OUSE RICHARD J orm 4 bruary 07, 2003										
FORM 4	_ 		U.S.	SEC	CURITIES A Washingto				ON	
<pre>[_] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).</pre> <pre>(Print or Type Responses)</pre>	F	iled	pursuant of 1934, S Company	to Sect y Ac	SES IN BEN Section 1 Lion 17(a) et of 1935	EFICIAL 6(a) of of the or Sec	OWNED the Publi	RSHIP OF Securiti ic Utili 30(h) of	es Exchar ty Holdir	nge
1. Name and Address of Reporting Person*		 			and Ticke		("L	 XP ")	to I	Issue
Rouse Richard Jon	iddle)	3. 	IRS	 cati f	on	 4. St Mo	atemen	nt for ay/Year	- X Of Vice Ch	ffice
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(City) (State)	(Zip)		Table	 I	 - Non-Deri	 vative 	Secur	 ities Ac	cquired, D	oispo
Date	on Exec tion Date th/ if a (Mon) Day/	ned cu- n e, nny -	action Code Instr. 8 	 3) 	(Instr.	sed of 3, 4 an	(D) d 5) (A) or		 	5. Amo Seo Ber Owr - ino Tra
Common Stock 2/5/0	Year 03 				Amou 63					a1

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Reminder: Report on a separate line for each class of securities beneficially owned directly or i * If the form is filed by more than one reporting person, see Instruction 4(b)(v).

Table II -- Derivative Securities Acquired, Disposed of, or E | FORM 4 (continued) (e.g., puts, calls, warrants, options, convertible se | 1. | 2. | 3. | 3A. | 4. | 5. | Title of Derivative Security | Conversion | Trans- | Deemed | Trans- | Number of Derivative Security | Conversion | Trans- | Trans- | Number of Derivative Security | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Trans- | Tr -----|or Exercise|action |Execu- |action |Acquired (A) or Dispose |Price of |Date |tion |Code |(Instr. 3, 4 and 5) |Derivative | (Month/ |Date, | (Instr.| |Security |Day/ |if any | 8) | |Year) | (Month/ | | | Code|V| (A) | 1 - 1 1

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FORM 4 (continued)	Table II (continued) Derivati (e.g., puts, calls,	ive Securities Acquired, Dispos warrants, options, convertible
1. Title of Derivative Security (Instr. 3) 	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. 9. Price of Number of Derivative Securitie Security ficially (Instr. 5) Following Transacti (Instr. 4
	Amount Number Title Shares	of

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Explanation of Responses:

- (1) The reporting person delivered 62,306 common shares to the issuer in satisfaction of his of previously issued by the reporting person to the issuer. The reporting person also delive shares to the issuer for payment of tax liability incurred by the reporting person in connection.
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. **Signature of Reporting 1001 and 15 U.S.C. 78ff(a). By: Dianne R. Smith, A.I.