(X) Form filed by One Reporting Person

( ) Form filed by More than One Reporting Person

TABLE I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

+	+	-+		+	+
1. Title of Security   	2. Trans-  3. Trans-   action   action   Date   Code     (Month/     Day/ ++   Year)  Code  V	4. Securities Acquing or Disposed of (EM)		6. Owner-	O. Nature   of In-   direct   Bene-   ficial   Owner-   ship
Common Stock Common Stock Common Stock Common Stock Common Stock	03/01/2002 S 03/13/2002 M 03/13/2002 F 03/28/2002 S	4500 A S	\$25.1500 \$0.0100 \$25.9600 \$24.9900 46101 2112	u I R	leld in Trust Inder Essuer's Betirement
Common Stock Common Stock Common Stock Common Stock	03/28/2002 S	-250 D S	0 \$24.9900 986 16214 33	I F I C I S	camily Member child spouse camily Trust

TABLE II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

+	+	+	+	+	+		+		+	+	+	++
1.	12.	3.	4.	5.	  6.		7.		8.	9.	10.	11.
			1		I		1			Number	Owner-	1 1
					1		1			of	ship	
		[			1		1			Deriv-	Form of	I I
			1		I		Title a	nd Amount		ative	Deriv-	1 1
			1		I		of Unde	rlying		Secur-	ative	Nature
	Conver-	İ		Number of	I		Securit	ies	İ	lities	Secur-	of
İ	sion or	İ	İ	Derivative	Date Exerc	isable -	+	+	+	Benefi-	lity:	In-
	Exercise	İ		Securities	and Expirat	tion Date	1	Amount	İ	cially	Direct	direct
İ	Price of	Transac-	Transac-	Acquired(A)	(Month/Day	/Year)	İ	or	İ	Owned	(D) or	Bene-
Title of	Deriv-	tion Date	tion Code	Disposed(D)	+	+	+	Number	Price of	at End	In-	ficial
Derivative	ative	(Month/	+	+	+Date Exer-	Expira-	1	of	Derivative	of	direct	Owner-
Security	Security	Day/Year)	Code  V	(A)  (D)	cisable	tion Date	Title	Shares	Security	Month	(I)	ship
+	+	+	+	++	+	<b>-</b>	+	+	+	<b>-</b>	+	++

Stock Options \$0.01 03/13/2002 M 4500 04/01/1998 03/31/2002 Common 4500 \$0.0100 0 D (Right to buy) Stock

Explanation of Responses:

SIGNATURE OF REPORTING PERSON /s/ Jack D. Crusa

DATE 04/09/2002