



**Edgar Filing: VAN DEN BERG NORRIS - Form 5**

Table I--Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans- action Date (Month/ Day/ Year)	3. Trans- action Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  Amount (A) or (D) Price	5. Amount of Securities Beneficia- lly Owned at end of Issuer's Fiscal Year (Instr. 3)

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. Conver- sion or Exercise Price of Deriv- ative Security	3. Trans- action Date (Month/ Day/ Year)	4. Transac- tion Code (Instr. 8)
Common Stock	\$8.20	03/26/02	A

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6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned at End of Year (Instr. 4)	10.
Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
(1)	03/26/12	Common Stock	37,500	45,000

Explanation of Responses:

(1) Option granted under the issuer's 2002 Director Option Plan which vests as follows: Vest quarterly over three (3) years from date of grant.

/s/ Norris van den Berg                      05/14/2002

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\*\*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 provided is insufficient, see Instruction 6 for procedure.