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

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 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.	10. Number of Deriv- ative Secur- ities Bene- ficially Owned at End of Month (Instr. 4)	Owner- ship of Deriv- ative Secur- ity: Direct In- direct (D) or Bene- ficial Direct Owner- ship (Instr. 4)	11. Nature of In- direct Owner- ship (Instr. 4)
STOCK OPTION	6.651				6/4/00	6/4/09	COMMON	10,900	10,900	D		

EXPLANATION OF RESPONSES: Stock received pursuant to compensation plan.

/S/ JEFFREY L. RUSH 02/07/01  
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\*\*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.