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FORM 3 (CONTINUED) TABLE II - DERIVATIVE SECURITIES BENEFICIALLY OWNED (E.G., PUTS, CALLS, WARRANTS, CONVERTIBLE SECURITIES)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security		
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Stock Option (right to buy)	(1)	4/1/11	Common Shares	29,354	\$8.6870

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Explanation of Responses:

- (1) 25% of the options vested on 2/1/02 and the unvested portion of the option grant is scheduled to vest in equal portions on 2/1/03, 2/1/04 and 2/1/05.

/s/ David Ledwell

11/25/02

**Signature of Reporting Person

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 is insufficient SEE Instruction 6 for procedure.

(Print or Type Responses)

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[HTTP://WWW.SEC.GOV/DIVISIONS/CORPFM/FORMS/FORM3.HTM](http://www.sec.gov/divisions/corpfm/forms/form3.htm)
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