

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 Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 & 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Common Stock Option (Right to Buy)	\$18.48	04/09/03	04/09/03	A		26,000		03/31/07 ⁽¹⁾	4/9/2013	Common Stock	26,000		26,000	D	
Common Stock Option (Right to Buy)	\$18.48	04/09/03	04/09/03	A		6,307		04/09/04 ⁽²⁾	4/9/2013	Common Stock	6,307		6,307	D	
Common Stock Option (Right to Buy)	\$18.48	04/09/03	04/09/03	A		1,051		04/09/04 ⁽³⁾	4/9/2013	Common Stock	1,051		1,051	D	

Explanation of Responses:

(1) The option vests in 12 equal monthly installments commencing 03/31/2007. The option is first exercisable on 03/31/2007.

(2) The option vests in full on 04/09/2004 and is first exercisable on 04/09/2004.

(3) The option vests in full on 04/09/2004 and is first exercisable on 04/09/2004.

By: /s/ **David S. Lambert**

04/10/2003

Date

**Signature of Reporting Person

**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.