SIEGAL LA Form 5 February 13, <b>FORM</b>	2006 5 UNITED			ND EXCHANGE	COMMISSION	OMP	APPROVAL 3235-0362	
Number:							urs per	
SIEGAL LAURA Sy			LESS FACI	icker or Trading	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First) (	. ,	/Day/Year)	's Fiscal Year Ended	Director X Officer (giv below)	ve title Oth below)	% Owner her (specify	
4810 EAST	GATE MALL	12/30/	2005		V	/ice President		
			nendment, Date lonth/Day/Year)	e Original		6. Individual or Joint/Group Reporting (check applicable line)		
SAN DIEGO	D, CA 92121				_X_ Form Filed by Form Filed by Person	One Reporting More than One I		
(City)	(State)	(Zip) Ta	ble I - Non-De	erivative Securities Ac	cquired, Disposed o	of, or Beneficia	ally Owned	
	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price	Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.			Persons who respond to the collection of inform contained in this form are not required to respo the form displays a currently valid OMB contro			oond unless	SEC 2270 (9-02)	
	Tab			ired, Disposed of, or l options, convertible se		I		

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and Expiration	7. T
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Derivative	Date	Unc
Security	or Exercise		any	Code	Securities Acquired	(Month/Day/Year)	(Ins
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	(A) or Disposed of		

on Date Tit
Co Sto
$2013\underline{^{(2)}}$
Co Ste
$2014\underline{^{(3)}}$ Co

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships					
1	Director	10% Owner	Officer	Other		
SIEGAL LAURA 4810 EASTGATE MALL SAN DIEGO, CA 92121	Â	Â	Vice President	Â		
Signatures						
Laura L. Siegal, by Matthew G. Colvin, Attorney-In-Fact			02/13/2006			
<u>**</u> Signature of Reportin		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).

Employee Stock Option grant cancelled as part of a re-pricing of all outstanding employee stock options originally granted by the issuer
(1) at exercise prices higher than 120% of the closing market price of issuer's common stock on December 29, 2005, effective December 30, 2005.

Employee Stock Option granted on December 30, 2005 as part of a re-pricing of all outstanding employee stock options originally

(2) granted at prices higher than 120% of issuer's closing market price on December 29, 2005. The vesting of the stock option grant corresponds to that of the original cancelled grant, which was granted on May 23, 2003 and became fully vested on September 19, 2005 as part of an acceleration of vesting by issuer of all outstanding employee stock option grants at exercise prices higher than \$8/share.

Employee Stock Option granted on December 30, 2005 as part of a re-pricing of all outstanding employee stock options originally granted at prices higher than 120% of issuer's closing market price on December 29, 2005. The vesting of the stock option grant

(3) granted at prices inglifer than 120% of issuer's closing market price on December 29, 2005. The vesting of the stock option grant
(3) corresponds to that of the original cancelled grant, which was granted on April 8, 2004 and became fully vested on May 18, 2005 as part of an acceleration of vesting by issuer of all outstanding employee stock option grants at exercise prices higher than \$10/share.

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