CALADO MIGUEL M

Form 4 January 23, 2003

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL

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Name and Address of Reporting Person* Calado, Miguel M.					ame and Ti s Compan		F	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) (First) (Middle) 2515 McKinney Avenue, Suite 1200				ortin	entification g Person, (voluntary)		Mont	ary 21, 2003	Director				
									Executive Vice President-Inter				
	(Street)								7. Individual or Joint/Group Filing				
Dallas, TX 75201								th/Day/Year)	(Check Applicable Line) X Form filed by One Reporting Person				
								<u></u>	Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	7	[abl	e I Non-l	Deriva	tive Secu	rities Acquired, Dispos					
1. Title of Security (Instr. 3)	2. Trans- action Date (Month/ Day/	2A. Deemed Execution Date, if any	3. Trans- action Code (Instr. 8)		4. Securities or Dispose (Instr. 3, 4	d of (Ĺ		5. Amount of Securities Beneficially Owned Follow-	6. Owner- ship Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership			
	Year)	(Month/Day/ Year)	Code	V	Amount	(A) or (D)	Price	ing Reported Transactions(s) (Instr. 3 & 4)	(Instr. 4)	(Instr. 4)			
Common Stock	01/21/03		M	V	18,000	A	18.7188	27,422,13	3 D				
Common Stock	01/21/03		S		18,000	D	39.9056	27,404,13	3 D				

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

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FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially **Owned**

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

(org.) pars, cans, warrants, options, convertible securities,													
1. Title of	2. Conver-	3.	3A.	4.	5. Number	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. N		
Derivative	sion or	Trans-	Deemed	Trans-	of	and Expiration	Amount of	Derivative	Derivative	Owner-	of Ind		
Security	Exercise	action	Execution	action	Derivative	Date	Underlying	Security	Securities	ship	Benef		
i ,	Price of	Date	Date,	Code	Securities	(Month/Day/	Securities	(Instr. 5)	Beneficially	Form	Owne		
, ,	1 '	1 '		1 ,	1 '	1	1	1 '	1	1			

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

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(======================================		(Month/ Day/	if any (Month/ Day/ Year)	(Instr. 8)	r.	Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5)		Year)		(Instr. 3 & 4)			Following Reported Transaction(s) (Instr. 4)	of Derivative Security: Direct (D) or Indirect	(Instr
				Code		_	(D)		Expira- tion Date		Amount or Number of Shares			(I) (Instr. 4)	
Incentive Stock Option (right to buy)								01/22/02		Common Stock	9,316		9,316	6 D	
Incentive Stock Option (right to buy)								01/14/03		Common Stock	3,276		3,276	6 D	
Non-Qualified Stock Option (right to buy)	d \$18.7188	1/21/03		M	V		18,000	01/04/01		Common Stock	18,000	18.7188	0	D D	
Non-Qualified Stock Option (right to buy)	d \$21.5625							01/22/02		Common Stock	40,684		40,684	4 D	
Non-Qualified Stock Option (right to buy)	d \$24.5000							07/31/99		Common Stock	50,000		50,000	D D	
Non-Qualified Stock Option (right to buy)	d \$30.5250							01/14/03		Common Stock	56,724		56,724	4 D	

Explanation of Responses:

By: /s/ Miguel M. Calado

January 23, 2003

Date

**Signature of Reporting Person

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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^{**}Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).