

Edgar Filing: PAYNE DAVID L - Form 4

| | | | | | | | |
|--------------|------------|---|-------|---|------------|-------|---|
| Common Stock | 07/30/2007 | S | 840 | D | \$ 40.93 | 0 | D |
| Common Stock | 07/30/2007 | M | 440 | A | \$ 32.7917 | 440 | D |
| Common Stock | 07/30/2007 | S | 440 | D | \$ 40.92 | 0 | D |
| Common Stock | 07/30/2007 | M | 540 | A | \$ 32.7917 | 540 | D |
| Common Stock | 07/30/2007 | S | 540 | D | \$ 40.91 | 0 | D |
| Common Stock | 07/30/2007 | M | 1,360 | A | \$ 32.7917 | 1,360 | D |
| Common Stock | 07/30/2007 | S | 1,360 | D | \$ 40.9 | 0 | D |
| Common Stock | 07/30/2007 | M | 2,839 | A | \$ 32.7917 | 2,839 | D |
| Common Stock | 07/30/2007 | S | 2,839 | D | \$ 40.89 | 0 | D |
| Common Stock | 07/30/2007 | M | 560 | A | \$ 32.7917 | 560 | D |
| Common Stock | 07/30/2007 | S | 560 | D | \$ 40.88 | 0 | D |
| Common Stock | 07/30/2007 | M | 442 | A | \$ 32.7917 | 442 | D |
| Common Stock | 07/30/2007 | S | 442 | D | \$ 40.87 | 0 | D |
| Common Stock | 07/30/2007 | M | 164 | A | \$ 32.7917 | 164 | D |
| Common Stock | 07/30/2007 | S | 164 | D | \$ 40.86 | 0 | D |

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

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SEC 1474
(9-02)

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) |
|--|------------------------------------|--------------------------------------|--|--------------------------------|---|--|---|
|--|------------------------------------|--------------------------------------|--|--------------------------------|---|--|---|

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| Derivative Security | | | (A) or Disposed of (D) (Instr. 3, 4, and 5) | | Date Exercisable | Expiration Date | Title | An or Nu of SH |
|---|------------|------------|---|-------|---------------------------|-----------------|--------------|----------------|
| | | | Code | V | | | | |
| Non-Qualified Stock Option (right to buy) | \$ 32.7917 | 07/30/2007 | M | 2,249 | 01/21/1999 ⁽¹⁾ | 01/21/2008 | Common Stock | 2 |
| Non-Qualified Stock Option (right to buy) | \$ 32.7917 | 07/30/2007 | M | 2,736 | 01/21/1999 ⁽¹⁾ | 01/21/2008 | Common Stock | 2 |
| Non-Qualified Stock Option (right to buy) | \$ 32.7917 | 07/30/2007 | M | 840 | 01/21/1999 ⁽¹⁾ | 01/21/2008 | Common Stock | |
| Non-Qualified Stock Option (right to buy) | \$ 32.7917 | 07/30/2007 | M | 440 | 01/21/1999 ⁽¹⁾ | 01/21/2008 | Common Stock | |
| Non-Qualified Stock Option (right to buy) | \$ 32.7917 | 07/30/2007 | M | 540 | 01/21/1999 ⁽¹⁾ | 01/21/2008 | Common Stock | |
| Non-Qualified Stock Option (right to buy) | \$ 32.7917 | 07/30/2007 | M | 1,360 | 01/21/1999 ⁽¹⁾ | 01/21/2008 | Common Stock | 1 |
| Non-Qualified Stock Option (right to buy) | \$ 32.7917 | 07/30/2007 | M | 2,839 | 01/21/1999 ⁽¹⁾ | 01/21/2008 | Common Stock | 2 |
| Non-Qualified Stock Option (right to buy) | \$ 32.7917 | 07/30/2007 | M | 560 | 01/21/1999 ⁽¹⁾ | 01/21/2008 | Common Stock | |
| Non-Qualified Stock Option (right to buy) | \$ 32.7917 | 07/30/2007 | M | 442 | 01/21/1999 ⁽¹⁾ | 01/21/2008 | Common Stock | |
| Non-Qualified Stock Option (right to buy) | \$ 32.7917 | 07/30/2007 | M | 164 | 01/21/1999 ⁽¹⁾ | 01/21/2008 | Common Stock | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |

PAYNE DAVID L

X

Chairman, President & CEO

Signatures

/s/ David L.

08/01/2007

Payne

**Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Options vest ratably over three years beginning one year from date of grant.

Remarks:

This is filing #2 of three filings.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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