

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

| 1. Title of Derivative (Instr. 3) | 2. Conversion Date | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | Code V Transaction Code (Instr. 8) | (A) Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | (D) Date Exercisable and Expiration Date (Month/Day/Year) | Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | 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) |
|---|--------------------|--------------------------------------|--|------------------------------------|---|---|--|--|--|---|--|
| <p>Remarks: Third Form 4 of 3 filed for Reporting Owner Joseph J Plumeri on 06-13-05.</p> <p>1. Sales of shares made in accordance with a selling plan dated May 04, 2005 that is intended to comply with Rule 10b5-1(c).</p> | | | | | | | | | | | |
| | | | | | | | <p>/s/ Michael P Chitty as attorney-in-fact for Joseph J Plumeri</p> | | <p>06/13/2005</p> | | |
| <p>Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.</p> <p>* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).</p> | | | | | | | | | | | |
| <p>** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).</p> | | | | | | | | | | | |

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.