

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.

SEC 1474
(9-02)

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
Employee Stock Option ⁽²⁾	\$ 11.5	01/03/2006		M	60,938	01/01/2001	02/01/2007	Common Stock	60,938
Employee Stock Option ⁽²⁾	\$ 7.25	01/03/2006		M	72,339	01/01/2002	01/30/2008	Common Stock	72,339
Employee Stock Option ⁽²⁾	\$ 6.5	01/03/2006		M	65,000	01/01/2003	01/29/2009	Common Stock	65,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CORNWELL KEVIN L	X		Chairman, CEO, Secretary	

Signatures

/s/ Kevin L.
Cornwell

01/04/2006

**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) 2,000 shs held by spouse's IRA; 3,000 by own IRA; 314,241 by trust for the benefit of the reporting person's spouse and children.

Edgar Filing: CORNWELL KEVIN L - Form 4

(2) Right to buy, with tandem tax withholding right.

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.