



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

1. Title of Derivative (Instr. 3)	2. Conversion Date (Instr. 3)	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Code V (Instr. 8)	(A) Number of Derivative Securities Acquired (Instr. 3, 4 and 5)	(D) Number of Derivative Securities Disposed of (Instr. 3, 4 and 5)	Exercise or Expiration Date (Month/Day/Year)	Exercise or Expiration Date (Month/Day/Year)	Title of Underlying Security (Instr. 3 and 4)	Amount of Shares (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
<p>1. The Reporting Person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.</p> <p>2. Represents weighted average sale price. The highest price at which shares were sold was \$39.51 and the lowest price at which shares were purchased was \$38.32.</p> <p>3. Includes shares acquired from Stock Dividends in 2009.</p>														
<p align="center"><b>Bancroft S. Gordon, Attorney-In-Fact</b></p> <p align="center">** Signature of Reporting Person</p> <p align="center">Date <b>11/05/2010</b></p>														
<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><b>Persons who respond to the collection of information contained in this form are not required to respond to it unless the form displays a currently valid OMB Number.</b></p>														