\square

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

OMB APPRC	DVAL
OMB Number:	3235-0287
Estimated average burd	en
hours per response:	0.5

			UI Set		restment Con	Iparty Act of 1940				
1. Name and Addre	1 0	Person*	INT	er Name and Ticke ERNATIONA GRANCES I	L FLAV	<u>ORS &</u>		ationship of Reportir < all applicable) Director Officer (give title below)	10% 0	Owner (specify
(Last) 521 WEST 57T	(First) H STREET	(Middle)	3. Date 06/14	e of Earliest Transad /2007	ction (Month/E	Day/Year)		,	ounsel & Sec	,
(Street) NEW YORK (City)	NY (State)	10019 (Zip)	4. If An	nendment, Date of	Original Filed	(Month/Day/Year)	6. Indiv Line) X	vidual or Joint/Grou Form filed by On Form filed by Mo Person	e Reporting Pers	son
		Table I - Nor	n-Derivative S	ecurities Acqu	uired, Disp	oosed of, or Benefi	cially	Owned		
1. Title of Security	(Instr. 3)		2. Transaction	2A. Deemed	3.	4. Securities Acquired (A) or	5. Amount of	6. Ownership	7. Nature

e of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	if any	3. Transa Code (1 8)	ction	4. Securities / Disposed Of (5)			Securities Beneficially	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

			(5-,1	, ,				,							
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. Transa Code (8)		of	ired r osed) 7.3,4	6. Date Exerc Expiration Da (Month/Day/Y	ate	7. Title and Amount o Securities Underlying Derivative (Instr. 3 ar	f g Security	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Equivalent Unit	\$0 ⁽¹⁾	06/14/2007	06/15/2007	A		40		(2)	(2)	Common Stock	40	\$52.12	15,145	D	

Explanation of Responses:

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

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. 8 of the acquired Units are subject to vesting based on employment through December 31, 2008.

Remarks:

Denni	is M.	Mea	<u>1y</u>
		<i>.</i> –	

06/15/2007

Date

** Signature of Reporting Person

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

* 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.