RIDLEY CLARENCE H

Form 4

February 08, 2008

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB Number:

3235-0287

0.5

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

OMB APPROVAL

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Section 16. Form 4 or Form 5 obligations may continue.

See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

| 1. Name and AcRIDLEY CL | ddress of Reportin ARENCE H | ng Person * | Symbol HAVER | Name and CTY FURI | | 5. Relation Issuer | • | eporting Per | , , |
|-------------------------|--------------------------------|--------------|---------------------|--------------------------|------------------------|-----------------------|---------------------------------------|-------------------------------|-----------|
| (Last) | (First) | (Middle) | 3. Date of (Month/D | Earliest Tra | nnsaction | _X_ Offi | | le 10% | |
| 780 JOHNSO | ON FERRY R | D., SUITE | 02/06/20 | • | | below) | Chairmar | below) of the Boa | ard |
| 800 | | | | | | | Chammai | r or the Boa | ii d |
| | (Street) | | 4. If Ame | ndment, Dat | te Original | 6. Individu | ual or Joint | d/Group Fili | ng(Check |
| | | | Filed(Mon | th/Day/Year) | | Applicable | · · · · · · · · · · · · · · · · · · · | | |
| ATLANTA, | GA 30342- | | | | | | • | Reporting Po e than One Ro | |
| (City) | (State) | (Zip) | Tabl | e I - Non-D | erivative Securities A | cquired, Disp | osed of, o | r Beneficia | lly Owned |
| 1.Title of | 2. Transaction D | ate 2A. Deer | med | 3. | 4. Securities | 5. Amount | of 6.0 | Ownership | 7. Nature |
| Committee | (Month/Day/Var | r) Evecutio | n Data if | Transactio | on Acquired (A) or | Cocurities | For | rm. Direct | Indiract |

| (City) | (State) (Z | Zip) Table | e I - Noi | n-De | erivative S | Securi | ties Ac | quired, Disposed | of, or Beneficia | lly Owned |
|--------------------------------------|---|---|---|------|--|-----------|---------|--|--|---|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | | 4. Securities on Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | |) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | Code | V | Amount | or (D) | Price | (Instr. 3 and 4) | | |
| Class A Common Stock | 01/02/2008 | | G | V | 4,000 | D | \$0 | 316,438 | D | |
| Common Stock | 02/06/2008 | | A | | 6,800 (1) | A | \$0 | 43,582 | D | |
| Class A Common Stock | | | | | | | | 1,860 | I | BY SPOUSE |
| Common Stock | | | | | | | | 1,860 | I | BY SPOUSE |

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| Class A Common Stock | 76,304 | I | I.R.T. ACCT. FBO SELF |
|----------------------|--------|---|-------------------------------------|
| Common Stock | 206 | I | TTEE 3RD PARTY TR FBO SELF |

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

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 control number.

SEC 1474

(9-02)

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 Date, if any (Month/Day/Year) | 4. Transactic Code (Instr. 8) | Securities | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount Underlying Securities (Instr. 3 and 4) | |
|---|---|---|---|--|------------|--|--------------------|--|----------------------------------|
| | | | | Code V | / (A) (D) | Date Exercisable | Expiration Date | Title | Amour or Number of Shar |
| Phantom Stock | \$ 0 | | | | | (2) | (2) | Common Stock | 8,12 |
| Stock Appreciation Rights | \$ 9.13 | 02/06/2008 | | A | 5,700 | (3) | 02/06/2015 | Common Stock | 5,70 |
| Stock Options (Right to buy) | \$ 10.8125 | | | | | 04/30/2002 | 01/18/2011 | Common Stock | 25,00 |
| Stock Options (Right to buy) | \$ 11.25 | | | | | 10/31/2000 | 10/31/2010 | Common Stock | 6,00 |
| Stock Options (Right to buy) | \$ 12.9 | | | | | 04/30/2004 | 12/19/2012 | Common Stock | 22,00 |
| Stock | \$ 13.75 | | | | | 10/29/1999 | 10/29/2009 | Common | 6,00 |

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| Options (Right to buy) | | | | Stock | |
|---------------------------------------|----------|------------|------------|-----------------|-------|
| Stock Options (Right to buy) | \$ 15.94 | 04/30/2003 | 12/20/2011 | Common Stock | 50,00 |
| Stock Options (Right to | \$ 20.3 | 04/30/2005 | 12/09/2010 | Common Stock | 25,00 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|---|---------------|-----------|-----------------------|-------|--|--|--|
| | Director | 10% Owner | Officer | Other | | | |
| RIDLEY CLARENCE H 780 JOHNSON FERRY RD. SUITE 800 ATLANTA, GA 30342- | X | | Chairman of the Board | | | | |

Signatures

Jenny H. Parker, Attorney-in-fact 02/08/2008

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (2) Deferred under Directors' Deferred Compensation Plan. Settlement will occur upon the earlier to occur of (i) termination of service on the Board of Directors, or (ii) death.
- (3) Stock-Settled Appreciation Rights ("SARs") granted under the 2004 Long-Term Incentive Plan. SARs vest in four equal installments, beginning on 5/8/2009, and expire seven years from the grant date.
- Performance Accelerated Restricted Stock ("PARS") award granted under the 2004 Long-Term Incentive Plan. PARS will vest 100% (1) seven years from date of grant. Vesting will accelerate if a certain pre-established target market price per share (as defined in the Agreement) is met.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. 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 number.

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