

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative and Security Underlying Securities	2. Con- Amount	3. Number of Derivative	4. Version of Derivative or Exercise Price of Derivative	5. Nature of Transaction	6. Number of Derivative Securities Acquired or Disposed of (A or (D))	7. Date Exercisable and Expiration Date (Month/Day/Year)	8. Title of Security
Phantom Common Stock Units (1)	7.5054	4,615.46	(2) D				Common
Director Stock Option (Right to Buy)	26.125	2,000	D			4/23/98 - 4/22/08	Common
Director Stock Option (Right to Buy)	18.3750	2,000	D			5/6/99 - 5/5/09	Common
Director Stock Option (Right to Buy)	7.8750	1,070.86	M		500	5/4/00 - 5/3/10	Common
Director Stock Option (Right to Buy)	7.8750	1,070.86	M		1,500	5/4/00 - 5/3/10	Common
Director Stock Option (Right to Buy)	11.95	2,000	D			5/3/01 - 5/3/11	Common

Explanation of Responses:

NOTES:
(1) Adjustments for stock splits or dividends made at time of payment.
(2) Represents the weighted average price for 5/3/00 grant of 1,070.86 units at \$7.9375, 5/4/00 grant of 317.46 units at \$7.8750 and 5/16/00 grant of 210.53 units at \$7.1250.

As of August 31, 2001, Richard H. Glanton holds 6,000 stock options exercisable at various prices.

SIGNATURE OF REPORTING PERSON
/s/ Richard H. Glanton BY Kenneth J. Mendell
DATE
September 4, 2001