Principal Amount: \$100,000,000
Issue Price: 100\%
Initial Interest Rate: To be determined on August 21, 1998

Trade Date: August 20, 1998
Original Issue Date: August 25, 1998 Net Proceeds to Issuer: See "Supplemental Plan of Distribution" below. Agent's Discount or Commission: See "Supplemental Plan of Distribution" below.

Stated Maturity Date: August 25, 1999
Base Rate:


Interest Rate Determination Dates: the second London Business Day
(as defined in the Prospectus Supplement) prior to
the applicable Interest Rate Reset Date
Interest Rate Reset Dates: November 25, 1998, February 25, 1999
and May 25, 1999
Interest Rate Reset Period: Quarterly
Interest Payment Dates: November 25, 1998, February 25, 1999,
Index Maturity:
May 25, 1999 and August 25, 1999
3 month
US Dollars
Index Currency:

- 16 basis points (- 0.16\%)

Spread (+/-): N/A
Spread Multiplier:
Maximum Interest Rate:
Minimum Interest Rate:
Day Count Convention:
[ ] 30/360 for the period from $\qquad$ to $\qquad$
[X] Actual/360 for the period from August 25, 1998 to August 25, 1999.
[ ] Actual / Actual for the period from $\qquad$ to $\qquad$
Redemption:
[ X ] The Notes cannot be redeemed by the Company prior to the Stated Maturity Date.
[ ] The Notes may be redeemed by the Company prior to the Stated Maturity Date.

Initial Redemption Percentage:
Annual Redemption Percentage Reduction: \% until Redemption Percentage is $100 \%$ of the Principal amount.

Optional Repayment:
[ X ] The Notes cannot be repaid at the option of the holder thereof prior to the Stated Maturity Date.
[ ] The Notes can be repaid at the option of the holder thereof prior to the Stated Maturity Date at Optional Repayment Date(s): Repayment Price: \% Currency:
(If other than US Dollars, see attached.)
Minimum Denomination: \$1,000
(Applicable only if Specified Currency is other than US Dollars.)
Original Issue Discount: [ ] [ X ] No Total amount of OID:
Yield to Maturity:
Initial Accrual Period:
Form: [ X ] Book-entry [ ] Certificated
Agent action in the capacity indicated below:
[ ] Agent Principal [ X ]
If as Principal:
[ X ] The Notes are being offered at varying
prices related to prevailing market prices at the time of resale.
[ ] The Notes are being offered at a fixed
initial public offering price of $100 \%$ of principal amount.
If as Agent:
The Notes are being offered at a fixed initial public offering price of $100 \%$ of principal amount.
[ X ] Other provisions: (see attached)

The net proceeds from the sale of the Notes will be used by the Company to retire commercial paper which was issued by the Company for general corporate purposes and working capital. As of August 14, 1998, the Company's outstanding commercial paper had a weighted average interest rate of $5.57 \%$ with maturities ranging from 5 to 119 days.

Supplemental Plan of Distribution:
Under the terms of and subject to the conditions of an agreement, dated August 20, 1998, between Credit Suisse First Boston Corporation and the Company, Credit Suisse First Boston Corporation, acting as principal, has agreed to purchase, and the Company has agreed to sell, the Notes at $100 \%$ of their principal amount. The Company has also entered into a swap with an affiliate of Credit Suisse First Boston Corporation in connection with the issuance of the Notes.

