## SEC Form 4

## FORM 4

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

Check this box if no longer subject to
$\square$ Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

## OMB APPROVAL

OMB Number: 3235-0287 Estimated average burden hours per response:


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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. <br> Transaction Code (Instr. <br> 8) |  | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) |  |  | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct <br> (D) or Indirect <br> (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  |  | Code | v | Amount | $\begin{aligned} & \text { (A) or } \\ & \text { (D) } \end{aligned}$ | Price |  |  |  |
| Common Stock | 08/02/2006 |  | M |  | 1,200 | A | \$0 | 58,016 | I | by <br> Evan1991 <br> LvgTrust |
| Common Stock | 08/02/2006 |  | $\mathrm{F}^{(1)}$ |  | 429 | D | \$17.72 | 57,587 | I | by <br> Evan1991 <br> LvgTrust ${ }^{(2)}$ |
| Common Stock |  |  |  |  |  |  |  | 6,582 | D |  |
| Common Stock |  |  |  |  |  |  |  | 15,742 | I | by <br> TDC\&R <br> Inv LP ${ }^{(2)}$ |

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. <br> Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any <br> (Month/Day/Year) | 4. <br> Transaction Code (Instr. <br> 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 Securities Underlying Derivative Security (Instr. 3 and 4) |  | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. <br> Ownership Form: Direct (D) or Indirect <br> (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  |  |  | Code | v | (A) | (D) | Date <br> Exercisable | Expiration Date | Title | Amount <br> or <br> Number <br> of Shares |  |  |  |  |
| Non- <br> Qualified Stock Option (right to buy) | \$17.94 | 08/01/2006 |  | A |  | 81,000 |  | 08/01/2007 ${ }^{(3)}$ | 08/01/2013 | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | 81,000 | \$0 | 81,000 | D |  |
| Restricted Stock Unit (RSU) | \$0 | 08/02/2006 |  | M |  |  | 1,200 | 08/02/2006 ${ }^{(4)}$ | 08/02/2009 | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | 1,200 | \$17.72 | 10,800 | I | by <br> Evan1991 <br> LvgTrust |
| Restricted Stock Unit (RSU) | \$0 | 08/01/2006 |  | A |  | 9,000 |  | 08/01/2007 ${ }^{(5)}$ | 08/01/2010 | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | 9,000 | \$0 | 9,000 | I | by <br> Evan1991 <br> LvgTrust |
| Incentive Stock Option (right to buy) | \$151.25 |  |  |  |  |  |  | 08/01/2001 ${ }^{(6)}$ | 08/01/2007 | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | 1,322 |  | 1,322 | D |  |
| NonQualified Stock Option (right to buy) | \$10.08 |  |  |  |  |  |  | 05/24/2003 | 05/24/2009 | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | 52,500 |  | 52,500 | D |  |
| Non- <br> Qualified Stock Option (right to buy) | \$12.88 |  |  |  |  |  |  | 11/11/2003 ${ }^{(7)}$ | 08/11/2013 | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | 80,000 |  | 80,000 | D |  |

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 Securities Underlying Derivative Security (Instr. 3 and 4) |  | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative <br> Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. <br> Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  |  |  | Code | V | (A) | (D) | Date <br> Exercisable | Expiration Date | Title | Amount or Number of Shares |  |  |  |  |
| Non- <br> Qualified <br> Stock <br> Option <br> (right to <br> buy) | \$22.71 |  |  |  |  |  |  | 02/21/2003 ${ }^{(8)}$ | 02/21/2009 | Common Stock | 100,000 |  | 100,000 | D |  |
| Non- <br> Qualified <br> Stock <br> Option <br> (right to buy) | \$26.4 |  |  |  |  |  |  | 08/02/2006 ${ }^{(9)}$ | 08/02/2012 | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | 108,000 |  | 108,000 | D |  |
| Non- <br> Qualified <br> Stock <br> Option <br> (right to buy) | \$26.53 |  |  |  |  |  |  | 11/03/2005 ${ }^{(10)}$ | 11/03/2011 | Common Stock | 135,000 |  | 135,000 | D |  |
| Non- <br> Qualified <br> Stock <br> Option <br> (right to buy) | \$34.16 |  |  |  |  |  |  | 09/06/2002 ${ }^{(11)}$ | 09/06/2008 | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | 90,000 |  | 90,000 | D |  |
| Non- <br> Qualified <br> Stock <br> Option <br> (right to buy) | \$34.438 |  |  |  |  |  |  | 03/15/2002 ${ }^{(12)}$ | 03/15/2008 | Common Stock | 40,000 |  | 40,000 | D |  |
| Non- <br> Qualified <br> Stock <br> Option <br> (right to buy) | \$74.188 |  |  |  |  |  |  | $12 / 29 / 2001^{(13)}$ | 12/29/2007 | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | 25,000 |  | 25,000 | D |  |
| Non- <br> Qualified <br> Stock <br> Option <br> (right to buy) | \$151.25 |  |  |  |  |  |  | 08/01/2001 ${ }^{(6)}$ | 08/01/2007 | Common Stock | 123,678 |  | 123,678 | D |  |

## Explanation of Responses

1. Disposition of shares exempt under Rule 16b-3 as payment of tax liability to Company by delivery or withholding securities incident to vesting of restricted stock award.
2. Shares held by TDC\&R Investment LP, a family limited partnership, of which the Reporting Person, her spouse and children are partners.
3. Twenty-five percent (25\%) of the total options granted vest and become exercisable one year after the date of grant and thereafter with respect to $6.25 \%$ of the shares each quarter until fully vested.


 the fourth anniversary of the date of grant.
 the grant vests over four years on the anniversary of the date of grant, subject to necessary withholding for applicable taxes.
4. Twenty-five percent (25\%) of the total options granted on August 1, 2000 vest and become exercisable 1 year after the option grant date and thereafter with respect to $6.25 \%$ of the shares each quarter.
5. Are exercisable as to $6.25 \%$ of the shares each quarter from the date of grant.
6. Twenty-five percent (25\%) of the total options granted vest and become exercisable one year after the date of grant and thereafter with respect to $6.25 \%$ of the shares each quarter until fully vested.
7. Twenty-five percent ( $25 \%$ ) of the total options granted vest and become exercisable one year after the date of grant and thereafter with respect to $6.25 \%$ of the shares each quarter until fully vested.
8. Twenty-five percent ( $25 \%$ ) of the total options granted vest and become exercisable one year after the date of grant and thereafter with respect to $6.25 \%$ of the shares each quarter until fully vested.
9. Fifty percent (50\%) of the total options granted on September 6, 2001, vest and become exercisable 1 year after the option grant date and thereafter with respect to $6.25 \%$ of the shares each quarter
10. Fifty percent ( $50 \%$ ) of the total options granted on March 15,2001 , vest and become exercisable 1 year after the option grant date and thereafter with respect to $6.25 \%$ of the shares each quarter
11. Twenty-five percent ( $25 \%$ ) of the total options granted on December 29, 2000, vest and become exercisable 1 year after the option grant date and thereafter with respect to $6.25 \%$ of the shares each quarter.

## Remarks:

 Stock Purchase Plan.

By: Donald T Rozak Jr, as
attorney-in-fact For: Dana L.Evan
** Signature of Reporting Person Date

[^0]* 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. $78 f f(a)$
Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.
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 Number.


[^0]:    Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

