



Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)											Fully Owned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)			
					(A)	(D)	Date	Expiration Date						Title	Amount or Number of Shares	
Option <sup>(1)</sup>	\$10.375	11/18/2003		M		200	09/05/2001	09/05/2010	Common Stock	73,332	\$10.375	73,132	D			
Option <sup>(1)</sup>	\$10.375	11/19/2003		M		73,132	09/05/2001	09/05/2010	Common Stock	73,132	\$10.375	0	D			
Option <sup>(1)</sup>	\$10.375	11/19/2003		M		14,666	09/05/2001	09/05/2010	Common Stock	14,666	\$10.375	0	D			
Option <sup>(1)</sup>	\$14.625	11/19/2003		M		14,800	09/08/2000	09/08/2009	Common Stock	180,000	\$14.625	165,200	D			
Option <sup>(1)</sup>	\$14.625	11/20/2003		M		65,200	09/08/2000	09/08/2009	Common Stock	165,200	\$14.625	100,000	D			

**Explanation of Responses:**

1. Right to buy. Includes right to have shares withheld to satisfy tax withholding obligations upon exercise.

**Remarks:**

Mary B. Reynolds, by Power of Attorney dated January 28, 11/20/2003 2002

\*\* Signature of Reporting Person      Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.