SEC Form 4	
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

)	Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OWR APPRO	IB Number: 3235-0287				
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1. Name and Addre	1 0	rson*			tionship of Reporting Pers all applicable) Director Officer (give title	10% Owner Other (specify
(Last) (First) (Middle C/O 200 MADISON AVENUE		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/30/2008		below) SVP, Contro	below) ller
C/O 200 MADISON AVENUE (Street)		10016 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Filing Form filed by One Repo Form filed by More thar Person	orting Person
		Table I - Non-Deriva	ative Securities Acquired, Disposed of, or Benefi	cially (Owned	

4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 3. 5. Amount of 6. Ownership 7. Nature Transaction Date Execution Date. Securities Form: Direct of Indirect Code (Instr. 8) (D) or Indirect (I) (Instr. 4) (Month/Day/Year) if any Beneficially Beneficial (Month/Day/Year) Owned Following Ownership Reported (Instr. 4) (A) or (D) Transaction(s) Code v Amount Price (Instr. 3 and 4) By Common Stock, Par value \$1 05/30/2008 I 1,408.795 D \$45.0532 0 Ι 401(k) Plan Common Stock, Par value \$1 5,150(1) D

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 Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		5. Nu of Deriv Secu Acqu (A) or Dispo of (D) (Instr and 5	ative rities ired osed	6. Date Exercisable and Expiration Date (Month/Day/Year)		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) (Instr. 4)	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				

Explanation of Responses:

1. Includes 2,650 shares of Issuer's Common Stock owned outright by reporting person and 2,500 shares of Common Stock subject to awards of restricted stock units.

Remarks:

Bruce Goldstein

** Signature of Reporting Person D

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.

05/30/2008

Date