## U.S. 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(f) of the Investment Company Act of 1940

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Price of Deriv-

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7.	Title and Amou Underlying Sec (Instr. 3 and	curities	8.	Price Deriv ative Secur- ity (Instr. 5)	9.	Number of Deriv- ative Secur- ities Bene ficially Owned at End	10. Owner- ship Form of De- rivative Secu- rity: Direct (D) or	11.	Na- ture of In- direct Bene- ficial Own- ership (Instr. 4			
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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 provided is insufficient, See Instruction 6 for procedure.

/s/ F. Lance Isham	April 2, 1999
**Signature of Reporting Person	Date

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 number.

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