Rosinski Michael Joseph Form 4 February 04, 2008

#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** 

**OMB APPROVAL** 

Number:

3235-0287

Expires:

5 Relationship of Reporting Person(s) to

January 31, 2005

0.5

Estimated average burden hours per

response...

subject to Section 16. Form 4 or Form 5 obligations

Check this box

if no longer

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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

Restricted

Common

Stock

Stock

(Print or Type Responses)

1 Name and Address of Reporting Person \*

02/01/2008

| Rosinski Michael Joseph |            |                    |            | Symbol       |              | Inc. [ROSE]                                                                                       | Issuer                                        |                   |              |  |
|-------------------------|------------|--------------------|------------|--------------|--------------|---------------------------------------------------------------------------------------------------|-----------------------------------------------|-------------------|--------------|--|
|                         |            |                    |            |              |              |                                                                                                   | (Che                                          | ck all applicable | 2)           |  |
|                         | (Last)     | (First) (N         | Middle)    | 3. Date of 1 | Earliest Tra | nsaction                                                                                          |                                               |                   |              |  |
|                         |            |                    |            | (Month/Da    | ıy/Year)     |                                                                                                   | Director                                      |                   | Owner        |  |
| 717 TEXAS, SUITE 2800   |            |                    |            | 02/01/20     | 08           |                                                                                                   | _X_ Officer (give title Other (specify below) |                   |              |  |
|                         |            |                    |            |              |              |                                                                                                   | Ex                                            | ec VP & CFO       |              |  |
| (Street)                |            |                    | 4. If Amen | dment, Date  | e Original   | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person |                                               |                   |              |  |
|                         |            |                    |            | Filed(Mont   | h/Day/Year)  |                                                                                                   |                                               |                   |              |  |
|                         | HOUSTON,   | TX 77002           |            |              |              |                                                                                                   |                                               | More than One Re  |              |  |
|                         | (City)     | (State)            | (Zip)      | Table        | I - Non-De   | erivative Securities Acq                                                                          | uired, Disposed o                             | f, or Beneficial  | ly Owned     |  |
|                         | 1.Title of | 2. Transaction Dat | te 2A. Dec | emed         | 3.           | 4. Securities Acquired                                                                            | 5. Amount of                                  | 6. Ownership      | 7. Nature of |  |
|                         | Security   | (Month/Day/Year)   | ) Executi  | on Date, if  | Transactio   | on(A) or Disposed of                                                                              | Securities                                    | Form: Direct      | Indirect     |  |
|                         | (Instr. 3) |                    | any        |              | Code         | (D)                                                                                               | Beneficially                                  | (D) or            | Beneficial   |  |
|                         |            |                    | (Month     | /Day/Year)   | (Instr. 8)   | (Instr. 3, 4 and 5)                                                                               | Owned                                         | Indirect (I)      | Ownership    |  |
|                         |            |                    |            |              |              |                                                                                                   | Following                                     | (Instr. 4)        | (Instr. 4)   |  |
|                         |            |                    |            |              |              | (A)                                                                                               | Reported                                      |                   |              |  |
|                         |            |                    |            |              |              | (11)                                                                                              | Transaction(s)                                |                   |              |  |

Code V

Α

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

02/01/2008

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Transaction(s)

(Instr. 3 and 4)

D

D

17,500

60,000

or

(D)

A

Price

\$0

Amount

17,500

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transactio<br>Code<br>(Instr. 8) | 5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) |                    | 7. Title and Amou<br>Underlying Secur<br>(Instr. 3 and 4) |                        |
|-----------------------------------------------------|-----------------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------|----------------------------------------|-------------------------------------------------------------------------------------------|----------------------------------------------------------|--------------------|-----------------------------------------------------------|------------------------|
|                                                     |                                                                       |                                      |                                                             | Code V                                 | (A) (D)                                                                                   | Date<br>Exercisable                                      | Expiration<br>Date | Title                                                     | Am<br>or<br>Nu<br>of S |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 17.775                                                             | 02/01/2008                           | 02/01/2008                                                  | A                                      | 27,500                                                                                    | 02/01/2009                                               | 02/01/2018         | Common<br>Stock                                           | 27                     |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 16                                                                 |                                      |                                                             |                                        |                                                                                           | (1)                                                      | 07/07/2015         | Common<br>Stock                                           | 30                     |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 18.23                                                              |                                      |                                                             |                                        |                                                                                           | <u>(3)</u>                                               | 02/24/2016         | Common<br>Stock                                           | 9,                     |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 18.51                                                              |                                      |                                                             |                                        |                                                                                           | 01/02/2008                                               | 01/02/2017         | Common<br>Stock                                           | 22                     |

## **Reporting Owners**

| Reporting Owner Name / Address | Relationships |
|--------------------------------|---------------|
|--------------------------------|---------------|

Director 10% Owner Officer Other

Rosinski Michael Joseph 717 TEXAS, SUITE 2800 HOUSTON, TX 77002

Exec VP & CFO

# **Signatures**

Michael J. 02/04/2008 Rosinski

\*\*Signature of Date
Reporting Person

### **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) The options vests 25% at date of grant and 25% at each subsequent anniversary date.
- (2) Options vest 25% on first anniversary date of grant, 25% on second anniversary date of grant and 50% on third anniversary date of grant.

Reporting Owners 2

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Options vest 25% at first anniversary date of grant, 25% on second anniversary date of grant and 50% on third anniversary date of grant. Upon vesting, options can then be exercised.

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.