

number.

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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
<u>Option to Purchase (1)</u>	\$ 16.17					12/19/1997	12/18/2006	Common Stock	7,500
<u>Option to Purchase (1)</u>	\$ 12.58					12/01/1998	12/01/2007	Common Stock	7,500
<u>Option to Purchase (2)</u>	\$ 16.8					01/24/2003	01/24/2008	Common Stock	18,750
<u>Option to Purchase (2)</u>	\$ 16.61					01/03/2004	01/03/2009	Common Stock	37,500
<u>Option to Purchase (2)</u>	\$ 21.33					12/20/2005	12/20/2009	Common Stock	18,750
<u>Option to Purchase (1)</u>	\$ 13.67	11/11/2005		M	15,000	01/16/2002	01/16/2006	Common Stock	15,000
<u>Option to Purchase (1)</u>	\$ 8.2	11/11/2005		M	7,500	12/15/1996	12/13/2005	Common Stock	7,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DICKERSON J ROBERT				X

Signatures

Christopher L. Martin as Attorney-in-Fact for J. Robert
Dickerson

11/14/2005

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Option to purchase granted pursuant to the 1996 Non-employee Director Stock Option Plan.
 - (2) Option to purchase granted pursuant to the 2001 Flexible Incentive Plan.

Note: File three copies of this Form, one of which must be manually signed. If space 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.