FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287

Estimated average burden
hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

STUBBS MICHAEL B						/ER CORP [эушын		(Check all applicable) X Director 10% Owner						
(Last) (First) (Middle) 777 THIRD AVENUE 18TH FLOOR						e of Earliest Transa /2003 mendment, Date of				6.	Officer (give title Other (specify below) 6. Individual or Joint/Group Filing (Check Applicable						
(Street) NEW YORK NY 10017							Ů				X Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City)	(S	State)	(Zip)														
		Tab	le I - No	n-Deriva	ative S	ecurities Acq	uired,	Dis	posed of	, or Ben	eficia	ally Ow	ned				
1. Title of Security (Instr. 3)				2. Transaction Date (Month/Day/Year		2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securitie Disposed C 5)	l (A) or . 3, 4 ar	nd Sec Ben Owr	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
							Code	v	Amount	(A) or (D)	Price	Trar	saction(s) tr. 3 and 4)		(111311. 4)		
Common	Stock			08/28/	2003		J	V	25,302	A	\$37	.23	63,002	D			
Common	Stock			08/28/	2003		J	V	25,302	D	\$37	.23	34,701	I	By GRAT ⁽¹⁾		
Common	Stock			09/29/2003			J	V	24,650	A	\$37	7.5	87,652	D			
Common		09/29/2003			J	v	24,650	D	\$37	7.5	0	I	By GRAT ⁽²⁾				
Common	Stock			11/17/	2003		A		1,786	A	\$37	7.8	89,438	D			
Common	Stock			11/17/	2003		F		536	D	\$37	7.8	88,902	D			
Common	Stock												82,972	I	By trust ⁽³⁾		
Common	Stock											1	,113,240	I	By trust ⁽⁴⁾⁽⁵⁾		
Common Stock													17,500	I	By trust ⁽⁶⁾⁽⁷⁾		
Common Stock													500	I	By spouse ⁽⁷⁾		
Common Stock												1	.,255,488	I	By trust ⁽⁵⁾⁽⁸⁾		
Common Stock													49,280	I	By trust ⁽⁷⁾⁽⁹⁾		
Common Stock													550	I	By trust ⁽⁷⁾⁽¹⁰⁾		
Common Stock													49,280	I	By trust ⁽⁷⁾⁽¹¹⁾		
Common Stock													550	I	By trust ⁽⁷⁾⁽¹²⁾		
		Ta				curities Acqui Is, warrants,						y Owne	d				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	Conversion Date or Exercise (Month/Day/Year) Price of Derivative		on Date Se (Month/Day/Year) Execution Date, if any (Month/Day/Year		n Date,	4. Transacti Code (Ins 8)	on of	6. Date Exercis Expiration Dat (Month/Day/Ye		e ar)	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price o Derivative Security (Instr. 5)		Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
					· · ·												

		Та	ble II - Deriva (e.g.,						posed of, convertib		l or	r			
1. Title of Derivative	2. Conversion	3. Transaction	3A. Deemed	€ ode	V	(5A)Nu	m (150e) r	Date 6xDatisEble Expiration D	Expiration roisDatable and	7itīētle Amour	of aSolodares	8. Price of	9. Number of derivative	10. Ownership	11. Nature
(Instr. 3) 1. Represents	of Respises Price of a distribution Derivative	e(Month/Day/Year) from the Michael B.	if any (Month/Day/Year) Stubbs 2002 Grant	Code Retaine	(Instr. d Annui	Secu ty Acqu		(Month/Day	(Year) eviously repor	Securi Underl ted by the Deriva	ties lying tive ^{porting}	Security (Instr. 5) Person as inc	Securities Beneficially Liredly owned. Owned	Form: Direct (D) . or Indirect	Beneficial Ownership . (Instr. 4)
3. Shares held	d by Trust f/b/o	from the Michael B. S Jill S. Bradburn of w en B. Stubbs Residua	which a member of t	e Repor	ting Per	Disposition of (D	osed amediat)	e family is the	beneficiary, th	and 4) he Repor	ting Person	is co-trustee a	Reported Transaction(s) (Instr. 4)	(I) (Instr. 4) eneficiary.	
5. The Reporting Person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein and this report shall not be deemed an admission that the Reporting Person is the beneficial owner of such securities (except to the extent of his pecuniary interest therein) for purposes of Section 16 or for any other purpose.															
6. Shares held	d by the Micha	el B. Stubbs 1998 De	scendants' Trust of	vhich the	Report	ing Per	son's ch	ildren are ben	eficiaries.			•	•		•
7. The Reporting Person disclaims beneficial ownership of the reported securities and this report shall not be deemed an admission that the Reporting Person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.															
8. Shares held	d by the 1993 S	tubbs Family Trust o	of which the Reporti	ng Persor	, his sp	ouse an	d his de	escendants are	beneficiaries.		Amount	•	•		•
9. Shares held by Trust #1 f/b/o Abigail M. Stubbs of which the Reporting Person is a co-trustee and a member of his immediate family is the contract of the c													•		
10. Shares held by Trust #2 f/b/o Abigail M. Stubbs of which the Reporting Person is a co-trustee and Patember of his **xpiration** family is **Qf** of the Shares of the															

12. Shares held by Trust #2 f/b/o A. Merrill Stubbs of which the Reporting Person is co-trustee and a member of his immediate family is the beneficiary.

Michael B. Stubbs 11/19/2003

** Signature of Reporting Person Date

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).
- ** 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.

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.