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RHL MANAGEMENT INC Form 4

December 18, 2002

U.S. SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

	Section 17(a) of the Section 30(f) of the Investm	_		1933 01
[_]	Check box if no longe may continue. See Ins	_	tion 16.	Form 4 or Form	5 obligations
1.	Name and Address of R	eporting Person*			
RHI	Management, Inc.				
	(Last)	(First)		(Middle)	
823	33 Roxbury Road				
		(Street)		
Los	Angeles	CA		90069	
	(City)	(State)		(Zip)	
2. Appl	Issuer Name and Ticke		ol		
3.	IRS Identification Nu		Person,	if an Entity (Voluntary)
4.	Statement for Month/Y	ear			
Dece	ember, 2002				
5.	If Amendment, Date of	Original (Month/	Year)		
6.	Relationship of Repor (Check all applicable		suer		
	[] Director [] Officer (give ti	tle below)		10% Owner Other (specify	below)
7	Todinidual an Taint/C	D'll's (Chan	1 1	-1-7 - 7 ' 1	

- 7. Individual or Joint/Group Filing (Check applicable line)
 - [X] Form filed by one Reporting Person

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[] Form filed by more than one Reporting Person

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

	2.	3. Transaction Code	4. Securities Acquired or Disposed of (D) (Instr. 3, 4 and 5)		A)
1. Title of Security (Instr. 3)	Transaction Date (mm/dd/yy)	(Instr. 8) Code V	Amount	(A) or (D)	Price
Common Stock	11-20-02	Р	100	D	\$2.50
Common Stock	12-5-02	S	600	D	\$2.50

(Over)

FORM 4 (continued)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

5. Conver-7. Title and Amount sion Number of Derivative 6. of Underlying or Exer- 4. Securities Date Securities cise 3. Trans- Acquired (A) Exercisable and (Instr. 3 and 4)

Price Trans- action or Disposed Expiration Date -----of action Code of(D) (Month/Day/Year) Amount 1. Title of Derivative Number Security ity Year) Code V (A) (D) cisable Date Title Shares (Instr. 3)

Explanation of Responses:

(1) These options were granted for attending scheduled Board Meeting. These options vest immediately upon grant.

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By:	/s/ Rick Langley	12/9/02
	Rick Langley	Date:

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 provided is insufficient, see Instruction 6 for procedure.

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^{**} Intentional misstatements or omissions of facts constitute Federal Criminal Violations.