

FORM 4 (continued)

Table II -- Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	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 Underlying Securities (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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Options to acquire Common Stock	\$7.25	06/18/2004		A		15000.0000		(1)	05/13/2014	Common Stock	15000.0000	\$0.00	15000.0000	D	
Options to acquire common stock	\$3.06							(2)	12/20/2009	Common Stock	25000.0000		25000.0000	D	
Options to acquire common stock	\$20.00							(3)	10/27/2005	Common Stock	11500.0000		11500.0000	D	
Options to acquire common stock	\$27.25							(4)	02/27/2007	Common Stock	6200.0000		6200.0000	D	

Explanation of Responses: See attached footnote page.

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

Terrence R. DeWitt

06/23/2004

** Signature of Reporting Person

Date

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

FORM 4 (continued)

FOOTNOTES

- 1 Options are/were exercisable as follows:
25% on May 13, 2005,
25% on May 13, 2006,
25% on May 13, 2007,
25% on May 13, 2008.
- 2 Options are/were exercisable as follows:
50% on December 20, 2001,
25% on December 20, 2002,
25% on December 20, 2003.
- 3 Options are/were exercisable as follows:
25% on October 27, 1996,
25% on October 27, 1997,
25% on October 27, 1998,
25% on October 27, 1999.
- 4 Options are/were exercisable as follows:
25% on February 27, 1998,
25% on February 27, 1999,
25% on February 27, 2000,
25% on February 27, 2001