

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 Underlying Securities (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Option to Purchase (2) | \$ 17.92 | | | | | (3) | 10/01/2007 | Common Stock | 75,000 |
| Option to Purchase (4) | \$ 18.33 | | | | | (5) | 01/24/2008 | Common Stock | 15,000 |
| Option to Purchase (4) | \$ 15.65 | | | | | (6) | 07/22/2008 | Common Stock | 37,500 |
| Option to Purchase (4) | \$ 16.8 | | | | | (7) | 01/03/2009 | Common Stock | 37,500 |
| Option to Purchase (8) | \$ 28.53 | | | | | (9) | 09/28/2011 | Common Stock | 100,000 |
| Option to Purchase (8) | \$ 33.18 | | | | | (10) | 04/10/2011 | Common Stock | 50,000 |
| Option to Purchase (8) | \$ 31.92 | 05/09/2007 | | A | 50,000 | (11) | 05/09/2011 | Common Stock | 50,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| ELLIS EDWARD H JR | X | | Executive Vice President & CFO | |

Signatures

Edward H. Ellis,
Jr.

05/11/2007

 Signature of
Reporting Person

Date

Explanation of Responses:

* 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. 78ff(a).

- (1) 375 shares are transferred from Mr. Ellis to his wife's personal account on 10/25/06.
- (2) Option to purchase granted pursuant to the 1995 Flexible Incentive Plan.
- (3) The options vest equally over a 3 year period beginning 10/01/98.
- (4) Option to purchase granted pursuant to the 2001 Flexible Incentive Plan.
- (5) The options vest equally over a 5 year period beginning 01/24/03.
- (6) The options vest equally over a 5 year period beginning 07/22/03.
- (7) The options vest equally over a 5 year period beginning 01/03/04.
- (8) Option to purchase granted pursuant to the 2004 Flexible Incentive Plan.
- (9) The options vest equally over a 4 year period beginning 09/28/06.
- (10) The options vest equally over a 3 year period beginning 04/10/07.
- (11) The options vest over a 3 year period as follows: 16,667 shares on 12/31/07; 16,666 shares on 12/31/08; and 16,667 shares on 12/31/09.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.