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Explanation of Responses:

- (1) This option becomes exercisable in one-third increments on July 24 of 2003, 2004 and 2005, respectively.

/s/ Michael L. Thompson

02-11-03

**Signature of Reporting Person

Date

**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 provided is insufficient, see Instruction 6 for procedure.

<http://www.sec.gov/divisions/corpfin/forms/form5.htm>
Last update: 09/03/2002
