SCHULZKI SHARON

Form 5

February 14, 2003

FORM 5 OMB APPROVAL UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 __ Check box if no longer subject to Section 16. Form 4 or Form 5 obligations may ANNUAL STATEMENT OF CHANGES IN BENEFICIAL continue. See Instruction **OWNERSHIP** OMB Number: 3235-0362 1(b). Expires: January 31, 2005 Estimated average burden _ Form 3 Holdings Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the hours per response. . . 1.0 Reported Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 Form 4 Transactions Reported

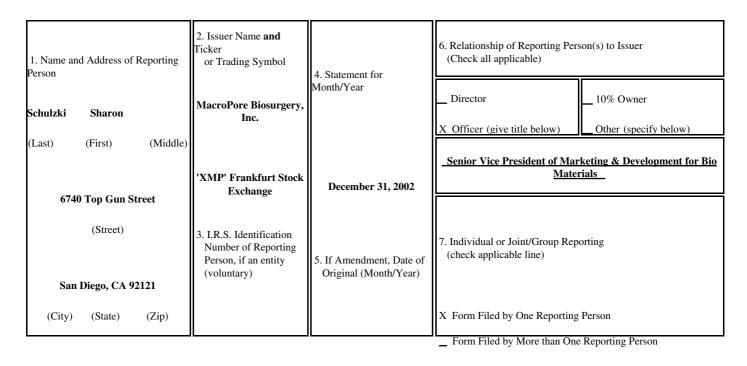


Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/ Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	or Dispose (Instr. 3, 4	. ,	A)	5. Amount of Securities Beneficially Owned at the end of Issuer's Fiscal Year (Instr. 3 and 4)	or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
---------------------------------------	--	--	--------------------------------------	----------------------------	-----	----	--	-----------------------	---

Edgar Filing: SCHULZKI SHARON - Form 5

^{*} If the form is filed by more than one reporting person, see instruction 4(b)(v).

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

	2. Conver		3A. Deemed		(Instr. 3, 4		6. Date Exercisable and		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			9. Number of Derivative	10.Ownership
Derivative Security	Derivative	3. Transaction Date (Month/ Day/Year)	any (Month/	4. Transaction Code (Instr. 8)	(A)	(D)	Date Exercisable	Expiration Date	Title	Number	8. Price of Derivative	Securities Beneficially Owned at End of Year (Instr. 4)	of Derivative 1 Security: c Direct (D) or I Indirect (I) ((Instr. 4)
Employee Stock Options (Right to Buy)	3.09	2/08/02		A	25,000		3/08/02(1)	2/08/12	Common Stock	25,000			D
Employee Stock Options (Right to Buy)	12.00	8/16/02		D(2)		175,000	Immed	7/17/10	Common Stock	175,000		225,000	D

planation of Responses:	
Employee Stock Options vest 1/48th each month from the date of grant.	
Options Cancelled Voluntarily for Nominal Consideration of \$.000572 per share.	

/s/ Sharon Schulzki 2/13/03

Edgar Filing: SCHULZKI SHARON - Form 5

**	Si	gnature	of	Repor	ting	Per	son
----	----	---------	----	-------	------	-----	-----

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