

Form: 7.

Direct Nature of or Indirect

1. Indirect Beneficial Ownership (Instr. 3) (Instr. 4) (Instr. 4)

2. Transaction (Instr. 8) Date (mm/dd/yy)

3. Disposed of (D) Transaction (Instr. 3, 4 and 5) Code

Securities Beneficially Owned at End (D) of Month (Instr. 3 and 4) (I)

<S> <C> <C> <C> <C> <C> <C> <C> <C>

<C>

Common Stock 23,506.085 D

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</TABLE>

* If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

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

(Print or Type Responses)

(Over)

(Form 4-07/98)

FORM 4 (continued)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<TABLE>
<CAPTION>

10. Owner-ship Form of Derivative Security: Direct (D) or Indirect (I) Security

11. Nature of Ownership

2. Conversion or Exercise Price of Derivative Security

3. Transaction Date (Month/Day/Year)

4. Transaction Code (Instr. 8)

5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)

6. Date Exercisable and Expiration Date (Month/Day/Year)

7. Title and Amount of Underlying Securities (Instr. 3 and 4)

8. Price of Derivative Security (Instr. 3 and 4)

9. Number of Beneficially Owned Derivative Securities (Instr. 3 and 4)

(Instr. 3) 4)	(Instr. 4) 4)	ity	Year)	Code V	(A)	(D)	isable	Date	Title	Shares	5)	4)
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
<C>	<C>											

Options (right to buy) \$6.25 07/17/00 A V 227,500 * * Common Stock 227,500 \$6.25 227,500

D

*Options to acquire 227,500 shares of Common Stock at an exercise price of \$6.25 per share were granted to the undersigned on July 17, 2000. Options are exercisable as to thirty percent (30%) as of December 31, 2000 and an additional 1/60th (one-sixtieth) for each month of service completed following December 31, 2001. Dividend Equivalent Rights will accrue on these options when dividends are paid provided that certain performance goals are achieved. The Dividend Equivalent Rights will vest on the same vesting schedule as the accompanying options. These options expire 10 years from grant date.

</TABLE>
Explanation of Responses:

/s/ Susan Allene Kovach	August 10, 2000
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**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.