UNITED STATES SECURITIES AN WASHINGTON, D.C. 20549 FORM 5 ANNUAL STATEMENT OF CHANGES () Check box if no longer Form 4 or Form 5 obligation () Form 3 Holdings Reporte () Form 4 Transactions Rep 1. Name and Address of Repo Hartley, Thomas Y.	IN BENEFICIAL OWNERSHIP subject to Section 16. s may continue. See Instructi d orted	ons 1(b).			
###-##-### 4. Statement for Month/Year December 1996 5. If Amendment, Date of Or 6. Relationship of Reportin (X) Director () 10% Ow (specify below)	r Trading Symbol n umber of Reporting Person (Vo iginal (Month/Year) g Person(s) to Issuer (Check ner () Officer (give title p Reporting (Check Applicable porting Person	all applicable) below) () Other			
Table I Non-Derivative	Securities Acquired, Disposed	of, or Beneficial	ly Owned		
1. Title of Security	2. 3. 4.Securities A Transaction or Disposed Date Code Amount		5.Amount of Securities Beneficially Owned at End of Year	6.Dir 7.Nature of Indirec ect Beneficial Owners (D)or Indir ect(I)	
Common Stock	1 1 1	<u> </u>	12762	D	
	uritites Acquired, Disposed o		Owned	I.S. Drigo I.O. Number 110 111 N	

1.Title of Derivative	2.Con	3.	4.	•				7.Title and			e 9.Number	10. 11.Nature o
Security	version			on rivative							i of Deriva	Dir Indirect
	or Exer	Date	Code	e rities A	cqui	Expi	ation	Securities	3	vative	tive	ect Beneficial
	cise Pr			red(A) o	r Dis	Date	(Month/	Ί		Secu	Securities	(D) Ownership
	ice of			posed of	(D)	Day/\	/ear)			rity	Benefi	or
	Deriva			1		Date	Expir	1		1	ficially	Ind
	tive			1	A/	/ Exer	- ation	Title and	d Number	1	Owned at	ire
	Secu			1	D	cisa	- Date	of Shares	5	1	End of	ct
	rity	1	I	Amount	I	ble	I	1		1	Year	(I)
Stock Option	\$15	7/15/	/ A	3,000	ΙA	(1)	7/14/	Common Stock	< 3,000	1	3,000	D
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(right to buy)		 I	 I	1	 I			1		 	1	

Explanation of Responses:
(1) The option vests in three annual installments of 1,200 shares in 1997, 900 shares in 1998, and 900 shares in 1999, beginning on July 15, 1997.
SIGNATURE OF REPORTING PERSON /s/ Thomas Y. Hartley by Faye J. Ringler, Attorney in fact DATE 2/5/97

2/5/97