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FORM 4

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 or Section 30(h) of the Investment Company Act of 1940

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(Street) NEW Y((City)			10019 Zip)	4.	If Ame	ndmen	t, Date	of C	Original Fi	led (I	Month/D	vay/Year)		6. Ind Line) X	Form	Joint/Group filed by One filed by Mor n	Rep	orting Perso	n
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																		
Date				Transactior te onth/Day/Ye	Execution Date		Code (Instr.		ion				4 and Secur Benef		ities Fo icially (D) d Following (I)		n: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
									Code V	′	Amount	(A) (D)	or Pr	ice	Transac (Instr. 3	tion(s)			(1130.4)
		Та	able II - Deri (e.g	ivative I., puts,											Owned				
1. Title of Derivative Security (Instr. 3) 2. 3. Transaction Date (Month/Day/Year) 3A. Deemed Execution Date, (Month/Day/Year) 4. 5. Transaction Date (Month/Day/Year) 3A. Deemed Execution Date, (Month/Day/Year) 4.			e, Trans Code	action (Instr.				6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Securi (Instr. 3 and 4) (Instr. 3 and 4) Amou or Numb of Share		ity int per	. Price of erivative ecurity nstr. 5)	9. Number derivative Securities Beneficially Owned Following Reported Transactior (Instr. 4)	,	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	

Explanation of Responses:

\$0⁽¹⁾

1. The Stock Units ("Units") convert to Common Stock on a one-for-one basis.

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2. Units under the Company's deferred compensation plan resulting from (a) deferral of compensation and Company match (in shares), (b) premium (in shares) to participants deferring compensation into Units and (c) dividends (in shares) on Units. 9 of the acquired Units are subject to vesting based on employment through December 31, 2008.

(2)

Remarks:

Stock

Unit

Equivalent

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		<i>.</i> –		_

Common

Stock

03/30/2007 Date

4,297

D

** Signature of Reporting Person

44

\$47.18

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

03/30/2007

* 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.

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 Number.