FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| STATEMENT | OF CHANGE | ES IN BEN | EFICIAL (| OWNERS | HIP |
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| OMB APPROVAL | | | | | | | | | | |
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| Estimated average b | ourden | | | | | | | | | |
| hours per response: | 0.5 | | | | | | | | | |

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

| 1. Name ar | | | | e and Tio E PAI | | | | Symbol CO [CL | (Check | k all applica Director | able) | p Person(s) to Issuer 10% Owner Other (spec | | ner | | | | | | |
|---|---|---|------------|---------------------------|------------------------------|-------------------------|---|-------------------|-----------|--|------------------|--|---|--------------------------------|-------|---|--|---------------|--|--|
| | (F LGATE-PA K AVENU | 09 | /01/2 | 004 | | | ` | | Day/Year) | X Officer (give title Other (specify below) Chief Financial Officer | | | | | | | | | | |
| (Street) NEW YO | _ 4. | 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | | | | | | | | | | ı | | | | |
| (City) | (S | | (Zip) | | | | | | | | | | | | | | | | | |
| Table I - Non-Deriv 1. Title of Security (Instr. 3) 2. Transa Date (Month/L | | | | | saction | ear) | 2A. Deemed Execution Date, if any (Month/Day/Year) | | | 3. Transa Code (8) | ction | 4. Securiti | ies Acquire | ed (A) o | or | 5. Amour Securitie Beneficia Owned F | 5. Amount of Securities Beneficially Owned Following | | : Direct I Indirect I str. 4) | 7. Nature of ndirect Beneficial Ownership |
| | | | | | | | | | Ì | Code | v | Amount | (A) oi (D) | Pric | се | Reported Transact (Instr. 3 a | ion(s) | | | (Instr. 4) |
| Common | 09/0 | 09/01/2004 | | | | | | | 16,833 | В А | \$5 | 53.83 | 184 | 184,416 | | D | | | | |
| Common | 1/200 |)4 | | | | F ⁽²⁾ | | 34 | D | \$5 | 54.16 | 184 | ,382 | | D | | | | | |
| Common Stock 09. | | | | | |)4 | | | | F ⁽³⁾ | | 16,731 | l D | \$5 | 54.16 | 167, | 651 ⁽⁴⁾ | | D | |
| Common Stock | | | | | | | | | | | | | | | | 2,5 | 707 | | I i | By issuer's 401(k) plan |
| | | | Table II - | | | | | | | | | osed of, convertib | | | | wned | | | | |
| 1. Title of Derivative Security (Instr. 3) | e of 2. 3. Transaction 3A. Deemed Execution Date, ity or Exercise (Month/Day/Year) if any | | | | 4. Transa Code (8) | | 5. Number n of | | | Date Ex opiration onth/Da | Date | | 7. Title and Ar of Securities Underlying Derivative Sec (Instr. 3 and 4 | | [| 3. Price of Derivative Security (Instr. 5) | 9. Numbe derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4) | e s lly | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | | Code | v | (A) | (D) | Da Ex | ate kercisab | le | Expiration Date | Title | Amo or Num of Shar | ber | | | | | |
| Stock Option (Right to Buy) | \$53.83 | 09/01/2004 | | | M ⁽¹⁾ | | | | 10/26/200 | | 1 ⁽⁵⁾ | 09/07/2004 | Common Stock | 16,8 | 333 | \$0 | 0 | | D | |

Explanation of Responses:

- 1. Exercise of stock options awarded under the issuer's employee stock option plan.
- 2. Payment of tax liability by delivering or withholding shares of stock incident to the exercise of the option under the issuer's employee stock option plan.
- 3. Payment of exercise price of stock option by delivering or withholding shares of stock incident to the exercise of the option under the issuer's employee stock option plan.
- 4. As a result of the reported transactions, the reporting person's Common Stock ownership has increased by 68 shares.
- 5. Option became exercisable six months from the grant date.

Remarks:

Nina D Gillman by power of <u>attorney</u>

09/03/2004

** 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.