

Edgar Filing: NELSON CARL E - Form 4

Amount	10,000
(A) or (D)	(D)
Price	\$11.5272

5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)
50,489(1)
6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)
(D)
7. Nature of Indirect Beneficial Ownership (Instr. 4)

(1) 7,831 shares are subject to vesting on 9/17/04

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

(Print or Type Responses)

*If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v)
(over)

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. Conversion or Exercise Price of Derivative Security
3. Transaction Date (Month/Day/Year)
4. Transaction 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 Exercisable
Expiration Date
7. Title and Amount of Underlying Securities (Instr. 3 and 4)
Title
Amount or Number of Shares
8. Price of Derivative Security (Instr. 5)
9. Number of Derivative Securities Beneficially Owned at End of Month
(Instr. 4)
10. Ownership Form of Derivative Security: Direct (D) or Indirect (I)

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(Instr. 4)

11. Nature of Indirect Beneficial Ownership (Instr. 4)

Explanation of Responses:

/s/ Michael G. Wooldridge	3/8/02
**Signature of Reporting Person	Date
Michael G. Wooldridge for	
Carl Nelson by Power of Attorney	

**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.