Instruction 1(b)

FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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## Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

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

											-				
Name and Address of Reporting Person*     ESSIG STUART					er Name <b>and</b> Ticke EGRA LIFES				(Check	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
<u>Looid of office</u>					<u>P</u> [IART]				X	Director	10% C	)wner			
(Last) (First) (Middle)									X	Officer (give title	Other below)	Other (specify			
(Last)	(First)		3. Date of Earliest Transaction (Month/Day/Year) 06/04/2003							below) below)  President, CEO					
-				00/04	/2003					Piesideiii, CEO					
(Street)					mendment, Date of	Original	Filed	(Month/Day/Ye	6. Indiv Line)	6. Individual or Joint/Group Filing (Check Applicable Line)					
,											X Form filed by One Reporting Person				
(City)	(State)	(Zip)								Form filed by More than One Reporting Person					
		Table I - No	n-Deriva	ative S	Securities Acq	uired	, Dis	posed of, o	or Ben	eficially (	Owned				
1. Title of Security (Instr. 3)			2. Transac Date (Month/Da		2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities A Disposed Of (			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	Transaction(s) (Instr. 3 and 4)		(111501.4)		
Common Sto	ck		06/02/2	2003	06/02/2003	M		25,000	A	5.875	0	D			
Common Sto	ck		06/02/2	2003	06/02/2003	S		25,000	D	28.5	0	D			
Common Sto	06/03/2003		06/03/2003	M		101,000	A	5.875	0	D					
Common Sto	ck		06/03/2	2003	06/03/2003	S		101,000	D	27.7976	0	D			
Common Sto	ck		06/04/2	2003	06/04/2003	S		174,000	D	28.029	3,107	D			
Common Sto	ck	06/04/2	2003	06/04/2003	М		174,000	A	5.875	0	D				
		Table II	- Derivati	ive Se	curities Acqu	ired, I	Disp	osed of, or	Benef	icially O	wned				

## (e.g., puts, calls, warrants, options, convertible securities)

(-13-, p. 1-1-)															
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code ( 8)		Deri Sec Acq or D of (I	umber of vative urities uired (A) isposed D) (Instr. and 5)	6. Date Exerci Expiration Dat (Month/Day/Ye	e	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(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)		
Non- Qualified Stock Option (Right to buy) <sup>(1)</sup>	5.875	06/02/2003	06/02/2003	М			25,000	06/02/2003 <sup>(2)</sup>	12/26/2007	Common Stock	25,000	\$0.00	0	D	
Non- Qualified Stock Option (Right to buy) <sup>(1)</sup>	5.875	06/03/2003	06/03/2003	М			101,000	06/03/2003 <sup>(2)</sup>	12/26/2007	Common Stock	101,000	\$0.00	0	D	
Non- Qualified Stock Option (Right to buy) <sup>(1)</sup>	5.875	06/04/2003	06/04/2003	М			174,000	06/04/2003 <sup>(2)</sup>	12/26/2007	Common Stock	174,000	\$0.00	39,000	D	

## **Explanation of Responses:**

- 1. Granted on December 27, 1997
- 2. 25% of the options vest one year after the grant date, with the remaining 75% vesting monthly thereafter over 36 months

Christie A Davis (Attorney in fact)

06/04/2003

\*\* 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.