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MAYER GEORGE L Form 4

FORM 4

February 05, 2003

_ 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

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

OMB APPROVAL

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

1. Name and Ad Mayer George			Name and T	icker		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
(Last) (First) (Middle) 178 Myrtle Blvd., Suite 103				orti	dentification ng Person, y (voluntary			4. Statement for Month/Day/Year 2/3/03		X Director 10% Owner Officer (give title below) Other (specify below)			
Larchmont, NY						5. If Amendment, Date of Original (Month/Day/Year)		7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City) (State)	(Zip)		Tal	ole I Non	-Deriv	vative	Securities Acquired, l	red, Disposed of, or Beneficially Owned				
1. Title of Security (Instr. 3)	2. Trans- action Date (Month/ Day/	3. Tranaction Code (Instr. 8		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5)			5. Amount of Securities Beneficially Owned Follow-		6. Owner- ship Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
	Year)	(Month/Day/ Year)	Code	V	Amount	(A) or (D)	Price	ing Reported Transactions(s) (Instr. 3 & 4)		(I) (Instr. 4)			
Common Stock	2/3/03		A		708.05	A		28550	0.28	D			
Common Stock	i								500	I	By Spouse		
Common Stock	;								300	I	Spouse as Conservator(1)		
Common Stock									250	I	Trust(2)		
Common Stock									400	I	Trust ⁽³⁾		

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

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

^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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

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

 sion or Exercise	3. Trans- action Date (Month/ Day/ Year)	Deemed Execution Date, if any (Month/	Trans- action Code (Instr. 8)		Number of		d	Amo Unde Secu	unt of erlying	Derivative Security (Instr. 5)	Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Owner- ship	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	3, 5)	4 &	;))]]		Expira- tion Date		Amount or Number of Shares			(I) (Instr. 4)	

Explanation of Responses:

By: /s/ Philip R. Halverson for George L. Mayer

**Signature of Reporting Person

**Bullet Reporting Person

**Bullet Reporting Person

**Bullet Reporting Person

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

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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⁽¹⁾ By reporting person's spouse as conservator for family member in the same household as reporting person.

⁽²⁾ By reporting person as trustee for George A. Mayer Charitable Remainder Trust.

⁽³⁾ By reporting person as trustee for Mayer Charitable Annuity Trust.

[·] Signature of Reporting Person