

Edgar Filing: PAYNE DAVID L - Form 4

| | | | | | | | | |
|--------------|------------|--|---|-------|---|------------|-------|---|
| Common Stock | 07/27/2007 | | S | 800 | D | \$ 40.89 | 0 | D |
| Common Stock | 07/27/2007 | | M | 1,000 | A | \$ 32.7917 | 1,000 | D |
| Common Stock | 07/27/2007 | | S | 1,000 | D | \$ 40.88 | 0 | D |
| Common Stock | 07/27/2007 | | M | 3,788 | A | \$ 32.7917 | 3,788 | D |
| Common Stock | 07/27/2007 | | S | 3,788 | D | \$ 40.87 | 0 | D |
| Common Stock | 07/27/2007 | | M | 2,792 | A | \$ 32.7917 | 2,792 | D |
| Common Stock | 07/27/2007 | | S | 2,792 | D | \$ 40.86 | 0 | D |
| Common Stock | 07/27/2007 | | M | 387 | A | \$ 32.7917 | 387 | D |
| Common Stock | 07/27/2007 | | S | 387 | D | \$ 40.85 | 0 | D |
| Common Stock | 07/27/2007 | | M | 742 | A | \$ 32.7917 | 742 | D |
| Common Stock | 07/27/2007 | | S | 742 | D | \$ 40.84 | 0 | D |
| Common Stock | 07/27/2007 | | M | 342 | A | \$ 32.7917 | 342 | D |
| Common Stock | 07/27/2007 | | S | 342 | D | \$ 40.83 | 0 | D |
| Common Stock | 07/27/2007 | | M | 500 | A | \$ 32.7917 | 500 | D |
| Common Stock | 07/27/2007 | | S | 500 | D | \$ 40.82 | 0 | D |

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

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SEC 1474
(9-02)

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 | 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 | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) |
|--|------------------------------------|--------------------------------------|--|--------------------------------|---|--|---|
|--|------------------------------------|--------------------------------------|--|--------------------------------|---|--|---|

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| Derivative Security | | | (A) or Disposed of (D) (Instr. 3, 4, and 5) | | Date Exercisable | Expiration Date | Title | An or Nu of SH | |
|---|------------|------------|---|---|------------------|---------------------------|------------|----------------|---|
| | | | Code | V | | | | | |
| Non-Qualified Stock Option (right to buy) | \$ 32.7917 | 07/27/2007 | M | | 2,600 | 01/21/1999 ⁽¹⁾ | 01/21/2008 | Common Stock | 2 |
| Non-Qualified Stock Option (right to buy) | \$ 32.7917 | 07/27/2007 | M | | 200 | 01/21/1999 ⁽¹⁾ | 01/21/2008 | Common Stock | |
| Non-Qualified Stock Option | \$ 32.7917 | 07/27/2007 | M | | 800 | 01/21/1999 ⁽¹⁾ | 01/21/2008 | Common Stock | |
| Non-Qualified Stock Option (right to buy) | \$ 32.7917 | 07/27/2007 | M | | 1,000 | 01/21/1999 ⁽¹⁾ | 01/21/2008 | Common Stock | 1 |
| Non-Qualified Stock Option (right to buy) | \$ 32.7917 | 07/27/2007 | M | | 3,788 | 01/21/1999 ⁽¹⁾ | 01/21/2008 | Common Stock | 3 |
| Non-Qualified Stock Option (right to buy) | \$ 32.7917 | 07/27/2007 | M | | 2,792 | 01/21/1999 ⁽¹⁾ | 01/21/2008 | Common Stock | 2 |
| Non-Qualified Stock Option (right to buy) | \$ 32.7917 | 07/27/2007 | M | | 387 | 01/21/1999 ⁽¹⁾ | 01/21/2008 | Common Stock | |
| Non-Qualified Stock Option (right to buy) | \$ 32.7917 | 07/27/2007 | M | | 742 | 01/21/1999 ⁽¹⁾ | 01/21/2008 | Common Stock | |
| Non-Qualified Stock Optio (right to buy) | \$ 32.7917 | 01/27/2007 | M | | 342 | 01/21/1999 ⁽¹⁾ | 01/21/2008 | Common Stock | |
| Non-Qualified Stock Option (right to buy) | \$ 32.7917 | 07/27/2007 | M | | 500 | 01/21/1999 ⁽¹⁾ | 01/21/2008 | Common Stock | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| | X | | Chairman, President & CEO | |

PAYNE DAVID L

Signatures

/s/ David L.

07/31/2007

Payne

**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) Options vest ratably over three years beginning one year from date of grant.

Remarks:

This is filing #2 of three filings for 7/27/2007.

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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