Edgar Filing: Mestre Eduardo G - Form 4

Master Educada C

Form 4												
August 07,	ЛЛ									ON		OVAL
	FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						ON	OMB Numbe	er: 32	235-0287		
Check t if no lor subject Section Form 4	F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							Estima burden	Expires: January 31 2009 Estimated average burden hours per esponse 0.9			
may con	Form 5 obligations may continue.Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,See InstructionSection 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940											
(Print or Type	Responses)											
Mestre Eduardo G Sym				er Name an		-	5. Relationship of Reporting Person(s) to Issuer					
				BUDGET	(Check all applicable)							
(Mo			(Month/	Date of Earliest Transaction Ionth/Day/Year) 2/06/2009				X_ Director10% Owner Officer (give titleOther (specify below) below)				
(Street) 4. If An			nendment, Date Original (onth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person					
PARSIPPA	ANY, NJ 07054							Form filed Person				ıg
(City)	(State)	(Zip)	Tal	ole I - Non-	Derivativ	e Seci	urities A	cquired, Dispose	ed of,	or Bene	ficially Ov	wned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution any (Month/Da	Date, if	3. Transactic Code (Instr. 8) Code V	on(A) or D (D) (Instr. 3,	ispose 4 and (A) or	d of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Forn Dire	ct (D) direct	7. Nature Indirect F Ownershi (Instr. 4)	Beneficial
Common Stock	08/06/2009			А	1,692	A	\$ 9.23 (1)	29,864 <u>(2)</u>	Ι		Held by Deferre Comper Plan	d

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

Persons who respond to the collection of information contained in this form are not 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)

Reporting Owners

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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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address		Relationsh		
I O	Director	10% Owner	Officer	Other
Mestre Eduardo G				
6 SYLVAN WAY	Х			
PARSIPPANY, NJ 07054				
Signatures				
Jean M. Sera, by Power of Atto Mestre		08/07/2009		

**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).

Award represents the portion of non-employee director retainer fees through September 30, 2009 paid in deferred common stock of the
 (1) Company. All shares are deferred into the 1999 Non-Employee Directors Deferred Compensation Plan and converted into deferred stock units thereunder. Payable upon termination of service as director in accordance with the plan.

(2) Total includes 5,000 shares which vest in two equal installments on July 24, 2010 and 2011.

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.