



**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 Securities Underlying Derivative Security (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)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Class A Employee Stock Option (Right to buy)	\$5.88	12/27/2004		M			19,815	(1)	10/03/2006	Class A Common Stock	19,815	\$0	0.00	D	
Class A Employee Stock Option (Right to buy)	\$5.97	12/27/2004		M			19,815	(1)	10/03/2006	Class A Common Stock	19,815	\$0	0.00	D	
Class A Employee Stock Option (Right to buy)	\$7.32	12/27/2004		M			15,962	(2)	10/20/2007	Class A Common Stock	15,962	\$0	0.00	D	
Class A Employee Stock Option (Right to buy)	\$7.2	12/27/2004		M			15,962	(2)	10/20/2007	Class A Common Stock	15,962	\$0	0.00	D	

**Explanation of Responses:**

- The options vested in four equal annual installments on each of the first four anniversaries of the 10/3/1991 grant date.
- The options vested in four equal annual installments on each of the first four anniversaries of the 10/20/92 grant date.

**Remarks:**

By: Dorothy M. Ingalls,  
Attorney-In-Fact

12/27/2004

\*\* 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. 78ff(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.