



Edgar Filing: CRESSWELL MARK J - Form 3

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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TABLE II--DERIVATIVE SECURITIES BENEFICIALLY OWNED  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security		
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Stock Options (Right to Buy) (1)	(1)	10/15/2011	Common Stock	200,000	\$3.56
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Explanation of Responses:

- (1) Granted under the Issuer's 1999 Long Term Incentive Plan vesting is 25% at one year anniversary and quarterly vesting thereafter over twelve quarters.

/s/ Mark J. Cresswell	1/16/2001
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**Signature of Reporting Person	Date

\* If the form is filed by more than one reported person, see Instruction 5(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.