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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative (Month/day/yr.)	3. Transaction Code (Instr. 8)	4. Trans-Action Date (Mo./day/yr.)	5. Number of Derivative Securities Acquired (A) or Disposed of (D)	6. Date Exercisable & Expiration Date (Mo./day/yr.)	7. Title and Amount of Underlying Securities (Instr. 3 & 4)	9. Price of Underlying Securities (Instr. 3 & 4)	8. Derivative Securities Beneficially Owned at End of Reporting Period (Instr. 4)	10. Ownership Form of Derivative Security (Instr. 4)	11. Nature of Incentive Plan (Instr. 4)
Incentive Stock Option	7-1/8	5/29/97	M	8,000	* /02	9/11 Common Stock	8,000	**	31,000	D

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Incentive Stock Option 7-1/8 5/29/97 M 8,000 * /02 9/11 Common Stock 8,000 ** 31,000 D

Explanation of Responses:

* 25% became first exercisable on 9/11/93 and an additional 25% on each succeeding annual date until fully exercisable

** Granted pursuant to 1992 Incentive and Non-Statutory Stock Option Plan

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BERNARD L. RILEY June 5, 1997

Bernard L. Riley
Signature of Reporting Person Date