

FORM 4
(CONTINUED)
TABLE II --
DERIVATIVE
SECURITIES
ACQUIRED,
DISPOSED OF,
OR
BENEFICIALLY
OWNED (E.G.,
PUTS, CALLS,
WARRANTS,
OPTIONS,
CONVERTIBLE
SECURITIES)

-- |1. Title
of

Derivative |

2. Conver-

|3. Trans-

|4. Trans-

|5. Number

of | 6. Date

Exer- |7.

Title and

Amount |8.

Price | |

Security |

sion or |

action |

action |

Derivative |

cisable and

| of

Underlying |

of | |

(Instr. 3) |

Exercise |

Date | Code

| Securities

| Expiration

| Securities

| Deriv- | |

| Price of |

(Month/|

(Instr.|

Acquired (A)

| Date |

(Instr. 3

and 4) |

ative | | |

Deriv- |

Day/ | 8) |

of Disposed

|

(Month/Day/

| | Secur- |

| | ative |

Year) | | or

(D) | Year)

| | ity | |

| Security |

| | (Instr.

3, | | |

(Instr. 5)|

| | | | | 4,

and 5) |-----

-|-----

| | | | |

| Date

|Expira- | |

Amount or | |

| | | |-----

-----|-----

Exer- |tion

| Title |

Number of | |

| | | |

Code | V |

(A) | (D) |

cisable |Date

| | Shares |

| |-----

December 1,
2001. **
Intentional
misstatements
or omissions
of facts
constitute
Federal
Criminal /s/
Janice K.
Henry
1/10/2002
Violations.
See 18
U.S.C. 1001
and 15
U.S.C.
78ff(a). ---

Signature of
Reporting
Person(1)
Date Janice
K. Henry
Note. File
three copies
of this
form, one of
which must
be manually
signed. Page
2 If space
provided is
insufficient,
see
Instruction
6 for
procedure.
(Print or
Type
Responses)