FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPRO	VAL						
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Date	3. Date 05/10 4. If Ar	ee of E	Earliest)4	Trans	action (M	VE Nonth/	CO [CI			(Check	all app Direct Office below Vidual o	olicable) ctor er (give title v) /P, Corpora	te Controller Filing (Check A	owner (specify pplicable
Non-Deriva 2. Transac Date	05/10 4. If Ar	mend)4 Iment, I					y/Year)	1	6. Indiv	belov \ vidual o	r Joint/Group	te Controller Filing (Check A	pplicable
Non-Deriva 2. Transac Date	ative S			Date o	f Origina	l Filed	(Month/Da	y/Year)	1	Line)			• •	
2. Transac		Secu	ırities	4. If Amendment, Date of Original Filed (Month/Day/Year)							,			
Date	rtion			s Acc	uired,	Dis	posed o	f, or I	3enefi	cially	Owne	ed		
				Execution Date,		3. Transaction Code (Instr. 8) 4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4			and 5) Securities Beneficially Owned Following		ties cially d Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) (D)	or Pri	ce	Transa	action(s)		(Instr. 4)		
Common Stock 05/10/20				2004			20,000	D) \$5	8.125	85,963		D	
Common Stock											3	3,748	I	By issuer's 401(k) plan trustee
											wned			
Conversion or Exercise (Month/Day/Year) Frice of Price of Derivative Security Execution Date if any (Month/Day/Year) 8		ion str.	on of Derivative (Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiration Date (Month/Day/Year) Date Expiration		e ar)	Amount of Securities Underlying Derivative Security (Instr. : and 4)		Deri Seci (Inst	vative urity	derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
,	05/10/	(Month/Day/Year) 05/10/2004 II - Derivative Ser (e.g., puts, ca elemed aution Date, (th/Day/Year) 4. Transact Code (In: 8)	O5/10/2004 I - Derivative Securi (e.g., puts, calls, veemed ution Date, th/Day/Year) A. Transaction Code (Instr. 8)	(Month/Day/Year) if any (Month/Day) 05/10/2004 I - Derivative Securities A (e.g., puts, calls, warra vide (e.g., puts, calls, warra vide (h/Day/Year) 4. Transaction Code (Instr. 8) 5. Nun of Deriva Securities A (A. Quiton Date, th/Day/Year) (A) or Disposor of (D) (Instr. and 5)	(Month/Day/Year) if any (Month/Day/Year) 05/10/2004 I - Derivative Securities Acqui (e.g., puts, calls, warrants, deemed ultion Date, th/Day/Year) 1 - Derivative Securities Acquired (A) or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	(Month/Day/Year) if any (Month/Day/Year) Code (Month	(Month/Day/Year) if any (Month/Day/Year) Code (Instr. 8) I - Derivative Securities Acquired, Disport (e.g., puts, calls, warrants, options, continuous th/Day/Year) 4. Transaction Code (Instr. 8) 5. Number of Expiration Date (A) or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Date	(Month/Day/Year) if any (Month/Day/Year) Code (Instr. 8) Code V Amount D 20,000 I - Derivative Securities Acquired, Disposed of, (e.g., puts, calls, warrants, options, convertib (e.g., puts, calls, warrants, options, convertib (month/Day/Year) Transaction Code (Instr. 8) 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Date Expiration	(Month/Day/Year) if any (Month/Day/Year) Code (Instr. 8) Code V Amount (A) (D) D 20,000 I I - Derivative Securities Acquired, Disposed of, or Be (e.g., puts, calls, warrants, options, convertible secution Date, (th/Day/Year) Transaction Code (Instr. 8) Securities Acquired (A) or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Date Expiration Expiration Date Expiration	(Month/Day/Year) if any (Month/Day/Year)	(Month/Day/Year) if any (Month/Day/Year)	Code V	(Month/Day/Year) if any (Month/Day/Year) Code V Amount (A) or (D) Price Transaction(s) (Instr. 3 and 4) 1 - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1 - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1 - Derivative Securities Acquired (A) or (D) S58.125 S5,963 3,748 2 - Derivative Securities (Month/Day/Year) Securities (Month/Day/Year) Securities (Month/Day/Year) Securities (Month/Day/Year) Securities (Instr. 5) Securities (Instr. 5) Securities (Instr. 5) Securities (Instr. 5) Securities (Instr. 4) Securities (Instr. 6) Securities (Instr. 7) Securities (Instr. 7) Securities (Instr. 8) Securities (Instr. 6) Securities (Instr. 7) Securities (Instr. 7) Securities (Instr. 7) Securities (Instr. 8) Securities (Instr. 8) Securities (Instr. 9) Securit	(Month/Day/Year) fr any (Month/Day/Year) Code V Amount (A) or (D) Price Transaction(s) (Instr. 3) D Code V Amount (A) or (D) Price Transaction(s) (Instr. 3) D Code V Amount (B) or (Instr. 4) Code V Amount (B) or (Instr. 4) Code V Amount (B) or (Instr. 4) Code V Amount (C) or Indirect (I) (Instr. 4) Code V Amount (C) or Indirect (I) (Instr. 4) Code V Amount (C) or Indirect (I) (Instr. 4) Code V Amount (C) or Indirect (I) (Instr. 4) Code Code

Explanation of Responses:

Remarks:

Nina D. Gillman by power of attorney

05/12/2004

** 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.