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FOSLER GAI Form 4	LD										
June 15, 2006											
FORM	4							OMB APPROVAL			
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287		
if no longer	r	IMENT O	Е СНАМ	CES IN B	FNFFI	Expires:	January 31, 2005				
subject to Section 16. Form 4 or							Estimated a burden hou response	irs per			
Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 1(b).											
(Print or Type Re	sponses)										
FOSLER GAIL D Symbol					ILLAR INC [CAT]			f Reporting Person(s) to			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Check				ck all applicable	c all applicable)			
845 THIRD AVENUE(Induc)5. Date of E. (Month/Day 06/14/200						X Director Officer (give below)	ve title 10% Owner Other (specify below)				
(Street) 4. If Amendment, Data Filed(Month/Day/Year) NEW YORK, NY 10022-6679				e Original		6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State)	(Zip)	Table	e I - Non-De	rivative S	ecurities Ac	quired, Disposed o	f, or Beneficial	lly Owned		
1.Title of Security (Instr. 3) 2. Transaction Date 2A. Deemed (Month/Day/Year) 4. Security (Month/Day/Year) 4. Security (Month/Day/Year) 4. Security (Month/Day/Year) 4. Security (Month/Day/Year) 4. Security (Month/Day/Year) 4. Security (Month/Day/Year) 4. Security (Month/Day/Year) 4. Security (Month/Day/Year) 4. Security (Month/Day/Year) 4. Security (Month/Day/Year) 4. Security (Month/Day/Year) 4. Security (Month/Day/Year) 4. Security (Month/Day/Year) 4. Security (Month/Day/Year) 4. Security (Month/Day/Year) 4. Security (Month/Day/Year)		3. Transaction Code (Instr. 8)	Disposed (Instr. 3, -	(A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)				
Common				Code V	Amount	(D) Thee		D			
Reminder: Repor	t on a separate li	ine for each c	lass of secur	rities benefic	ially owne	ed directly or	indirectly.				
Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02) required to respond unless the form displays a currently valid OMB control number.											

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	onof Derivative	Expiration Date	Underlying Securitie

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Security (Instr. 3)	5		any (Month/Day/Year)	Code (Instr. 8)			(Month/Day/Year)		(Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amour or Numbe of Shares
Stock Appreciation Right	\$ 66.765	06/14/2006		А	7,000		06/14/2006	06/14/2016	Common	7,00

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
FOSLER GAIL D 845 THIRD AVENUE NEW YORK, NY 10022-6679	Х						
Signatures							
Gail D. Fosler; L.J. Huxtable, POA		06/15/2006					
**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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.