



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

| 1. Title of Derivative<br>Explanation<br>(Instr. 3)<br>Remarks  | 2. Conversion<br>Date<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | Code<br>Transaction<br>Code (Instr.<br>8) | V<br>of | (A) Num(D)<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3, 4<br>and 5) | Date<br>Expiration<br>Date and<br>Expiration Date<br>(Month/Day/Year) | Date<br>Expiration<br>Date and<br>Expiration Date<br>(Month/Day/Year) | Title<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr. 3<br>or<br>4)            | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Trade<br>(Instr. 4) | 10. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|---|---------|--|---|---|---|---|---|---|--|
| <p>Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.</p> <p>* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).</p> <p>** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff.</p> <p>Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.</p> <p>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.</p> |   |  |   |   |         |  |   |   |   |   |   |   |  |
|   |   |  |   |   |         |  |   |   | <p>By: <u>Dorothy M. Ingalls,</u><br/><u>Attorney-In-Fact</u></p> <p>** Signature of Reporting Person</p> |   | <p>11/10/2004</p> <p>Date</p>   |   |  |
|   |   |  |   |   |         |  |   |   |   | Amount  |   |   |  |
|   |   |  |   |   |         |  |   |   |   | Number  |   |   |  |