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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP


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 <br> (Month/Day/Year) | 4. <br> Transaction Code (Instr. 8) |  | 5. Number of <br> 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 <br> Form: <br> Direct (D) <br> or Indirect <br> (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Option | \$14.7 | 01/24/2006 |  | M |  |  | $83{ }^{(1)}$ | 01/15/2005 | 01/14/2012 | Common | 83 | \$14.7 | 2,250 | D |  |
| OPTION ${ }^{(3)}$ | \$10.6 | 10/17/2007 |  | A |  | 3,334 |  | 10/17/2008 | 10/16/2017 | COMMON | 3,334 | \$10.6 | 3,334 | D |  |
| OPTION ${ }^{(3)}$ | \$10.6 | 10/17/2007 |  | A |  | 3,333 |  | 10/17/2009 | 10/16/2017 | COMMON | 3,333 | \$10.6 | 3,333 | D |  |
| OPTION ${ }^{(3)}$ | \$10.6 | 10/17/2007 |  | A |  | 3,333 |  | 10/17/2010 | 10/16/2017 | COMMON | 3,333 | \$10.6 | 3,333 | D |  |

## Explanation of Responses:

1. Pursuant to a 10b5-1 trading plan.
2. Includes shares acquired under the 2000 Employee Stock Purchase Plan in transactions exempt under Rule 16b-3(c).
3. GRANTED UNDER THE 1997 EMPLOYEE STOCK PLAN WHICH IS A RULE 16b-3 PLAN.

| Jay R Hervey_ | $\underline{02 / 22 / 2010}$ |
| :--- | :--- |
| ** 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. $78 \mathrm{ff}(\mathrm{a})$.
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.

