




Explanation of Responses:

- (1) Holdings of 8/22/02 exercise of underlying derivative security reported in Table II.
- (2) Exercise of in-the-money or at-the-money derivative security.

**Margaret E. Valeur-Jensen**  
 \*\*Signature of Reporting Person

**9-9-02**  
 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 procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.