

KNIGHT SECURITIES L P
Form SC 13G
December 10, 2002

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Schedule 13G

Under the Securities Exchange Act of 1934

Group Management Corp

(Name of Issuer)

Common Stock

(Title of Class of Securities)

39944E106

(CUSIP Number)

November 30, 2002

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- 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).

SCHEDULE 13G

CUSIP No. 39944E106

1. Name of Reporting Person
I.R.S. Identification No. of above persons (entities only)

Knight Securities, L.P.

2. Check the Appropriate Box if a Member of a Group*
(a)
(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power

799,363

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

6. Shared Voting Power

Not applicable

7. Sole Dispositive Power

799,363

8. Shared Dispositive Power

Not applicable

9. Aggregate Amount Beneficially Owned by Each Reporting Person

799,363

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

11. Percent of Class Represented by Amount in Row (9)

11.0%

12. Type of Reporting Person*

BD

- ITEM 1(a). Name of Issuer
Group Management Corp
- ITEM 1(b). Address of Issuer's Principal Executive Offices
12503 Exchange Blvd., Ste. 554, Stafford, Texas 77477
- ITEM 2(a). Names of Persons Filing
Knight Securities, L.P.
- ITEM 2(b). Address of principal business office
**525 Washington Blvd., 23rd Fl.
 Jersey City, NJ 07310**
- ITEM 2(c). Citizenship
Delaware
- ITEM 2(d). Title of Class of Securities
Common Stock
- ITEM 2(e). CUSIP Number
N/A
- ITEM 3. If this statement is filed pursuant to Rules 13d-1(b), or 13(d)-2(b), check whether the person filing it is a:
(a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).
- ITEM 4. Ownership
- | | | |
|-----|--------------------------------------------------------------|-----------------------|
| (a) | Amount beneficially owned | 799,363 |
| (b) | Percent of class | 11.0% |
| (c) | Number of shares as to which such person has: | |
| | (i) sole power to vote or to direct the vote | 799,363 |
| | (ii) shared power to vote or to direct the vote | Not applicable |
| | (iii) sole power to dispose or to direct the disposition of | 799,363 |
| | (iv) shared power to dispose or to direct the disposition of | Not applicable |
- ITEM 5. Ownership of Five Percent or Less of a Class
Not applicable
- ITEM 6. Ownership of More than Five Percent on Behalf of Another Person
Not applicable
- ITEM 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company
Not applicable.
- ITEM 8. Identification and Classification of Members of the Group

Not applicable.

ITEM 9.

Notice of Dissolution of Group

Not applicable.

ITEM 10. Certification

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

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.

Date: December 9, 2002

KNIGHT SECURITIES, L.P.

By: /s/ LEONARD J.
AMORUSO

Leonard J. Amoruso
SVP, CLO, & Chief
Compliance Officer