



Option (Right to buy)	4.1875	4/12/00	A	25,000	(1)	4/12/10	Common Stock	25,000	222,000	D
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Explanation of Responses:

(1) 25% exercisable on 4/12/00, 25% annually thereafter.

/s/ A. Joseph Rudick	February 14, 2002
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**Signature of Reporting Person	Date

\*\* 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 provided 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.