bonds and Common Stock of the company

WCRAFLTD is deemed to beneficially own 168,490 shares of Common Stock as a result of its indirect ownership Of Convertible Bonds and Common Stock of the company

PSA, is deemed to beneficially own 64,799 Shares of Common Stock of the company.

PSP is deemed to beneficially own 64,799 shares of Common Stock as a result of its ownership of Convertible Bonds and Common Stock of the company

PSFLP is deemed to beneficially own 64,799 shares of Common Stock as a result of its indirect ownership Of Convertible Bonds and Common Stock of the company

PSFLTD is deemed to beneficially own 64,799 shares of Common Stock as a result of its indirect ownership Of Convertible Bonds and Common Stock of the company

As a result of the relationship described in this statement, each of WA, WMSA, WMSFLP, WMSFLTD, WCCAA, WCCAFLP, WCCAFLTD, WCRAA, WCRAFLP, WCRAFLTD, PSA, PSFLP, and PSFLTD may be deemed to possess indirect beneficial ownership of the shares of Common Stock beneficially owned by each of WMSP, WCCAP, WCRAP, and PSP.

** SEE INSTRUCTION BEFORE FILLING OUT **

WA, WMSA, WMSFLP, WMSFLTD, WCCAA, WCCAFLP, WCCAFLTD, WCRAA, WCRAFLP, WCRAFLTD, PSA, PSFLP, and PSFLTD each disclaim indirect beneficial ownership of the shares of Common Stock except to the extent of their pecuniary interest in such shares.*

Based on the relationships described herein, these entities may be deemed to constitute a "group" within the meaning Of Rule 13d-5(b)(1) under the Securities Exchange Act of 1934. The filing of this statement shall not be construed as An admission that WA, WMSA, WMSP, WMSFLP, WMSFLTD, WCCAA, WCCAP, WCCAFLP, WCCAFLTD, WCRAA, WCRAP, WCRAFLP, WCRAFLTD, PSA, PSP, PSFLP, and PSFLTD are a group, Or have agreed to act as a group.*

(b) Percent of Class

WA beneficially owns 6.6 % of the company's Common Stock.*

WMSA is deemed to beneficially own 2.8 % of the company's Common Stock

WMSP is deemed to beneficially own 2.8 % of the company's Common Stock

WMSFLP is deemed to beneficially own 2.8 % of the company's Common Stock

WMSFLTD is deemed to beneficially own 2.8 % of the company's Common Stock

WCCAA is deemed to beneficially own 0.5 % of the company's Common Stock

WCCAP is deemed to beneficially own 0.5 % of the company's Common Stock

WCCAFLP is deemed to beneficially own 0.5 % of the company's Common Stock

WCCAFLTD is deemed to beneficially own 0.5 % of the company's Common Stock

WCRAA is deemed to beneficially own 2.4 % of the company's Common Stock

WCRAP is deemed to beneficially own 2.4 % of the company's Common Stock

WCRAFLP is deemed to beneficially own 2.4 % of the company's Common Stock

WCRAFLTD is deemed to beneficially own 2.4 % of the company's Common Stock

PSA is deemed to beneficially own 0.9 % of the company's Common Stock

PSP is deemed to beneficially own 0.9 % of the company's Common Stock

PSFLP is deemed to beneficially own 0.9 % of the company's Common Stock

PSFLTD is deemed to beneficially own 0.9 % of the company's Common Stock

The percentage of Common Stock reportedly owned by each entity herein is based on 6,847,000 shares of outstanding Common Stock of the Company, which is the total number of shares issued and outstanding on December 2, 2011.

- (c) Number of shares as to which such person has:
 - (i) Sole power to vote or to direct the vote

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** SEE INSTRUCTION BEFORE FILLING OUT **

CUSIP No. 984249607

13G

(ii) Shared power to vote or to direct the vote

WA has shared voting power with respect to 471,725 shares of the Issuer's Common Stock.

WMSA, WMSP, WMSFLP, and WMSFLTD, have shared voting power with respect to 201,326 Shares of the Company's Common Stock.

WCCAA, WCCAFLP, and WCCAFLTD have shared voting power with respect to 37,110 Shares of the Company's Common Stock.

WCRAA, WCRAFLP, and WCRAFLTD have shared voting power with respect to 168,490 Shares of the Company's Common Stock.

PSA, PSP, PSFLP, and PSFLTD have shared voting power with respect to 64,799 Shares of the Company's Common Stock.

(iii) Sole power to dispose or to direct the disposition of

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(iv) Shared power to dispose or to direct the disposition of

WA has shared voting power with respect to 471,725 shares of the Issuer's Common Stock.

WMSA, WMSP, WMSFLP, and WMSFLTD, have shared voting power with respect to 201,326 Shares of the Company's Common Stock.

WCCAA, WCCAFLP, and WCCAFLTD have shared voting power with respect to 37,110 Shares of the Company's Common Stock.

WCRAA, WCRAFLP, and WCRAFLTD have shared voting power with respect to 168,490 Shares of the Company's Common Stock.

PSA, PSP, PSFLP, and PSFLTD have shared voting power with respect to 64,799 Shares of the Company's Common Stock.

Instruction. For computations regarding securities which represent a right to acquire an underlying security *see* §240.13d3(d)(1).

Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following \Box *.

Instruction. Dissolution of a group requires a response to this item.

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not Applicable.

** SEE INSTRUCTION BEFORE FILLING OUT **

CUSIP No. 984249607 13G

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person.

Not Applicable

Item 8. Identification and Classification of Members of the Group

See Item 2

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 acquired and are held in the ordinary course of business and 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.

SIGNATURE

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

02/13/12
Date
/s/ Clint B. Semm
Signature
Clint B. Semm Chief Financial Officer of Whitebox Advisors, LLC.
Name/Title

The original statement shall be signed by each person on whose behalf the statement is filed or his authorized representative. If the statement is signed on behalf of a person by his authorized representative other than an executive officer or general partner of the filing person, evidence of the representative's authority to sign on behalf of such person shall be filed with the statement, provided, however, that a power of attorney for this purpose which is already on file with the Commission may be incorporated by reference. The name and any title of each person who signs the statement shall be typed or printed beneath his signature.

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

Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (See 18 U.S.C. 1001) fb.us.1260302.03

** SEE INSTRUCTION BEFORE FILLING OUT **

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