

St. Ward

PROSPECTUS

225,000,000 SHARES

THE WAR IN VIETNAM

Common Stock
(No Par Value)

THIS OFFERING INVOLVES A HIGH DEGREE OF RISK

At the present time there is no established trading market for the Common Stock of the Company. The Company does not have a record of earnings or success, and the price of the shares being offered hereby was determined by the Company and may be deemed arbitrary.

THIS MATTER HAS NOT BEEN APPROVED OR DISAPPROVED BY THE SECURITIES EXCHANGE COMMISSION, THE CONGRESS OF THE UNITED STATES, THE AMERICAN PEOPLE, OR ANY OTHER GOVERNMENTAL AGENCY, EXCEPT THE PENTAGON, NOR HAS ANY AGENCY PASSED UPON THE ACCURACY OR ADEQUACY OF INFORMATION DISCLOSED WITH REGARD TO THIS MATTER. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.

	Price to Public(1)	Underwriting Discounts and Commissions	Proceeds To Company
Per Share			
Total	\$120 Billion		

(1) Does not include additional costs and effects, including, but not limited to, inflation, destruction of youth and properties, divisiveness of the populace, destruction of the concepts underlying the republic and other related costs.

This offering involves:

- (a) *Special Risks concerning the Company. See "Introductory Statement."*
- (b) *Annual call for additional funds and assessment on shareholders.*

THE ADMINISTRATION

THE JOINT CHIEFS OF STAFF

This prospectus was written by Burton R. Tauber. It is being offered to the public by Workman Publishing Company, Inc., Monocle Periodicals, Inc., Pentacle Press, Inc.

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A registration statement relating to these securities has been filed with the Securities and Exchange Commission but has not yet become effective. Information contained herein is subject to completion or amendment. These securities may not be sold nor may offers to buy be accepted prior to the time the registration statement becomes effective. This prospectus shall not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of these securities in any State in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such State.

Until _____, 1970 (90 days after the date of this Prospectus), all dealers effecting transactions in the shares offered hereby whether or not participating in this distribution, may be required to deliver a Prospectus. This is in addition to the obligation of dealers to deliver a Prospectus when acting as underwriters.

No dealer, salesman, member of the Administration or any other person is authorized by the Company to give any information with regard to the Company to the Congress of the United States, including the Senate Foreign Relations Committee, or to make any representation other than as contained in this Prospectus in connection with the offering described herein. This Prospectus does not constitute an offering to sell or a solicitation of an offer to buy from any person in any State in which it is unlawful to make such offer or solicitation. The delivery of this Prospectus or statements by officers of the Company at any time do not imply that the information herein is correct as of any time subsequent to the date hereof.

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IN CONNECTION WITH THIS OFFERING, THE COMPANY MAY OVER-ALLOT OR EFFECT TRANSACTIONS WHICH STABILIZE OR MAINTAIN THE MARKET PRICE OF THE COMMON STOCK OF THE COMPANY AT A LEVEL ABOVE THAT WHICH MIGHT OTHERWISE PREVAIL IN THE OPEN MARKET. SUCH STABILIZING, IF COMMENCED, MAY BE DISCONTINUED AT ANY TIME.

THE COMPANY

The War in Vietnam (hereinafter referred to as "the Company") was organized in its present form in 1954 when the present Company acquired the business and liabilities of a predecessor corporation (or more accurately a French organization Societe Anonyme). The predecessor corporation operated a business previously carried on by Japanese interests and before that by Chinese, Annamite, Champa, Thai, etc.

The Company maintains its principal office at "White House", Washington, D. C.

The business of the Company consists primarily of acquiring and destroying real estate.

INTRODUCTORY STATEMENT

Risk Factors

Prospective investors should be aware of the following facts which are intended to indicate certain of the risks affecting the operations of the Company and any investment made therein.

(1) The Company has been actively engaged in business for over six years and operations to date have not been profitable.

(2) The Company has, from time to time, experienced working capital shortages. In order to meet such shortages, the Company has been forced to appropriate large sums of money from the domestic budget and needs of the American people. Considering the state of the Nation, there is no assurance that further interim capital will be available. See "Legislation and Regulation—Cooper, Church, McGovern, Hatfield".

(3) The Company may in the future need additional financing in order to implement its proposed programs. While there can be no assurance that such financing will be available, investors should be aware that this investment is subject to further annual assessments without limit and that the call for additional funds constitutes a first lien and priority on all other assets and needs of the investor, regardless of his financial, moral or domestic condition at that time.

(4) Because of its financial and operational condition and contemplated future, the Company does not intend to pay dividends in the foreseeable future. However, over the longer period, investors shall receive honor and retention of face. It is also Company policy to give their sons jobs overseas, with generous medical and life insurance benefits.

APPLICATION OF PROCEEDS

The net proceeds from the sale of shares offered hereby after deduction for miscalculation and wastage in the Pentagon and corruption and pilferage in South East Asia, will be approximately \$50 billion. The Company intends to apply such proceeds as follows:

1. Real estate acquisitions.
2. Development of devices and materials to kill, maim and otherwise destroy life.
3. Salaries and fringe benefits, including burial expenses and prosthesis for employees.
4. Public relations and good will traveling by officers of the Company.
5. Payments and other benefits to certain government officers in Vietnam and their mistresses. See "Remuneration".
6. Any other activity or expenses which the President of the Company in his capacity as Commander-in-Chief deems necessary to maintain the Country's honor regardless of the material, financial or moral cost. In the event said cost exceeds the proceeds from this offering, there will be additional offerings every April 15th.

CAPITALIZATION

The following table reflects the capitalization of the Company as of June 30, 1970 and as adjusted to give effect to the issuance and sales of the shares offered hereby:

<u>Title of Class</u>	<u>Authorized</u>	<u>Outstanding</u>	<u>Amount to be Outstanding</u>
Common Stock (No par value)	None	225,000,000(1)	
Long term debt	None	Unfathomable	

(1) Every man, woman and child in the United States and a good number of their offspring will participate directly and indirectly in the financing of the Company's operations.

BUSINESS OF THE COMPANY

The Company commenced business as a small scale consulting firm, but since 1964 has branched out into the active conduct of upholding democracy and honoring commitments. The Company's services are rendered principally to Messrs. Thieu and Ky and in the past have included the following operations:

Winning the Hearts and Minds of the People

This activity of the Company consisted of bombing villages, destroying principal food crops, shooting civilians and others whose hearts and minds had not yet been secured, and other related activities. The Company having been less than tactically successful in this area, (while not abandoning this activity) changed its approach to

Finding the Light at the End of the Tunnel

This activity of the Company consisted of bombing villages, destroying principal food crops, shooting civilians and others whose hearts and minds had not yet been secured, and other related activities. The Company having been less than tactically successful in this area, (while not abandoning this activity) changed its approach to

Strategic Hamlets

This activity of the Company consisted of bombing villages, destroying principal food crops, shooting at civilians and others whose hearts and minds had not been secured, and other related activities. The Company having been less than tactically successful in this area, (while not abandoning this activity) changed its approach to

Pacification

This activity of the Company consisted of bombing villages, destroying principal food crops, shooting at civilians and others whose hearts and minds had not been secured, and other related activities. The Company having been less than tactically successful in this area, (while not abandoning this activity) changed its approach to

Vietnamization

The Company having decided to phase out of its previous activities because of lack of success is now training the people of Vietnam (those whose hearts and minds have been secured) to win the hearts and minds of the People.

Other Activities

While the above areas are the Company's basic operations, the Company is also engaged in:

Honoring its commitments, preventing Communist aggression and saving the Nation's Face. The Company has no written documents, contracts, treaties or other agreements in this regard. The Company is also engaged in certain aspects of the toy business, including falling dominoes, Nervous Nellie dolls, paper tigers and tiger cages. The Company, to promote its product, sponsors a national TV program entitled "I've Got A Secret Plan". It has dropped its option on an alternate show called "To Tell The Truth". See "Advertising Program."

In connection with that phase of the Business referred to above under Vietnamization, there is no assurance that the Company will be able to successfully develop and sell said service to the American People and in the event that it is successful in so doing, there is no assurance that said operation will be profitable. Past operations of the Company would indicate that success is highly unlikely. The Company's officers and advisors have assured the Company that the current policies of the Company will hasten the accomplishment of Company goals. These are the same officers and advisors who were instrumental in implementing such past activities of the Company as dropping 5,172,823 tons of bombs on North Vietnam; increasing employee level to over 520,000 after, concurrent with, or prior to a cert_in incident in the Gulf of Tonkin; replacing of one Diem and others by current branch management in Saigon to further democracy in Vietnam; destroying of villages and hamlets to obtain pacification and win friends among those individuals whose homes and villages have been destroyed; defoliating; and opening of a Cambodian subsidiary to destroy enemy sanctuaries and do away with the total structure of enemy headquarters in Southeast Asia. In connection herewith see "Certain Transactions".

Paris

Since the spring of 1967 the Company has maintained an office in Paris, France. The responsibility for creating ultimate policy emanating from said office, however, has been delegated to Messrs. Thieu and Ky, operating from the Company's Saigon office. The Company has been advised by its regional management in Saigon that the Paris operation represents no meaningful effect to the Company's business or termination thereof. Madame Nhu who resides in Paris is no longer connected with the Company.

Operations to Date

The Company has expended approximately 120 billion dollars in its business to date. It has, however, secured 23 acres of rice paddies, 3 square miles of highlands, 216 square miles of monsoon jungle and, according to Company sources, the lower Mekong Delta. The Company has also killed 661,290 enemy

troops (these figures have been supplied by management and are unaudited) and considers its kill ratio to be successful. The approximate cost of each kill is \$196,800. In light of prevailing inflationary conditions, this cost-per-unit compares favorably with figures of \$5,280, and \$5,779 for World War II and the Korean Wars, respectively. The Company has lost approximately 51,543(1) employees through complete termination. The number of individuals no longer physically or emotionally able to function for the Company or anyone else is presently not ascertainable. While the Company has also involved the death of 86,000 allied soldiers, and the wounding or death of approximately 200,000 civilians a year, it is the Company's opinion that such events are not significant and not materially harmful to its principal business.

Cambodian Subsidiary

The Company has in the past expanded its operations into Cambodia. In addition to the above referred to activities of the Company, in Cambodia the Company has engaged in destroying sanctuaries, protecting lives of American boys and destroying enemy headquarters located there. The Company only lost 360 employees, but captured 6,880 tons of rice, 248 radios, and 12,400 pounds of documents. Notwithstanding the fact that no enemy headquarters were found, and that sanctuaries apparently may be relocated rather easily, the Company believes that the operations of its Subsidiary were highly successful. The operations of the Subsidiary officially were terminated on June 30th. However, the Company is in the process of hiring outside employees from Thailand and South Vietnam to carry on the business previously carried on by the Company.

Although there is some confusion at the present time as to the scope of activity to be undertaken by the Company with regard to financial support, air power, mercenary troops and equipment and although the Company's competitors (enemy), both internal and external, have taken steps to prevent the Company's subsidiary from operating effectively, management believes that the Company's subsidiary operation reflects a meaningful potential in expanding the Company's business.

Advertising Program

The Company's advertising is carried on domestically by its Chief Executive Officer on network television at prime time, free of charge. Overseas advertising is handled by the USIA Affiliate. Since statements made by the management are not subject to standards of truth imposed on other advertisers by the Federal Trade Commission and other regulatory agencies, and since the Company's competition does not readily have the facilities to promote its cause, except for certain "liberal news media" which the Company does not believe is effective with the greater majority of the silent market, the Company believes that it will always be able to obtain its objectives through its advertising and public relations campaign.

(1) This figure is subject to change daily and represents the last reported number as of the date of this offering.

Spiro T. Agnew, Vice President in Charge of Public Relations, conducts a regular intensive campaign at church dinners, \$100 a plate banquets and other functions which the Company believes may be used to further its policy. He is also keeping track of the Company's timetable for withdrawal on a special Spiro T. Agnew stopwatch. The Company has, in the past, retained such outside public relations advisors as Billy Graham, John Wayne and Vice President Ky, operating from the Company's Saigon office. See "Certain Transactions".

Competition

There are no others in the industry who have resources substantially greater than those of the Company. While the Company's activities are somewhat challenged by Effete Corp. of Intellectual Snobs, Inc. and Noisy Minority, Inc., the Company does not believe these groups, even with the financial and moral support of Hanoi, Moscow, Havana, not to mention Samarkand, Tashkent and Peking, are in a position to have an effect on the Company's operations. The Company believes that in the remote event that its competition does have an impact its operations can be fruitful and continuous in other markets, namely Thailand and Laos.

The Company, through its affiliates, such as the Department of Justice, has taken steps to neutralize and minimize its competition through programs managed by Company officers. While such efforts have been underway for over two years, the formalization of such program carried on under the Company trademark "Separating the Bad Apples" has been recently stepped up. See "Advertising Program".

Legislation and Regulation

The Company faces competition for its funding and manpower from such areas as eradication of slums, building of homes and schools and recreational areas, control of air and water pollution, alleviating malnutrition and disease. The Company believes, however, that the American people, when faced with a choice between the Company and such other minor activities as described above, will unquestionably favor the Company.

While Senators Cooper, Church, McGovern, Hatfield and others have proposed legislation effecting the Company's operations, the Company believes such proposals will be defeated through the Company's advertising, public relations program and official patriotism program. Where such legislation has been enacted, however, the Company believes that the legislation is no more inhibiting to its future than the Constitution of the United States which, as interpreted by Management, has had and continues to have no meaning or impact whatsoever.

Customers

The Company has one customer which accounts for 100% of its business. Despite the fact that this customer has changed management frequently over the past decade the customer has continued to rely

