FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287 December 31, Expires: 2014

Estimated average burden hours per 0.5 response:

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 and Address of Reporting Person* SONDENO DUDLEY J									er or Trading				5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
(Last)	ast) (First) (Middle)					3. Date of Earliest Transaction (Month/Day/Year) 07/15/2003								below)	(give title Chief Know/'		Other (s below)	. ,
(Street)						4. If Amendment, Date of Original Filed (Month/Day/Year) 07/15/2003								6. Individual or Joint/Group Filing (Check Applicable Line)				
(City)	City) (State) (Zip)													X Form filed by One Reporting Person Form filed by More than One Reporting Person				
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																	
1. Title of Security (Instr. 3) 2. Transar Date (Month/Date						Execution Date,			Transaction Disposed Of Code (Instr. 5)		es Acquired (A) or Of (D) (Instr. 3, 4 and		5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership	
										Ī	Amount	(A) or (D)		Transacti	Reported Transaction(s) (Instr. 3 and 4)			(Instr. 4)
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																	
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution D if any (Month/Day/	Date,	Code (In		5. Numb of Derivati Securiti Acquire (A) or Dispose of (D) (II 3, 4 and	ve es ed ed nstr.	5. 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 derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	e s ally	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership t (Instr. 4)
					Code	v	(A)	(D)	Date Exercisable		expiration late	Title	Amount or Number of Shares					
Stock Option (right to buy)7/15/03	21.09	07/15/2003			A		12,500		07/15/2004 ⁽¹⁾	0	7/15/2013	Common stock	12,500	\$0	12,50	00	D	

Explanation of Responses:

1. Options vests in three annual installments: 5,000 in 2004; 3,750 in 2005 and 3,750 in 2006.

By: Kathy M. Bailey, Attorney 07/15/2003 in Fact

** 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.