You may not send a completed printout of this form to the SEC to satisfy a filing obligation. You can only satisfy an SEC filing obligation by submitting the information required by this form to the SEC in electronic format online at [https://www.onlineforms.edgarfiling.sec.gov.](http://www.onlineforms.edgarfiling.sec.gov/)

**FORM 4**

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

(Print or Type Responses)

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287

Expires: December 31, 2014 Estimated average burden hours per response. 0.5

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

|  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| 1. Name and Address of Reporting Person\* | | | 2. Issuer Name **and** Ticker or Trading Symbol | | | | | | | 5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)  Director 10% Owner    Officer (give Other (specify  title below) below) | | | |
| (Last) (First) (Middle) | | | 3. Date of Earliest  Transcaction Required to be Reported  (Month/Day/Year) | | | | 4. If Amendment, Date Original  Filed(Month/Day/Year) | | |
| (Street) | | | 6. Individual or Joint/Group Filing (Check Applicable Line)  Form filed by One Reporting Person  Form filed by More than One Reporting Person | | | |
| (City) (State) (Zip) | | | **Table I — Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned** | | | | | | | | | | |
| 1. Title of Security (Instr. 3) | 2. Trans- action Date  (Month/ Day/ Year) | 2A. Deemed Execution Date, if  any  (Month/ Day/Year) | | 3. Trans- action Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | | | 5. Amount of Securities Beneficially Owned Following  Reported  Transaction (s) (Instr. 3 and 4) | 6. Owner- ship  Form: Direct  (D) or  Indirect (I)  (Instr. 4) | 7. Nature of Indirect Beneficial Owner-  ship  (Instr. 4) |
| Code | V | Amount | | (A) or (D) | Price | |
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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).

## 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 (11-11)

## FORM 4 (continued) Table II — Derivative Securities Acquired, Disposed of, or Beneficially Owned

**( *e.g.****,* **puts, calls, warrants, options, convertible securities)**

|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| 1. Title of Derivative Security  (Instr. 3) | 2. Conver- sion or Exercis Price of Deri- vative Security | 3. Trans- action  e Date  (Month/ Day/ Year) | 3A.Deemed Execution Date, if  any (Month/ Day/ Year) | 4. Trans- action Code (Instr. 8) | | 5. Number of Deriv- ative Securities Ac- quired (A) or Dis- posed of (D)  (Instr. 3, 4, and 5) | | 6. Date Exer- cisable and Expiration Date  (Month/Day/ Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | 8. Price of Deriv- ative Secur- ity (Instr. 5) | 9. Number of deriv- ative Secur- ities Bene- ficially Owned follow- ing  Re- ported Transac- tion (s)(Instr. 4) | 10.Owner- ship Form of Deriv- ative Security: Direct  (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Benefi- cial Owner- ship (Instr. 4) |
| Date Exer-  cisable | Expira- tion Date | Title | Amount or Number of Shares |
| Code | V | (A) | (D) |
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Explanation of Responses:

\*\* 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.

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\*\*Signature of Reporting Person Date

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