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

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 |

| 1. Name and Address of Reporting Person* <u>CAVANNA ANTHONY J</u> | | | | | er Name and Ticke X CO INC | | | Symbol | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner | | | | |
|---|--------|-------------------------------|------------------------------|--------------------------|---|---|-----------|---|--|---|---|--|--|---|
| (Last) (First) (Middle) 160 EXETER DRIVE | | | | | e of Earliest Transa //2004 | action (M | 1onth/[| Day/Year) | | Officer (give title Other (specify below) below) | | | | |
| (Street) WINCHE | STER V | Λ 2 | 4. If Ai | mendment, Date of | Original | l Filed | (Month/Da | | 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | |
| (City) | (St | ate) (| Zip) | | | | | | | | | | | |
| | | | | | ecurities Acq | _ | Dis | | | | _ | | | |
| 1. Title of Security (Instr. 3) | | | Date | nsaction :h/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | | | | es Acquired (A) or Of (D) (Instr. 3, 4 and | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership |
| | | | | | | Code | v | Amount | (A) or (D) | Price | Trans | action(s) . 3 and 4) | | (Instr. 4) |
| Common Stock | | | | 19/2004 | 07/19/2004 |)4 S | | 100 | D | \$37. | .47 1, | 599,320 | D | |
| Common S | Stock | | 07/ | 19/2004 | 07/19/2004 | S | | 100 | D | \$37. | .42 1, | 599,220 | D | |
| Common S | Stock | | 07/ | 19/2004 | 07/19/2004 | S | | 100 | D | \$37. | .25 1, | 599,120 | D | |
| Common S | Stock | | 07/ | 19/2004 | 07/19/2004 | S | | 100 | D | \$37. | .29 1, | 599,020 | D | |
| Common S | Stock | | 07/ | 19/2004 | 07/19/2004 | S | | 200 | D | \$37. | .27 1, | 598,820 | D | |
| Common S | Stock | | 07/ | 19/2004 | 07/19/2004 | S | | 100 | D | \$37 | '.3 1, | 598,720 | D | |
| Common S | Stock | | 07/ | 19/2004 | 07/19/2004 | S | | 100 | D | \$37. | .32 1, | 598,620 | D | |
| Common S | Stock | | 07/ | 19/2004 | 07/19/2004 | S | | 100 | D | \$37. | .33 1, | 598,520 | D | |
| Common S | Stock | | 07/ | 19/2004 | 07/19/2004 | S | | 200 | D | \$37. | .05 1, | 598,320 | D | |
| Common S | Stock | | 07/ | 19/2004 | 07/19/2004 | S | | 400 | D | \$37. | .03 1, | 597,920 | D | |
| Common S | Stock | | 07/ | 19/2004 | 07/19/2004 | S | | 500 | D | \$37. | .02 1, | 597,420 | D | |
| Common S | Stock | | 07/ | 19/2004 | 07/19/2004 | S | | 100 | D | \$37. | .04 1, | 597,320 | D | |
| Common S | Stock | | 07/ | 19/2004 | 07/19/2004 | S | | 400 | D | \$37. | .01 1, | 596,920 | D | |
| Common S | Stock | | 07/ | 19/2004 | 07/19/2004 | S | | 200 | D | \$3 | 7 1, | 596,720 | D | |
| Common S | Stock | | 07/ | 19/2004 | 07/19/2004 | S | | 100 | D | \$37. | .08 1, | 596,620 | D | |
| Common S | Stock | | 07/ | 19/2004 | 07/19/2004 | S | | 187 | D | \$37. | .16 1, | 596,433 | D | |
| Common S | Stock | | 07/ | 19/2004 | 07/19/2004 | S | | 100 | D | \$37. | .18 1, | 596,333 | D | |
| Common S | Stock | | 07/ | 19/2004 | 07/19/2004 | S | | 400 | D | \$37. | .12 1, | 595,933 | D | |
| Common S | Stock | | 07/ | 19/2004 | 07/19/2004 | S | | 300 | D | \$37 | '.1 1, | 595,633 | D | |
| Common S | Stock | | 07/ | 19/2004 | 07/19/2004 | S | | 400 | D | \$37. | .15 1, | 595,233 | D | |
| Common S | Stock | | 07/ | 19/2004 | 07/19/2004 | S | | 100 | D | \$37 | .11 1, | 595,133 | D | |
| Common S | Stock | | 07/ | 19/2004 | 07/19/2004 | S | | 100 | D | \$36 | .99 1, | 595,033 | D | |
| Common S | Stock | | 07/ | 19/2004 | 07/19/2004 | S | | 100 | D | \$36 | .97 1, | 594,933 | D | |
| | | Та | | | curities Acqui Is, warrants, o | | | | | | y Owned | l | | |
| 1. Title of Derivative Conversion Date Execution Security or Exercise (Month/Day/Year) if any | | 3A. Deemed Execution Date, | 4. Transacti Code (Ins | 5. Number on of | | xercis | able and | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(: (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |

| | | Та | ble II - Deriva (e.g., p | | | | | ired, Disp options, o | | | | | | | |
|---------------|---------------|-----------------------------|---|------------------------|----------|---|----------------|-------------------------------|--------------------|----------|------------------------------|---|---|-------------------------------|---------------------------------------|
| 1. Title of | 2. | 3. Transaction | 3A. Deemed | € .ode | | (5A)Nu | m(150e)r | 6xDectes Elater | isΩaddee and | | aSolodares | 8. Price of | 9. Number of | 10. | 11. Nature |
| | | e (M ionth/Day/Year) | Execution Date, if any (Month/Day/Year) | Transa Code (8) | | Deriv Secur Acqu (A) or Dispo | rities ired | Expiration Do (Month/Day/\ | (ear) | | ties Wing MacDona | Derivative Security "nstr. 5) ld ting Person | Securities Beneficially Ow/07/21/200 Following Reported | Form: Direct (D) 4or Indirect | Beneficial Ownership (Instr. 4) |
| | | | class of securities g person, see Instr | | | ı (instr | . 3, 4 | or indirectly. | | | | | Transaction(s) (Instr. 4) | | |
| ** Intentiona | l misstatemer | ts or omissions of | acts constitute Fed | eral Cri | iminal \ | violatio | ns Se | 18 U.S.C. 10 | 001 and 15 t | J.s.c. 7 | 8ff(a). | 1 | | | |
| Note: File th | ree copies of | this Form, one of w | hich must be manu | ally sig | ned. If | space | is insu | fficient, see In | struction 6 fo | or proce | dure. | | | | |
| Persons wh | o respond to | the collection of | information conta | ined in | this fo | rm ar | e not r | equired to re | spond unle | ss the f | orm displa | ys a currer | tly valid OMB I | lumber. | |
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | or Number of Shares | | | | |