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)

|  |  |  |
| --- | --- | --- |
| 1. Name and Address of Reporting Person\*
 | 1. 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) | 1. Date of Earliest

 Transaction Required to be Reported  (Month/Day/Year) | 1. 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) | 1. Trans-action

Date(Month/Day/Year) | 2A. Deemed Execution Date, if  any(Month/ Day/Year)  | 1. Trans-

action Code(Instr. 8) | 1. Securities Acquired (A)

or Disposed of (D)(Intr. 3, 4 and 5) | 1. Amount of

SecuritiesBenificially OwnedFollowing Reported Transaction (s)(Instr. 3 and 4) | 1. Owner-ship

Form:Direct(D) or Indirect(I) (Instr. 4) | 1. Nature of

IndirectBeneficialOwner-ship(Instr. 4) |
|  Code |  V | Amount |  (A) or (D) | Price |
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**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

 OMB Number: 3235-0287

 Expires: October 31 2021

 Estimated average burden

 hours per response 0.5

OMB APPROVAL

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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)

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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)**

|  |  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| 1. Title of DerivativeSecurity (Instr. 3) | 2. Conver- sion or Exercise  Price of Deri- vative Security  | 3. Trans-  action  Date | 3A.DeemedExecutionDate, 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)   | 1. Title and Amount of Underlying Securities

(Instr. 3 and 4) | 1. Price of Deriv- ative Secur-ity

(Instr. 5) |  9. Number of deriv-  ative Secur- ities  Bene-  ficially  Owned  follow- ing Re- ported Transac- ion (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) |
|  |
|  (Month/ |
|  Day/ |
|  Year) |
|  |
|  |  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

 Page 2