## WILLIAMS PATRICIA

## Form 4

February 07, 2003

## Form 4

Check box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See instructions 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940


| 1. Title of Security (Instr. 3) | 2. Transaction <br> Date <br> (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. <br> Transaction <br> Code <br> (Instr. 8) |  | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |  |  | 5. Amount of Securities Beneficially Owned Following Reported Transactions (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 |  |  |  |  |  |  |  | 675 | D |  |

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 Instructions 4(b)(v).

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 control number.

FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 2. | 3. | 3A. | 4. | 5. | 6. | 7. | 8. | 9. | 10. |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Conversion | Transaction | Deemed | Transactior | Number of | Date Exercisable | Title and Amount of | Price of | Number of | Ownership |
| or | Date | Execution | Code | Derivative | and Expiration Date | Underlying | Derivative | Derivative | Form of |
| Exercise | (Month/ | Date, if | (Instr. 8) | Securities | (Month/Day/Year) | Securities | Security | Securities | Derivative |
| Price of | Day/Year) | any |  | Acquired |  | (Instr. 3 and 4) | (Instr. 5) | Beneficially | Security: |
| Derivative |  | (Month/ |  | (A) or |  |  |  | Owned | Direct (D) |
| Security |  | Day/Year) |  | Disposed of (D) |  |  |  | Following Reported | or Indirect <br> (I) |

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|  |  | (Instr.3,4 and 5) |  |  |  |  |  |  |  | $\begin{aligned} & \text { Transaction(s) } \\ & \text { (Instr. 4) } \end{aligned}$ | (Instr. 4) |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |  |  |
|  |  |  |  |  |  |  |  |  |  | 60,000 | D |
| \$5.88 | 02/06/2003 | H |  |  | 1,000 | 02/06/1998 | 02/06/2003 | common | 1,000 | 59,000 | D |

Explanation of Responses:
** Intentional misstatements or omissions of facts constitute Federal /s/ Patricia Williams
Criminal Violations.
See 18 U.S.C. 1001 and 15 U.S.C. $78 \mathrm{ff}(\mathrm{a})$.
**Signature of Reporting Person
Date
Note: File three copies of this Form, one of which must be manually signed.
If space is insufficient, see Instruction 6 for procedure.

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Page 2 required to respond unless the form displays a currently valid OMB Number.

