UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB APPROVAL
OMB Number: 3235-0287
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| | ss of Reporting Person | 1* | 2. Issuer Name and Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
|---------------------------------------|------------------------|----------|----------------------------------------------------------|----------------------------------------------------------------------------|-------------------------------------|-----------------------|--|--|
| MONDA KEITH | | | | X | Director | 10% Owner | | |
| (Last) (First) (Middle) | | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) | X | Officer (give title below) | Other (specify below) | | |
| 516 WEST 34TH STREET | | | 06/09/2004 | | Director, President and COO | | | |
| 12TH FLOOR | | | | | | | | |
| (Street) | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indivi Line) | idual or Joint/Group Filing (| Check Applicable | | |
| NEW YORK | NY | 10001 | | X | Form filed by One Report | ting Person | | |
| · · · · · · · · · · · · · · · · · · · | | | | | Form filed by More than 0 Person | One Reporting | | |
| (City) | (State) | (Zip) | | | | | | |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | Date Execution Date, Transaction Disposed Of (D) (Instr. 3, 4 and | | | | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|---------------------------------|--------------------------------------------|-------------------------------------------------------------------|------|---|--------|---------------|---------------------------------------------------------------------------|-------------------------------------------------------------------|-------------------------------------------------------------------|----------|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (1150.4) |
| Common Stock | 06/09/2004 | | М | | 18,319 | A | \$35.38 | 607,951 | D | |
| Common Stock ⁽¹⁾ | 06/09/2004 | | F | | 14,397 | D | \$45.0166 | 593,554 | D | |
| Common Stock ⁽²⁾ | 06/09/2004 | | F | | 1,559 | D | \$45.0166 | 591,995 | D | |
| Common Stock | 06/09/2004 | | М | | 32,011 | A | \$34.7015 | 624,006 | D | |
| Common Stock ⁽¹⁾ | 06/09/2004 | | F | | 24,676 | D | \$45.0166 | 599,330 | D | |
| Common Stock ⁽²⁾ | 06/09/2004 | | F | | 2,915 | D | \$45.0166 | 596,415 | D | |
| Common Stock | 06/09/2004 | | М | | 79,496 | A | \$34.3516 | 675,911 | D | |
| Common Stock ⁽¹⁾ | 06/09/2004 | | F | | 60,662 | D | \$45.0166 | 615,249 | D | |
| Common Stock ⁽²⁾ | 06/09/2004 | | F | | 7,442 | D | \$45.0166 | 607,807 | D | |
| Common Stock | 06/09/2004 | | М | | 94,034 | A | \$34.3516 | 701,841 | D | |
| Common Stock ⁽¹⁾ | 06/09/2004 | | F | | 71,756 | D | \$45.0166 | 630,085 | D | |
| Common Stock ⁽²⁾ | 06/09/2004 | | F | | 8,806 | D | \$45.0166 | 621,279 | D | |
| Common Stock | 06/09/2004 | | М | | 66,162 | A | \$20.875 | 687,441 | D | |
| Common Stock ⁽¹⁾ | 06/09/2004 | | F | | 30,680 | D | \$45.0166 | 656,761 | D | |
| Common Stock ⁽²⁾ | 06/09/2004 | | F | | 14,021 | D | \$45.0166 | 642,740 | D | |

 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 Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transa Code (8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|-----------------------------------------------------|-----------------------------------------------------------------------|--------------------------------------------|-------------------------------------------------------------|------------------------------|---|----------------------------------------------------------------------------------------------------------|--------|---------------------------|-----------------------------------------------------------------------------------------------|-----------------|-----------------------------------------------------|--------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------|--------------------------------------------------------------------|--|
| | | | | Code | v | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | (Instr. 4) | | |
| Stock Option | \$20.875 | 06/09/2004 | | М | | | 66,162 | 08/08/1988 ⁽³⁾ | 08/09/2011 | Common Stock | 66,162 | \$ <mark>0</mark> | 0.00 | D | |
| Stock Option ⁽³⁾ | \$34.3516 | 06/09/2004 | | М | | | 79,496 | 08/08/1988 ⁽³⁾ | 10/04/2010 | Common Stock | 79,496 | \$0 | 94,034 | D | |
| Stock Option | \$34.3516 | 06/09/2004 | | М | | | 94,034 | 08/08/1988 ⁽³⁾ | 10/04/2010 | Common Stock | 94,034 | \$ <mark>0</mark> | 0.00 | D | |
| Stock Option | \$34.7015 | 06/09/2004 | | М | | | 32,011 | 08/08/1988 ⁽³⁾ | 10/04/2010 | Common Stock | 32,011 | \$ <mark>0</mark> | 0.00 | D | |
| Stock Option | \$35.38 | 06/09/2004 | | М | | | 18,319 | 08/08/1988 ⁽³⁾ | 10/04/2010 | Common Stock | 18,319 | \$0 | 0.00 | D | |
| Stock Option | \$45.0166 | 06/09/2004 | | A | | 15,956 | | 12/09/2004 | 10/04/2010 | Common Stock | 15,956 | \$0 | 15,956 | D | |
| Stock Option | \$45.0166 | 06/09/2004 | | Α | | 27,591 | | 12/09/2004 | 10/04/2010 | Common Stock | 27,591 | \$ 0 | 27,591 | D | |

| 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 Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transa Code (8) | | 5. Numb Derivati Securiti Acquire Dispose (D) (Inst and 5) | ve es d (A) or ed of | 6. Date Exerci Expiration Dat (Month/Day/Ye | e | of Securities | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | Transaction(s) (Instr. 4) | | |
| Stock Option | \$45.0166 | 06/09/2004 | | A | | 44,701 | | 12/09/2004 | 08/09/2011 | Common Stock | 44,701 | \$ <mark>0</mark> | 44,701 | D | |
| Stock Option | \$45.0166 | 06/09/2004 | | A | | 68,104 | | 12/09/2004 | 10/04/2010 | Common Stock | 68,104 | \$0 | 68,104 | D | |
| Stock Option | \$45.0166 | 06/09/2004 | | A | | 80,562 | | 12/09/2004 | 10/04/2010 | Common Stock | 80,562 | \$0 | 80,562 | D | |

Explanation of Responses:

1. These shares were withheld to pay for the cost of the exercise of the derivative securities.

2. These shares were sold to pay for the taxes in connection with the exercise of the derivative securities.

3. These options are fully vested.

Remarks:

Daniel J. Ross, Assistant

Secretary, pursuant to a power 06/11/2004 of

** Signature of Reporting Person Date

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

* 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).

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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