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SEC 1474  
(9-02)

**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, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
Incentive Stock Option (right to buy)	\$ 32.32	04/21/2006		M	186	<u>(2)</u> 06/01/2010	Common Stock	186
Non-Qualified Stock Option (right to buy)	\$ 32.32	04/21/2006		M	6,064	<u>(3)</u> 06/01/2010	Common Stock	6,064
Incentive Stock Option (right to buy)	\$ 32.39	04/21/2006		M	64	<u>(4)</u> 11/03/2009	Common Stock	64
Non-Qualified Stock Option (right to buy)	\$ 32.39	04/21/2006		M	2,227	<u>(5)</u> 11/03/2009	Common Stock	2,227

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CARLOZZI GERARD S			Exec VP, COO	

## Signatures

/s/ Jeffrey Hellman,  
Attorney-in-Fact

04/25/2006

\_\_Signature of Reporting Person

Date

## 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 sales reported on this Form 4 were pursuant to a Rule 10b5-1 plan adopted by the Reporting Person on September 15, 2005.
- (2) On a combined basis, 25% of this option grant and a Non-Qualified Stock Option grant made on the date of this grant vested one year after the June 1, 2004 grant date, with the remaining 75% vesting monthly thereafter over 36 months.
- (3) On a combined basis, 25% of this option grant and an Incentive Stock Option grant made on the date of this grant vested one year after the June 1, 2004 grant date, with the remaining 75% vesting monthly thereafter over 36 months.
- (4) On a combined basis, 25% of this option grant and a Non-Qualified Stock Option grant made on the date of this grant vested one year after the November 3, 2003 grant date, with the remaining 75% vesting monthly thereafter over 36 months.
- (5) On a combined basis, 25% of this option grant and an Incentive Stock Option grant made on the date of this grant vested one year after the November 3, 2003 grant date, with the remaining 75% vesting monthly thereafter over 36 months.

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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