Check this box if no longer subject to
$\square$ Section 16. Form 4 or Form 5
obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP


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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. <br> Transaction Code (Instr. 8) |  | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) |  |  | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  |  | Code | $v$ | Amount | (A) or (D) | Price |  |  |  |
| Common Stock | 07/21/2004 |  | M |  | 22,136 | A | \$25.8125 | 158,130.356 | D |  |
| Common Stock | 07/21/2004 |  | F |  | 21,352 | D | \$26.76 | 136,778.356 | D |  |
| Common Stock | 07/21/2004 |  | F |  | 237 | D | \$26.76 | 136,541.356 | D |  |
| Common Stock | 07/21/2004 |  | M |  | 3,874 | A | \$25.8125 | 140,415.356 | D |  |
| Common Stock | 07/21/2004 |  | F |  | 3,736 | D | \$26.76 | 136,679.356 | D |  |
| Common Stock | 07/21/2004 |  | F |  | 41 | D | \$26.76 | 136,638.356 | D |  |
| Common Stock | 07/21/2004 |  | M |  | 31,703 | A | \$24.25 | 168,341.356 | D |  |
| Common Stock | 07/21/2004 |  | F |  | 28,729 | D | \$26.76 | 139,612.356 | D |  |
| Common Stock | 07/21/2004 |  | F |  | 902 | D | \$26.76 | 138,710.356 | D |  |
| Common Stock | 07/21/2004 |  | M |  | 47,502 | A | \$23.8 | 186,212.356 | D |  |
| Common Stock | 07/21/2004 |  | F |  | 42,247 | D | \$26.76 | 143,965.356 | D |  |
| Common Stock | 07/21/2004 |  | F |  | 1,594 | D | \$26.76 | 142,371.356 | D |  |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of <br> Derivative Security (Instr. 3) | 2. <br> Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. <br> Transaction Code (Instr. <br> 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 Securities Underlying Derivative Security (Instr. 3 and 4) |  | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative <br> Securities <br> Beneficially <br> Owned <br> Following <br> Reported <br> Transaction(s) <br> (Instr. 4) | 10. <br> Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  |  |  | Code | v | (A) | (D) | Date <br> Exercisable | Expiration Date | Title | Amount or Number of Shares |  |  |  |  |
| Non- <br> Qualified <br> Stock Option (right to buy) | \$23.8 | 07/21/2004 |  | M |  |  | 47,502 | 05/21/2003 | 05/21/2007 | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | 47,502 | \$26.76 | 0 | D |  |
| Non- <br> Qualified <br> Stock <br> Option <br> (right to <br> buy) | \$24.25 | 07/21/2004 |  | M |  |  | 31,703 | 10/26/2001 | 07/08/2007 | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | 31,703 | \$26.76 | 4,254 | D |  |
| Non- <br> Qualified <br> Stock <br> Option <br> (right to <br> buy) | \$25.8125 | 07/21/2004 |  | M |  |  | 22,136 | 05/15/1997 | 05/15/2006 | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | 22,136 | \$26.76 | 3,874 | D |  |
| Non- <br> Qualified <br> Stock Option (right to buy) | \$25.8125 | 07/21/2004 |  | M |  |  | 3,874 | 08/27/1998 | 05/15/2006 | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | 3,874 | \$26.76 | 0 | D |  |

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. <br> Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. <br> Trans <br> Code <br> 8) <br> Code | ction nstr. <br> V | 5. Num Derivat Securit Acquire Dispos (D) (Ins and 5) <br> (A) | er of ve S <br> (A) or d of . 3, 4 <br> (D) | 6. Date Exer Expiration D (Month/Dayl <br> Date <br> Exercisable | cisable and te ear) | 7. Title an of Securit Underlyin Derivative (Instr. 3 and <br> Title | d Amount es <br> Security <br> d 4) <br> Amount or <br> Number of Shares | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. <br> Ownership Form: Direct (D) or Indirect <br> (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Non- <br> Qualified <br> Stock <br> Option <br> (right to <br> buy) | \$26.76 | 07/21/2004 |  | A |  | 21,668 |  | 07/21/2005 | 05/15/2006 | Common Stock | 21,668 | \$0 | 21,668 | D |  |
| Non- <br> Qualified <br> Stock <br> Option <br> (right to <br> buy) | \$26.76 | 07/21/2004 |  | A |  | 3,791 |  | 07/21/2005 | 05/15/2006 | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | 3,791 | \$0 | 25,459 | D |  |
| Non- <br> Qualified <br> Stock <br> Option <br> (right to buy) | \$26.76 | 07/21/2004 |  | A |  | 44,372 |  | 07/21/2005 | 05/21/2007 | Common Stock | 44,372 | \$0 | 44,372 | D |  |
| Non- <br> Qualified <br> Stock <br> Option <br> (right to buy) | \$26.76 | 07/21/2004 |  | A |  | 29,932 |  | 07/21/2005 | 07/08/2007 | Common Stock | 29,932 | \$0 | 29,932 | D |  |

Explanation of Responses:

By: Angela C. Burgess For: $\quad$ 07/23/2004
James E. Christenson
** Signature of Reporting Person Date

[^0]* 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. $78 f f(a)$
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.


[^0]:    Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly

