

August 12, 2002

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

[illegible]

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+ stock based compensation issued pursuant to Non-employee Director Stock Incentive Plan Dated Ma

FORM 4 (CONTINUED)

TABLE II -- DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIAL
(E.G., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)

[illegible][illegible]

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Explanation of Responses:

/s/ Jon

Jon
Signature

- Reminder: Report on a separate line for each class of securities beneficially owned directly
- * 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.

(Print or Type Responses)