

FORM 3 (continued)

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	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Employee Stock Option (right to buy)	(1)	11/19/2009	Common Stock, par value \$0.01 per share	339,350	\$3.80	D	
Employee Stock Option (right to buy)	(2)	12/31/2009	Common Stock, par value \$0.01 per share	202,006	\$3.80	D	
Employee Stock Option (right to buy)	(3)	12/31/2009	Common Stock, par value \$0.01 per share	119,445	\$6.68	D	

Explanation of Responses:

(1) Options to purchase 84,837.5 shares become exercisable on December 31, 2001, options to purchase 84,837.5 shares become exercisable on May 14, 2002, options to purchase 84,837.5 shares become exercisable on December 31, 2002 and options to purchase 84,837.5 shares become exercisable on December 31, 2003.

(2) Options to purchase 50,501.5 shares become exercisable on December 31, 2001, options to purchase 50,501.5 shares become exercisable on May 14, 2002, options to purchase 50,501.5 shares become exercisable on December 31, 2002 and options to purchase 50,501.5 shares become exercisable on December 31, 2003.

(3) Options to purchase 29,861.25 shares become exercisable on May 14, 2002, options to purchase 29,861.25 shares become exercisable on December 31, 2002, options to purchase 29,861.25 shares become exercisable on December 31, 2003 and option to purchase 29,861.25 shares become exercisable on December 31, 2004.

/s/ Susan R. Nowakowski

**Signature of Reporting Person
Name: Susan R. Nowakowski

November 15, 2001

Date

** 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.

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