



**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 (Month/Day/Year)	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	(D) Disposed of (Instr. 3, 4 and 5)	Exercise Date (Month/Day/Year)	Expiration Date (Month/Day/Year)	Title and Amount of 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)
<p>1. Represents the weighted average sale price. The highest price at which shares were sold was \$37.71 and the lowest price at which shares were sold was \$37.35.</p> <p>2. The Reporting Person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.</p> <p><b>Remarks:</b></p> <p align="right">By: <a href="#">Ward R. Cooper, Attorney-In-Fact</a>      08/31/2006</p> <p align="right">** Signature of Reporting Person      Date</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. 1013 (False Statements) and 18 U.S.C. 780 (Falsification of Securities Documents).</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>													

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.