FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPRO	DVAL
OMB Number:	3235-0287
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Conversion or Exercise Price of Pric	(City) 1. Title of Se	(Sta	Tab	Date	ansaction	2A Ex	A. Deemed xecution D any	i Date,	uired, D	4. Secur Dispose	of, or Ben ities Acquired d Of (D) (Instr	(A) or	5. Amour	s I	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial
1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security (Security Security (Instr. 3) 2. Amount or Number of Derivative Security (Instr. 4) 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. Transaction Code (Instr. 8) 5. Number of Derivative Securities Underlying Derivative Security (Instr. 5) 8. Price of Derivative Securities Underlying Derivative Security (Instr. 5) 9. Number of Derivative Security (Instr. 4) 9. Number of Derivative Security (Instr. 4) 9. Number of Derivative Security (Instr. 5) 9. Number of Derivative Security (Instr. 4) 9. Number of Derivative Security (Instr. 4) 9. Number of Derivative Security (Instr. 5) 9. Number of Securities (Instr. 4) 9. Number of Securities (Instr. 5) 11. Number of Securities (Instr. 4) 9. Number of			1			Secui	rities A		Code V		(D)		Reported Transacti (Instr. 3 a	on(s)	(I) (Instr. 4)	Ownership (Instr. 4)
Date Expiration or Number of				_								iolally .				
DEFERRED (2) 11/05/2003 11/05/2003 A 3,900 07/01/2004 07/01/2008 COMMON 3,900 \$0(2) 3,900 D	Derivative Security	Conversion or Exercise Price of Derivative	Date	3A. Deemed Execution Date, if any	4. Transac Code (I	ction	5. Number of Derivativ Securitie Acquired (A) or Disposed of (D) (Instr. 3, 4	er 6. E: /e (N	Date Exerc	converti	7. Title and A of Securities Underlying Derivative S	Amount	8. Price of Derivative Security	derivative Securities Beneficiall Owned Following Reported Transactio	Ownersh Form: Direct (D or Indire (I) (Instr.	Beneficial Ownership ot (Instr. 4)

Explanation of Responses:

1. DEFERRED STOCK ISSUED PURSUANT TO THE COMPANY'S 2001 STOCK AWARD AND INCENTIVE PLAN. DEFERRED STOCK VESTS FIVE YEARS FROM DATE OF DATE OF REPORTING PARTY'S RECEIPT OF NOTIFICATION.

2. ONE-FOR-ONE

Remarks:

<u>VICTORIA LUKAUSKAS</u> <u>FOR KENNETH L.</u>

11/07/2003

MASSIMINE

** Signature of Reporting Person

Date

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

- * 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).

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

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 Number.