

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly

FORM 4 (continued)

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. Conver- sion of Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	4. Trans- action Code (Instr. 8) ----- Code V	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) ----- (A) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) ----- Date Expira- tion cisable Date		7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares	8. Price of Deriv- ative Secur- ity (Instr. 5)	9. Number of Deriv- ative Secur- ities Bene- ficially Owned at End Month (Instr. 4)	10. Owner- ship of Deriv- ative Secur- ity: Direct (D) or In- direct (I) (Instr. 4)	11. Nature of In- direct Owner- ship (Instr. 4)
STOCK OPTION(1)	\$11.625	03/10/00	J	1750	03/10/01	03/10/10	COMMON 1750	11.625	1750	D	
STOCK OPTION(2)	\$2.738	03/24/00	J	6600	12/11/99	12/11/06	COMMON 6600		1750	D	
STOCK OPTION(2)	2.512	03/24/00	J	7194	12/11/99	12/11/06	COMMON 7194		8944	D	
STOCK OPTION(2)	\$7.8125	03/24/00	J	5000	12/09/02	12/09/09	COMMON 5000		8944	D	
STOCK OPTION(2)	7.167	03/24/00	J	5450	12/09/02	12/09/09	COMMON 5450		14,394	D	

Explanation of Responses: (1) 20% of option becomes exercisable on 03/10/01, 03/10/02, 03/10/03, 03/10/04 and 03/10/05.

(2) To adjust exercise price of options and number of option shares due to stock dividend.

/S/ JONATHAN C. HINZ

4/7/00

**Signature of Reporting Person

Date

** 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 provided is insufficient, see Instruction 6 for procedures.

