




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)	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)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date
Stock Option (Right to Buy)	\$2.14	11/13/02		A		A		11/13/03	11/12/12
Stock Option (Right to Buy)	\$2.14	11/13/02		A		A		11/13/04	11/12/12
Stock Option (Right to Buy)	\$2.14	11/13/02		A		A		11/13/05	11/12/12
Stock Option (Right to Buy)	\$2.14	11/13/02		A		A		11/13/06	11/12/12
7. Title and Amount of Underlying Securities (Instr. 3 and 4)			8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)		10. Ownership Form of Derivative Securities Beneficially Owned at End of Month (Instr. 4)		11. Nature of Indirect Beneficial Ownership (Instr. 4)	
Title	Amount or Number of Shares								
Common Stock	3,125		\$2.14	3,125		D			
Common Stock	3,125		\$2.14	3,125		D			
Common Stock	3,125		\$2.14	3,125		D			
Common Stock	3,125		\$2.14	3,125		D			

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Explanation of Responses:

By: /s/ Edward J. Thomas

November 15, 2002

\_\_\_\_\_  
\*\*Signature of Reporting Person  
Edward J. Thomas

\_\_\_\_\_  
Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient,  
see Instruction 6 for procedure