GUTHART LEO Form 4 April 02, 2003

## FORM 4

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

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

#### **OMB APPROVAL**

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### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

Filed By Romeo and Dye's Section 16 Filer www.section16.net

Name and Address of Reporting Person*  Guthart Leo				r Na	me <b>and</b> Tio	cker or	Trading	Pe	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First) (Middle)				of Reporting Person,				atement for th/Day/Year <b>1/03</b>	10	X Director			
Crystal Lake, II	(Street)						Date	Amendment, of Original nth/Day/Year)	(C <u><b>X</b></u> Pe	heck Applicab Form filed by rson	One Reporting  More than One		
(City)	(State) (	Zip)	T	able	I Non-I	)erivat	ive Secu	rities Acquired,	Dispose	d of, or Benef	icially Owned		
	action Date	2A. Deemed Execution Date, if any	3. Trans- action Code (Instr. 8)		4. Securities or Dispose (Instr. 3, 4	d of (D		5. Amount of Securities Beneficially Owned Follow-		6. Owner-ship Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership		
	Year)	(Month/Day/ Year)	Code	V	Amount	(A) or (D)	Price	ing Reported Transactions(s) (Instr. 3 & 4)		1 1	(Instr. 4)		
Common Stock	04/01/03		M		2000	A	9.1875	5	62,074	D			

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

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# FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

			- B- 7 I 7	,		/ 1 /	,				
1. Title of	2. Conver-	3. Trans-	3A.	4.	5.	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Nature
Derivative	sion or	action	Deemed	Trans-	Number	and Expiration	Amount of	Derivative	Derivative	Owner-	of Indirect
Security	Exercise	Date	Execution	action	of	Date	Underlying	Security	Securities	ship	Beneficial
	Price of		Date,	Code	Derivative	(Month/Day/	Securities	(Instr. 5)	Beneficially	Form	Ownership
(Instr. 3)	Derivative	(Month/	if any		Securities	Year)	(Instr. 3 & 4)		Owned	of Deriv-	(Instr. 4)
		Day/	(Month/	(Instr.	Acquired				Following	ative	
		Year)	Day/	8)	(A) or				Reported	Security:	
			Year)		Disposed				Transaction(s)	Direct	
	•	•		•	•	•	•	•	•	•	•

<sup>\*</sup> If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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				(In	(D) str. 3,						(D) or Indirect (I)	
			Code	V (A		Exer-cisable	Expira- tion Date		Amount or Number of Shares		(Instr. 4)	
Stock Option	9.1875	04/01/03	M		2,000	12/22/93		Common Stock	2,000	0	D	

Explanation of Responses:

By: /s/ Leo Guthart by Stephen J. Hagee as attorney-in-fact

<u>04/02/03</u> Date

\*\*Signature of Reporting Person

Note: File three copies of this Form, one of which must be manually signed.

If space is insufficient, See Instruction 6 for procedure.

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<sup>\*\*</sup>Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).