

1. Title of Derivative 10.11. Nature of Dir Indirect ect Beneficial (D) Ownership or Ind ire ct (I)	2. Con- version or Exer cise Price of Deriva- tive Secu- rity	3. Transaction Date	4. Code	5. Number of De rivative Secu rities Acqui red (A) or Dis posed of (D) Amount	6. Date Exer cisable and Expiration Date (Month/ Day/Year) Date Expir ation Date	7. Title and Amount of Underlying Securities Title and Number of Shares	8. Price of Deri vative Secu rity	9. Number of Deriva tive Securities Benefi ficially Owned at End of Month	10. D
<S> <C> <C> Phantom Stock	<C>	<C>	<C>	<C> <C>	<C> <C> <C> <C>	<C> <C> <C>	<C>	<C>	<C>
		12/10	A	43.24	A 1 1	Common Stock 43.24		7177.5876	D

- [illegible]