

1) Title of Derivative 11) Nature of Security Indirect Beneficial Ownership	3) Trans- action Date	7) Title and Amount of Underlying Securities Title	8) Price of Deri- vative Security	9) Number of Derivative Securities Beneficially Owned at End of Month	10) D or I
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<S> <C> Non-Qualified Stock Option Direct (right to buy)	<C> 02/11/03	<C> Common Stock	<C> 10,000	<C> 10,000	<C> D
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<FN>
Explanation of Responses:

(1)
The options vest 10% on the six month anniversary of the date of grant and the remaining balance vests monthly thereafter. The option is fully vested five years after the date of grant.

</FN>
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SIGNATURE OF REPORTING PERSON
/S/ By: Noreen E. Burns, Attorney-in-Fact
For: Brent Scowcroft
DATE 02/12/03