

Edgar Filing: MUELLER INDUSTRIES INC - Form 144

MUELLER INDUSTRIES INC  
 Form 144  
 February 10, 2004

UNITED STATES  
 SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

FORM 144  
 NOTICE OF PROPOSED SALE OF SECURITIES  
 PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

ATTENTION: Transmit for filing 3 copies of this form concurrently with either placing an order  
 a broker to execute sale or executing a sale directly with a market maker.

|  |                    |            |
|--|--------------------|------------|
| 1(a) NAME OF ISSUER (Please type or print) | (b) IRS IDENT. NO. | (c) S.E.C. |
| Mueller Industries, Inc.                   | 25-0790410         | 1-6770     |

|                                  |        |         |           |          |
|----------------------------------|--------|---------|-----------|----------|
| 1(d) ADDRESS OF ISSUER           | STREET | CITY    | STATE     | ZIP CODE |
| 8285 Tournament Drive, Suite 150 |        | Memphis | Tennessee | 38125    |

|  |                      |                               |                       |
|--|----------------------|-------------------------------|-----------------------|
| 2(a) NAME OF PERSON FOR WHOSE ACCOUNT<br>THE SECURITIES ARE TO BE SOLD | (b) IRS<br>IDENT NO. | (c) RELATIONSHIP<br>TO ISSUER | (d) ADDRESS<br>STREET |
| Harvey L. Karp   |                      | Director                      | P.O. Box 30           |

INSTRUCTION: The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number.

| 3(a)   | (b)   | SEC USE ONLY                 | (c)  |
|--|---|------------------------------|--|
| Title of the<br>Class of<br>Securities To<br>Be Sold | Name and Address of Each Broker<br>Through Whom the Securities are to<br>be Offered or Each Market Maker<br>who is Acquiring the Securities | Broker-Dealer<br>File Number | Number of Shares<br>Other Units To Be<br>(See instr. 3(c)) |

|                                   |   |  |           |
|-----------------------------------|---|--|-----------|
| Common Stock,<br>\$0.01 par value | Bear, Stearns & Co., Inc.<br>383 Madison Avenue<br>New York, New York 10179 |  | 88,068(1) |
|-----------------------------------|---|--|-----------|

[CONTINUATION OF THE ABOVE CHART]

| (e)  | (f)   | (g)  |
|--|---|--|
| Number of Shares<br>or Other Units<br>Outstanding<br>(See instr. (3(e))) | Approximate Date<br>of Sale<br>(See instr. (3(f))<br>(MO. DAY YR.)) | Name of Each<br>Securities Exchange<br>(See instr. (3(g))) |
| 34,267,677   | From 2/10/2004 to<br>5/10/2004                                      | New York Stock<br>Exchange                                 |

INSTRUCTIONS:

- |   |  |
|---|--|
| <p>1. (a) Name of issuer<br/>                 (b) Issuer's I.R.S. Identification Number<br/>                 (c) ISSUER'S S.E.C. file number, if any<br/>                 (d) Issuer's address, including zip code<br/>                 (e) Issuer's telephone number, including area code</p> <p>2. (a) Name of person for whose account the securities are to be sold<br/>                 (b) Such person's I.R.S. identification number, if such person is an entity<br/>                 (c) Such person's relationship to the issuer (e.g., officer, director, 10% stockholder, or member of immediate family of any of the foregoing)<br/>                 (d) Such person's address, including zip code</p> | <p>3. (a) Title of the class of securities<br/>                 (b) Name and address of each securities holder who is intended to be sold<br/>                 (c) Number of shares or other securities, give the aggregate<br/>                 (d) Aggregate market value of securities as of a specified date within 90 days of this notice<br/>                 (e) Number of shares or other securities or if debt securities the aggregate market value as shown by the most recent statement by the issuer<br/>                 (f) Approximate date on which securities are intended to be sold<br/>                 (g) Name of each securities holder to whom securities are intended to be sold</p> |
|---|--|

1 Number of shares to be sold does not include shares of Common Stock withheld by the Issuer in taxes upon the exercise of stock options by the Seller.

2 Based on a closing price of \$32.15 on February 9, 2004.

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Furnish the following information with respect to the acquisition of the securities and with respect to the payment of all or any part of the purchase price or other consideration.

| Title of the Class             | Date you Acquired | Nature of Acquisition Transaction   | Name of Person from Whom Acquired (If gift, also give date donor acquired) | Amount of Securities Acquired |
|--------------------------------|-------------------|---|--|-------------------------------|
| Common Stock, \$0.01 par value | Feb. 9, 2004      | Exercise of stock options pursuant to a registration statement on Form S-8 effective under the Securities Act of 1933 | Issuer   | 445,000 shares                |

INSTRUCTIONS: If the securities were purchased and full payment therefor was not made in cash at the table or in a note thereto the nature of the consideration given. If the consideration was other obligation, or if payment was made in installments describe the arrangement and the obligation was discharged in full or the last installment paid.

TABLE II -- SECURITIES SOLD DURING THE PAST 3 MONTHS  
Furnish the following information as to all securities of the issuer sold during the period ending on the date of the filing of this notice, and the person for whose account the securities are to be sold.

| Name and Address of Seller                              | Title of Securities Sold | Date of Sale   |
|---|--------------------------|----------------|
| Harvey L. Karp<br>P.O. Box 30<br>East Hampton, NY 11937 |                          | See Schedule A |

REMARKS: The shares of Common Stock covered by this Form 144 are being sold pursuant to a Rule 10b-18 plan adopted on January 16, 2004 as amended as of February 6, 2004, and the representation below regarding the securities information speaks as of that plan's adoption date and the date of the amendment.

INSTRUCTIONS: See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

ATTENTION: The person for whose account the securities are to be sold hereby represents that he does not know any material information that might be material to the current and prospective financial condition of the securities to be sold which is not disclosed.

February 10, 2004

/s/ Harvey L. Karp

DATE OF NOTICE

(SIGNATURE)

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The notice shall be signed by the person for whose account the securities are to be sold. A  
shall be manually signed. Any copies not manually signed shall bear typed or printed name.

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ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations.  
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### Schedule A

| Titles of Securities Sold | Date of Sale | Amount of Securities Sold | Gross Proceeds |
|---------------------------|--------------|---------------------------|----------------|
| Common Stock              | 1/21/04      | 1,200                     | \$38,640       |
| Common Stock              | 1/21/04      | 100                       | \$3,221        |
| Common Stock              | 1/21/04      | 2,000                     | \$64,500       |
| Common Stock              | 1/21/04      | 400                       | \$12,904       |
| Common Stock              | 1/21/04      | 100                       | \$3,227        |
| Common Stock              | 1/21/04      | 200                       | \$6,458        |
| Common Stock              | 1/21/04      | 2,600                     | \$83,980       |
| Common Stock              | 1/21/04      | 1,200                     | \$38,772       |
| Common Stock              | 1/21/04      | 1,400                     | \$45,248       |
| Common Stock              | 1/21/04      | 700                       | \$22,631       |
| Common Stock              | 1/21/04      | 900                       | \$29,106       |
| Common Stock              | 1/21/04      | 1,100                     | \$35,585       |
| Common Stock              | 1/21/04      | 700                       | \$22,652       |
| Common Stock              | 1/21/04      | 1,400                     | \$45,318       |
| Common Stock              | 1/21/04      | 900                       | \$29,142       |
| Common Stock              | 1/21/04      | 7,300                     | \$236,447      |
| Common Stock              | 1/21/04      | 2,300                     | \$74,520       |
| Common Stock              | 1/21/04      | 100                       | \$3,242        |
| Common Stock              | 1/21/04      | 100                       | \$3,243        |
| Common Stock              | 1/21/04      | 200                       | \$6,488        |
| Common Stock              | 1/21/04      | 300                       | \$9,735        |
| Common Stock              | 1/21/04      | 100                       | \$3,246        |

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|              |         |       |          |
|--------------|---------|-------|----------|
| Common Stock | 1/21/04 | 100   | \$3,247  |
| Common Stock | 1/21/04 | 200   | \$6,496  |
| Common Stock | 1/21/04 | 2,300 | \$74,727 |
| Common Stock | 1/21/04 | 700   | \$22,750 |
| Common Stock | 1/21/04 | 100   | \$3,251  |
| Common Stock | 1/21/04 | 500   | \$16,260 |
| Common Stock | 1/21/04 | 500   | \$16,265 |
| Common Stock | 1/21/04 | 591   | \$19,231 |

| Titles of Securities Sold | Date of Sale | Amount of Securities Sold | Gross Proceeds |
|---------------------------|--------------|---------------------------|----------------|
| Common Stock              | 1/21/04      | 4,800                     | \$156,240      |
| Common Stock              | 1/21/04      | 100                       | \$3,256        |
| Common Stock              | 1/21/04      | 400                       | \$13,028       |
| Common Stock              | 1/21/04      | 300                       | \$9,780        |
| Common Stock              | 1/22/04      | 100                       | \$3,183        |
| Common Stock              | 1/22/04      | 2,000                     | \$63,680       |
| Common Stock              | 1/22/04      | 400                       | \$12,748       |
| Common Stock              | 1/22/04      | 200                       | \$6,378        |
| Common Stock              | 1/22/04      | 4,300                     | \$137,170      |
| Common Stock              | 1/22/04      | 900                       | \$28,719       |
| Common Stock              | 1/22/04      | 5,700                     | \$181,944      |
| Common Stock              | 1/22/04      | 200                       | \$6,386        |
| Common Stock              | 1/22/04      | 11,000                    | \$351,450      |
| Common Stock              | 1/22/04      | 100                       | \$3,196        |
| Common Stock              | 1/22/04      | 2,700                     | \$86,319       |
| Common Stock              | 1/22/04      | 1,400                     | \$44,772       |
| Common Stock              | 1/22/04      | 1,100                     | \$35,189       |
| Common Stock              | 1/22/04      | 1,400                     | \$44,800       |
| Common Stock              | 1/22/04      | 1,500                     | \$48,015       |

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|              |         |       |          |
|--------------|---------|-------|----------|
| Common Stock | 1/22/04 | 400   | \$12,808 |
| Common Stock | 1/22/04 | 1,300 | \$41,639 |
| Common Stock | 1/22/04 | 300   | \$9,612  |
| Common Stock | 1/22/04 | 400   | \$12,820 |
| Common Stock | 1/22/04 | 400   | \$12,824 |
| Common Stock | 1/22/04 | 200   | \$6,416  |
| Common Stock | 1/22/04 | 400   | \$12,836 |
| Common Stock | 1/22/04 | 1,000 | \$32,100 |
| Common Stock | 1/22/04 | 1,000 | \$32,110 |
| Common Stock | 1/22/04 | 100   | \$3,212  |

2 of 8

| Titles of Securities Sold | Date of Sale | Amount of Securities Sold | Gross Proceeds |
|---------------------------|--------------|---------------------------|----------------|
| Common Stock              | 1/22/04      | 600                       | \$19,278       |
| Common Stock              | 1/22/04      | 500                       | \$16,070       |
| Common Stock              | 1/22/04      | 300                       | \$9,645        |
| Common Stock              | 1/22/04      | 800                       | \$25,728       |
| Common Stock              | 1/22/04      | 1,000                     | \$32,170       |
| Common Stock              | 1/22/04      | 3,400                     | \$109,412      |
| Common Stock              | 1/22/04      | 400                       | \$12,876       |
| Common Stock              | 1/22/04      | 2,000                     | \$64,400       |
| Common Stock              | 1/22/04      | 200                       | \$6,442        |
| Common Stock              | 1/22/04      | 300                       | \$9,669        |
| Common Stock              | 1/22/04      | 200                       | \$6,450        |
| Common Stock              | 1/22/04      | 500                       | \$16,165       |
| Common Stock              | 1/22/04      | 2,800                     | \$90,552       |
| Common Stock              | 1/22/04      | 300                       | \$9,705        |
| Common Stock              | 1/23/04      | 900                       | \$28,170       |

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|              |         |       |          |
|--------------|---------|-------|----------|
| Common Stock | 1/23/04 | 1,000 | \$31,310 |
| Common Stock | 1/23/04 | 1,100 | \$34,452 |
| Common Stock | 1/23/04 | 100   | \$3,134  |
| Common Stock | 1/23/04 | 400   | \$12,540 |
| Common Stock | 1/23/04 | 100   | \$3,137  |
| Common Stock | 1/23/04 | 200   | \$6,280  |
| Common Stock | 1/23/04 | 1,300 | \$40,885 |
| Common Stock | 1/23/04 | 1,300 | \$40,924 |
| Common Stock | 1/23/04 | 200   | \$6,298  |
| Common Stock | 1/23/04 | 2,700 | \$85,185 |
| Common Stock | 1/23/04 | 200   | \$6,312  |
| Common Stock | 1/23/04 | 200   | \$6,314  |
| Common Stock | 1/23/04 | 200   | \$6,316  |
| Common Stock | 1/23/04 | 1,300 | \$41,067 |

3 of 8

| Titles of Securities Sold | Date of Sale | Amount of Securities Sold | Gross Proceeds |
|---------------------------|--------------|---------------------------|----------------|
| Common Stock              | 1/23/04      | 13,300                    | \$420,280      |
| Common Stock              | 1/23/04      | 700                       | \$22,127       |
| Common Stock              | 1/23/04      | 4,500                     | \$142,290      |
| Common Stock              | 1/23/04      | 1,800                     | \$56,934       |
| Common Stock              | 1/23/04      | 500                       | \$15,825       |
| Common Stock              | 1/23/04      | 300                       | \$9,498        |
| Common Stock              | 1/23/04      | 200                       | \$6,334        |
| Common Stock              | 1/23/04      | 200                       | \$6,336        |
| Common Stock              | 1/23/04      | 100                       | \$3,169        |
| Common Stock              | 1/23/04      | 700                       | \$22,190       |
| Common Stock              | 1/23/04      | 600                       | \$19,026       |

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|              |         |        |           |
|--------------|---------|--------|-----------|
| Common Stock | 1/23/04 | 400    | \$12,688  |
| Common Stock | 1/23/04 | 500    | \$15,865  |
| Common Stock | 1/23/04 | 1,300  | \$41,262  |
| Common Stock | 1/23/04 | 10,100 | \$320,675 |
| Common Stock | 1/23/04 | 1,000  | \$31,840  |
| Common Stock | 2/2/04  | 1,700  | \$51,765  |
| Common Stock | 2/2/04  | 600    | \$18,138  |
| Common Stock | 2/2/04  | 100    | \$3,016   |
| Common Stock | 2/2/04  | 1,000  | \$30,150  |
| Common Stock | 2/2/04  | 100    | \$3,011   |
| Common Stock | 2/2/04  | 3,200  | \$96,000  |
| Common Stock | 2/2/04  | 100    | \$3,006   |
| Common Stock | 2/2/04  | 100    | \$3,010   |
| Common Stock | 2/2/04  | 100    | \$3,005   |
| Common Stock | 2/2/04  | 200    | \$6,008   |
| Common Stock | 2/2/04  | 200    | \$6,006   |
| Common Stock | 2/2/04  | 100    | \$3,015   |
| Common Stock | 2/2/04  | 500    | \$15,050  |

4 of 8

| Titles of Securities Sold | Date of Sale | Amount of Securities Sold | Gross Proceeds |
|---------------------------|--------------|---------------------------|----------------|
| Common Stock              | 2/2/04       | 1,100                     | \$33,099       |
| Common Stock              | 2/2/04       | 300                       | \$9,024        |
| Common Stock              | 2/2/04       | 100                       | \$3,007        |
| Common Stock              | 2/2/04       | 100                       | \$3,029        |
| Common Stock              | 2/2/04       | 200                       | \$6,050        |
| Common Stock              | 2/2/04       | 500                       | \$15,100       |
| Common Stock              | 2/2/04       | 200                       | \$6,030        |



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|              |        |     |          |
|--------------|--------|-----|----------|
| Common Stock | 2/2/04 | 200 | \$6,046  |
| Common Stock | 2/2/04 | 100 | \$3,014  |
| Common Stock | 2/2/04 | 100 | \$3,037  |
| Common Stock | 2/2/04 | 400 | \$12,140 |
| Common Stock | 2/2/04 | 100 | \$3,034  |
| Common Stock | 2/2/04 | 200 | \$6,060  |
| Common Stock | 2/2/04 | 100 | \$3,028  |
| Common Stock | 2/2/04 | 200 | \$6,046  |
| Common Stock | 2/2/04 | 100 | \$3,022  |
| Common Stock | 2/2/04 | 300 | \$9,081  |
| Common Stock | 2/2/04 | 100 | \$3,031  |
| Common Stock | 2/2/04 | 100 | \$3,025  |
| Common Stock | 2/2/04 | 100 | \$3,024  |
| Common Stock | 2/2/04 | 400 | \$12,092 |
| Common Stock | 2/2/04 | 100 | \$3,020  |
| Common Stock | 2/2/04 | 100 | \$3,016  |
| Common Stock | 2/2/04 | 200 | \$6,024  |
| Common Stock | 2/2/04 | 100 | \$3,013  |
| Common Stock | 2/2/04 | 400 | \$12,040 |
| Common Stock | 2/2/04 | 300 | \$9,021  |

5 of 8

| Titles of Securities Sold | Date of Sale | Amount of Securities Sold | Gross Proceeds |
|---------------------------|--------------|---------------------------|----------------|
| Common Stock              | 2/2/04       | 200                       | \$6,046        |
| Common Stock              | 2/2/04       | 100                       | \$3,018        |
| Common Stock              | 2/2/04       | 100                       | \$3,013        |
| Common Stock              | 2/2/04       | 200                       | \$6,020        |
| Common Stock              | 2/2/04       | 800                       | \$24,000       |

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|              |        |       |           |
|--------------|--------|-------|-----------|
| Common Stock | 2/2/04 | 100   | \$3,011   |
| Common Stock | 2/2/04 | 100   | \$3,005   |
| Common Stock | 2/2/04 | 100   | \$3,018   |
| Common Stock | 2/2/04 | 200   | \$6,030   |
| Common Stock | 2/2/04 | 200   | \$6,040   |
| Common Stock | 2/2/04 | 200   | \$6,034   |
| Common Stock | 2/2/04 | 100   | \$3,013   |
| Common Stock | 2/2/04 | 100   | \$3,011   |
| Common Stock | 2/2/04 | 300   | \$9,030   |
| Common Stock | 2/2/04 | 100   | \$3,007   |
| Common Stock | 2/2/04 | 100   | \$3,018   |
| Common Stock | 2/2/04 | 600   | \$18,084  |
| Common Stock | 2/2/04 | 100   | \$3,015   |
| Common Stock | 2/2/04 | 200   | \$6,026   |
| Common Stock | 2/2/04 | 400   | \$12,040  |
| Common Stock | 2/2/04 | 200   | \$6,016   |
| Common Stock | 2/2/04 | 300   | \$9,021   |
| Common Stock | 2/2/04 | 400   | \$12,028  |
| Common Stock | 2/2/04 | 300   | \$9,045   |
| Common Stock | 2/2/04 | 300   | \$9,021   |
| Common Stock | 2/2/04 | 100   | \$3,006   |
| Common Stock | 2/2/04 | 800   | \$24,000  |
| Common Stock | 2/3/04 | 5,205 | \$156,150 |
| Common Stock | 2/3/04 | 200   | \$6,002   |

6 of 8

| Titles of Securities Sold | Date of Sale | Amount of Securities Sold | Gross Proceeds |
|---------------------------|--------------|---------------------------|----------------|
| Common Stock              | 2/3/04       | 100                       | \$3,002        |

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|              |        |        |             |
|--------------|--------|--------|-------------|
| Common Stock | 2/3/04 | 11,300 | \$339,339   |
| Common Stock | 2/3/04 | 100    | \$3,004     |
| Common Stock | 2/3/04 | 1,000  | \$30,050    |
| Common Stock | 2/3/04 | 500    | \$15,030    |
| Common Stock | 2/3/04 | 3,900  | \$117,273   |
| Common Stock | 2/3/04 | 200    | \$6,016     |
| Common Stock | 2/3/04 | 100    | \$3,009     |
| Common Stock | 2/2/04 | 1,900  | \$57,190    |
| Common Stock | 2/2/04 | 300    | \$9,036     |
| Common Stock | 2/3/04 | 100    | \$3,013     |
| Common Stock | 2/3/04 | 200    | \$6,030     |
| Common Stock | 2/3/04 | 50,000 | \$1,509,000 |
| Common Stock | 2/3/04 | 500    | \$15,095    |
| Common Stock | 2/3/04 | 3,200  | \$96,640    |
| Common Stock | 2/3/04 | 600    | \$18,126    |
| Common Stock | 2/3/04 | 2,100  | \$63,462    |
| Common Stock | 2/3/04 | 700    | \$21,161    |
| Common Stock | 2/3/04 | 5,300  | \$160,272   |
| Common Stock | 2/3/04 | 2,000  | \$60,500    |
| Common Stock | 2/3/04 | 100    | \$3,026     |
| Common Stock | 2/3/04 | 300    | \$9,081     |
| Common Stock | 2/3/04 | 100    | \$3,028     |
| Common Stock | 2/3/04 | 800    | \$24,240    |
| Common Stock | 2/3/04 | 100    | \$3,031     |
| Common Stock | 2/4/04 | 400    | \$12,060    |
| Common Stock | 2/4/04 | 800    | \$24,136    |
| Common Stock | 2/4/04 | 700    | \$21,140    |
| Common Stock | 2/4/04 | 200    | \$6,048     |

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|              |        |       |           |
|--------------|--------|-------|-----------|
| Common Stock | 2/4/04 | 1,100 | \$33,275  |
| Common Stock | 2/4/04 | 400   | \$12,136  |
| Common Stock | 2/4/04 | 2,000 | \$61,300  |
| Common Stock | 2/4/04 | 1,000 | \$30,700  |
| Common Stock | 2/4/04 | 1,000 | \$30,850  |
| Common Stock | 2/4/04 | 1,000 | \$31,000  |
| Common Stock | 2/4/04 | 2,000 | \$62,100  |
| Common Stock | 2/4/04 | 1,000 | \$31,100  |
| Common Stock | 2/4/04 | 1,600 | \$49,808  |
| Common Stock | 2/4/04 | 400   | \$12,460  |
| Common Stock | 2/4/04 | 3,800 | \$118,560 |
| Common Stock | 2/4/04 | 1,000 | \$31,250  |
| Common Stock | 2/4/04 | 500   | \$15,645  |
| Common Stock | 2/4/04 | 500   | \$15,660  |
| Common Stock | 2/4/04 | 1,000 | \$31,330  |
| Common Stock | 2/4/04 | 1,200 | \$37,620  |
| Common Stock | 2/4/04 | 2,000 | \$62,400  |

In addition to the foregoing sales pursuant to Rule 144, on January 20, 2004 the Issuer withheld 64,909 shares of Common Stock (valued at \$32.56) to pay required Federal, state and local withholding taxes due with respect to the exercise by Harvey L. Karp of options to purchase 200,000 shares of Common Stock, on February 2, 2004 the Issuer withheld 64,595 shares of Common Stock (valued at \$30.39) to pay required Federal, state and local withholding taxes due with respect to the exercise by Harvey L. Karp of options to purchase 200,000 shares of Common Stock and on February 9, 2004 the Issuer withheld 144,328 shares of Common Stock (valued at \$32.24) to pay required Federal, state and local withholding with respect to the exercise by Harvey L. Karp of options to purchase 445,000 shares of Common Stock.