STAFF JOEL V Form 4 April 03, 2003

## FORM 4

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

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

### **OMB APPROVAL**

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| <ol> <li>Name and Add</li> <li>Staff, Joel V.</li> </ol> |   |                                | ne <b>and</b> Ticlernational      |       | Pe                                     | 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) |         |   |  |   |                         |  |  |
|--|---|--------------------------------|-----------------------------------|-------|--|---|---------|---|--|---|-------------------------|--|--|
| (Last) (First) (Middle)                                  |   |                                |                                   | rting | ntification N<br>Person,<br>voluntary) | Number  | Mor     | tatement for<br>nth/Day/Year<br>01/03                         | 10                                     | X Director  10% Owner  Officer (give title below)  Other (specify below)  7. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person  Form filed by More than One Reporting Person |                         |  |  |
| (Street)  Dallas, TX 75201                               |   |                                |                                   |       |  |   | Date    | Amendment,<br>e of Original<br>onth/Day/Year)                 | (C<br><u>X</u><br>Pe                   |   |                         |  |  |
| (City)   | (State) (   | Zip)                           | Т                                 | able  | I Non-D                                | erivati   | ve Secu | irities Acquired, l   | Dispose                                | d of, or Benef  | icially Owned           |  |  |
| 1. Title of<br>Security<br>(Instr. 3)                    | 3. Trans-<br>action Code (A) or Disposed of (<br>(Instr. 8) (Instr. 3, 4 & 5) |                                |                                   |       |  | 5. Amount of Securities Beneficially                                    |         | 6. Owner-<br>ship Form:<br>Direct (D)                         | 7. Nature of<br>Indirect<br>Beneficial |   |                         |  |  |
|  | (Month/ Day/<br>Year)   | if any<br>(Month/Day/<br>Year) | Code                              | V     | Amount                                 | (A)<br>or<br>(D)  | Price   | Owned Following Reported<br>Transactions(s)<br>(Instr. 3 & 4) |  | or Indirect (I)<br>(Instr. 4)   | Ownership<br>(Instr. 4) |  |  |
| Common Stock   | 04/01/03  |                                | $\mathbf{A}_{\underline{}}^{(1)}$ |       | 175                                    | A   |         |   | 2,737                                  | D   |                         |  |  |

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

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

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

| (c.g., puts, tuns, warrants, options, convertible securities) |            |         |           |         |            |                     |                |             |                |           |            |  |  |
|---|------------|---------|-----------|---------|------------|---------------------|----------------|-------------|----------------|-----------|------------|--|--|
| 1. Title of   | 2. Conver- | 3.      | 3A.       | 4.      | 5.         | 6. Date Exercisable | 7. Title and   | 8. Price of | 9. Number of   | 10.       | 11. Natu   |  |  |
| Derivative  | sion or    | Trans-  | Deemed    | Trans-  | Number     | and Expiration      | Amount of      | Derivative  | Derivative     | Owner-    | of Indire  |  |  |
| Security  | Exercise   | action  | Execution | action  | of         | Date                | Underlying     | Security    | Securities     | ship      | Benefici   |  |  |
|   | Price of   | Date    | Date,     | Code    | Derivati   | (Medonth/Day/       | Securities     | (Instr. 5)  | Beneficially   | Form      | Ownersh    |  |  |
| (Instr. 3)  | Derivative |         | if any    |         | Securition | <b>X</b> ear)       | (Instr. 3 & 4) |             | Owned          | of Deriv- | (Instr. 4) |  |  |
|   | Security   | (Month/ | (Month/   | (Instr. | Acquire    | d                   |                |             | Following      | ative     |            |  |  |
|   |            |         | Day/      | 8)      | (A) or     |                     |                |             | Reported       | Security: |            |  |  |
|   |            | Year)   | Year)     |         | Dispose    | đ                   |                |             | Transaction(s) | Direct    |            |  |  |
|   |            | Year)   | Year)     |         | Dispose    | đ                   |                |             | Transaction(s) | Direct    |            |  |  |

<sup>\*</sup> If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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|   |          |  | of (D) (Instr. 3, 4 & |      |   | tr. |  |              |                         |                 | (D) or Indirect (I) (Instr. 4)         |        |   |  |
|---|----------|--|-----------------------|------|---|-----|--|--------------|-------------------------|-----------------|--|--------|---|--|
|   |          |  |                       | Code | V | (A) |  | Exer-cisable | Expira-<br>tion<br>Date | Title           | Amount<br>or<br>Number<br>of<br>Shares |        |   |  |
| Non-Employee<br>Director Stock<br>Option Plan<br>(Right to Buy) | \$35.205 |  |                       | (2)  |   |     |  | (3)          |                         | Common<br>Stock | 15,000                                 | 15,000 | D |  |

Explanation of Responses:

- (1) Award of Common Stock made to reporting person in transaction exempt under Rule 16b-3.
- (2) All transactions in the stock options have previously been reported.
- (3) Stock option has vested.

By: /s/ <u>Joel V. Staff</u> Joel V. Staff <u>04/02/03</u> Date

\*\*Signature of Reporting Person

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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<sup>\*\*</sup>Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).