Edgar Filing: WHALEN JOSEPH J - Form 4

WHALEN JC Form 4	OSEPH J											
February 06, 2	2006											
FORM	FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							PPROVAL 3235-0287				
Check this if no longe subject to Section 16 Form 4 or Form 5 obligation may contin See Instruct 1(b).	Filed provide s Section 1	TATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, tion 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940							Expires: Estimated a burden hou response	irs per		
(Print or Type R	esponses)											
WHALEN JOSEPH J Symbol			Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer					
(Month/I			3. Date of (Month/Da 02/03/20	•				(Check all applicable) Director Officer (give title below) below)				
								 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 				
		(Zin)						Person				
(City) 1.Title of Security (Instr. 3)	Fitle of curity2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if		med on Date, if	e I - Non-Derivative Securities 3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A)		er P)	quired, Disposed o 5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	c, or Beneficial 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	-			
Common Stock	02/03/2006			Code V A	Amount 417	or (D) A	Price \$ 0 (1)	(Instr. 3 and 4) 8,757	D			

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transact Code (Instr. 8)	of Deriv Secu Acqu (A) o Disp of (D (Inst	onNumber Expiration Date of (Month/Day/Year) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,		ate	7. Titl Amou Under Secur (Instr.	int of rlying	t of Derivative ing Security es (Instr. 5)	
			Code V	4, an 7 (A)	ĺ.	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Addi	ress	Relationships								
	Director	10% Owner	Officer	Other						
WHALEN JOSEPH J 24 CHESAPEAKE DRIVE HOLMDEL,, NJ 07733	X									
Signatures										
/s/Joseph J. Whalen	02/03/2006									
<u>**</u> 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) Grant under Company's Outside Director Award 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.