

Edgar Filing: PAPADOPOULOS STELIOS - Form 5

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

7. Individual or Joint/Group Filing
(check applicable line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 Table I -- Non-Derivative Securities Acquired, Disposed of,
 or Beneficially Owned
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	2.	2A.	3.	4.
1. Title of Security (Instr. 3)	Trans- action Date (mm/dd/yy)	Deemed Execution Date, if any (mm/dd/yy)	Transaction Code (Instr. 8) -----	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) -----
				(A) or (D) Price
				Amount

Common Stock
\$.01 par value

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* If the form is filed by more than one reporting person, see instruction 4(b)(v).

FORM 5 (continued)

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. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (mm/dd/ yy)	3A. Deemed Execut- ion Date if any (mm/dd/ yy)	4. Trans- action Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) Date Expira- tion Date		7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares
Non-Statutory Stock Option (Right to Buy)	\$1.62	6/17/02		A	2,500	6/17/03	6/17/12	Common Stock 2,500
Non-Statutory Stock Option (Right to Buy)	\$1.62	6/17/02		A	2,500	6/17/04	6/17/12	Common Stock 2,500
Non-Statutory Stock Option (Right to Buy)	\$1.62	6/17/02		A	2,500	6/17/05	6/17/12	Common Stock 2,500
Non-Statutory Stock Option (Right to Rights)	\$1.62	6/17/02		A	2,500	6/17/06	6/17/12	Common Stock 2,500

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Explanation of Responses:

/s/ Stelios Papadopoulos

February 3, 2003

**Signature of Reporting Person

Date

** 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.