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U.S. SECURITES AND EXCHANGE CONTRESSON Mashington, D.C. 20548 FOR 4 STATEMENT OF CHARGES IN BLENETICAL OWNERSHIP Filed pursuant to Section 36(a) of the Securities Company Act of 1354, Section 38(f) of the Filed cullity Molland Company Act of 1384 Section 38(f) of the Involution Company Act of 1384) Deck kay at fine Lange saying of Section 16. Form 4 or Form 5 obligations may continue. Sec Instruction 1(b). Find or Type responses) Name and Address of Reporting Person (at 1) (First) (Middle) c/o Mass Wheat & Partners, 300 Greson: Court, Suite 1700 (City) (State) (21p) Dallas Texas 75201 (City) (State) (21p) Dallas Texas 75201 (City) (State) (21p) Statement for Nonth/Year Syzeez Statement for Nonth/Year Mediationally of Reporting Person to Issuer (One Kall seplisble) Deficer (give title below) [] 100. Owner Differ (give title below) [] 100. Owner Statement for Nonth/Year Mediationally of Seporting Person Take 1 Non Septiming Person Texas I Non Septiming Person Section 30(f) Constructive Scientific Instr. 3, 4 and 5) Constructive Scientific Instr. 5, 4 and 5) Constructive Scientific City (City Constructive Scientific Science of City City Constructive Scientific Science of City City Constructive Scientific City Constructive Scientific City Constructive Scientific City Constructive Scientific City Constructive Scientific City Constructive Scientific City Constructive City Constructive City Constructive Scientific City Constructive City Constructive Scientific City Constructive City Constr			OMB Number: Expires: Estimated a	3235-0 January 31, 2 Iverage burden	287 005				
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owned directly or indirectly.

If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

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 CONTROL NUMBER.

(Over) SEC 1474 (3/99)

10.

FORM 4 (CONTINUED)

TABLE II -- DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED (E.G., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)

	2. Conver-			5.				7.			9. Number of Deriv- ative	Owner- ship Form of Deriv-	11.
	sion			Number	of			Title a	nd Amount		Secur-	ative	Nature
or				Derivative			6.		of Underlying		ities	Secur-	of
	Exer-		4.	Securities		Date		Securities		Price	Bene-	ity:	In-
	cise	3.	Trans-	Acqui	ed (A)	Exercisa	ble and	(Instr.	3 and 4)	of	ficially	Direct	direct
	Price	Trans-	action	or Disposed		Expiration Date				Deriv-	Owned	(D) or	Bene-
1.	of	action	Code	of(D)		(Month/D	ay/Year)	Amoun		ative	at End	In-	ficial
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Derivative	ative	(Month/	8)	4 and	5)	Date	Expira-		Number	ity	Month	(I)	ship
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(Instr. 3)	ity	Year)	Code V	(A)	(D)	cisable	Date	Title	Shares	5)	4)	4)	4)

Explanation of Responses:

(1) The Reporting Person is the general partner of HWH, L.P., which is the general partner of HWH Capital Partners, L.P., and may be deemed to beneficially own the securities held by HWH Capital Partners, L.P. The Reporting Person disclaims beneficial ownership of such securities in excess of its direct or indirect interest in the profits or capital accounts of HWH, L.P. or HWH Capital Partners, L.P. and this report shall not be deemed an admission that the Reporting Person is the beneficial owner of these securities in excess of such amount.

The Reporting Person may be deemed a member of a Section 13(d) group that owns more than 10% of the Issuer's outstanding Common Stock. However, the Reporting Person disclaims such group membership, and this report shall not be deemed an admission that the Reporting Person is a member of a Section 13(d) group that owns more than 10% of the Issuer's outstanding Common Stock for purposes of Section 16 or for any other purpose.

HWH, INCORPORATED

/s/ Douglas D. Wheat June 10, 2002
**Signature of Reporting Person Date
Name: Douglas D. Wheat
Title: President

- ** 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 provided 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 control number.