



**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. 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. F	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Series A Convertible Preferred Stock	\$ 7.65	07/01/2011		C	750	12/31/2011	(2)	Common Stock	9,803

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GRAY NANCY A				SEVP & CFO

## Signatures

Barbara Palermo 09/02/2011

\*\*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).
- These Series A shares were issued to the undersigned by the issuer, in a private transaction, in consideration for the waiver by the undersigned of the right to receive payment from the issuer of accrued but unpaid cash dividends on the shares of Series A Convertible Preferred Stock converted by the undersigned into common stock of the issuer on July 1, 2011.
- (1) If not optionally converted sooner, the Series A shares were to be automatically converted into common stock on the later of (a) November 22, 2011 or (b) on the date which all accrued but unpaid dividends on the Series A shares had been paid in cash.
  - (2) These shares were held in an investment partnership prior to their conversion into common stock
  - (3) These shares were held in an investment partnership prior to their conversion into common stock

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.