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(Caption>												
	II - DERIVATIVE (E.G., PUTS, CA	LLS, WARRANTS,	OPTIONS, CO	ONVERTIBLE SEC	URITIES)							
. Title of Derivative Security Exer-	2. Conver- 3	. Trans- 3A.	Deemed 4.	. Transac- 5	. Number of Deriv-	6. Date						
(Instr. 3)	sion or	action	Execution	tion Code	ative Securities Ac-							
cisable and Ex-	01011 01	accion	Enecacion	cion code	delve becarrered he							
	Exercise	Date	Date,	(Instr. 8)	quired (A) or Dis-							
piration Date	- 1											
(Month/Day/	Price of	(Month/	if any		posed of (D)							
(Month, Day)	Deriv-	Day/	(Month/		(Instr. 3, 4, and 5)							
(ear)	20111	2417	(11011011)		(111001: 0, 1, 4114 0,							
	ative	Year)	Day/									
	Security		Year)									
						Date						
Expira-												
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cion			(	Code V	(A) (D)							
cisable Date				code v								
(S>												
*												
<Caption>

7.	Title and Amo Underlying Se (Instr. 3 and	curities 4)	Price of Derivative Security (Instr. 5)	9.	Derivative Securities Beneficially Owned Following Reported Transaction(s)	Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4)	Nature of Indirect Beneficial Ownership (Instr. 4)
	Title	Amount or Number of Shares			(Instr. 4)		
<s:< td=""><td>&gt;<c></c></td><td></td><td></td><td></td><td></td><td></td><td></td></s:<>	> <c></c>						
- · Exj	 planation of R	 esponses:	 			 	 

(1) Mr. Dahir received 151 restricted shares of the Company's common stock representing a portion of the annual director retainer fee paid to him for 2002. The number of restricted shares issued were based on the October 1, 2002 closing price of the Company's common stock of \$8.23 per share.

> /s/ TERESA D. COVELLO, Proxy on behalf of Michael L. Dahir

November 26, 2002

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

- *  If the form is filed by more than one reporting person, SEE Instruction 4(b)(v).
- $\star\star$  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.

</Table>