



number.

**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 (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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|-------------------------------|
| Right to buy option <sup>(1)</sup>         | \$ 15.83   | 07/08/2005                           |  | M                              | 1,616  | 05/28/2001 05/28/2008                                    | Common Stock  | 1,616                         |
| Right to buy option <sup>(2)</sup>         | \$ 16.42   |                                      |  |                                |  | 05/14/1997 05/14/2006                                    | Common Stock  | 3,000                         |
| Right to buy option <sup>(2)</sup>         | \$ 16.54   |                                      |  |                                |  | 06/15/2000 06/15/2009                                    | Common Stock  | 4,500                         |
| Right to buy option <sup>(3)</sup>         | \$ 15.92   | 07/08/2005                           |  | M                              | 3,094  | 05/22/2001 05/22/2010                                    | Common Stock  | 3,094                         |
| Right to buy option <sup>(2)</sup>         | \$ 23.6  |                                      |  |                                |  | 07/19/2002 07/19/2011                                    | Common Stock  | 20,000                        |
| Right to buy option <sup>(2)</sup>         | \$ 29.05   |                                      |  |                                |  | 03/20/2003 03/20/2012                                    | Common Stock  | 10,000                        |
| Right to buy option <sup>(2)</sup>         | \$ 19.95   |                                      |  |                                |  | 07/24/2004 07/24/2013                                    | Common Stock  | 7,500                         |
| Right to buy option <sup>(2)</sup>         | \$ 23  |                                      |  |                                |  | 07/08/2005 07/08/2014                                    | Common Stock  | 7,500                         |

## Reporting Owners

| Reporting Owner Name / Address | Relationships |           |         |       |
|--------------------------------|---------------|-----------|---------|-------|
|                                | Director      | 10% Owner | Officer | Other |
| Reporting Owners               |               |           |         |       |

GILHULEY STEPHEN E

Sr. VP, Secy, General Counsel

## Signatures

Stephen E.  
Gilhuley

07/11/2005

\*\*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).
- (1) Option is exercisable as to 491 shares on the date indicated and as to 1,125 shares on the next succeeding anniversary of such date.
- (2) Option is exercisable as to 25% of the number of shares listed on the date indicated and as to an additional 25% of such shares on each succeeding anniversary of the date indicated.
- (3) Option is exercisable as to 1,875 shares on the date indicated and as to 1,875 additional shares on each of the three succeeding anniversaries of such date.

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.