



Edgar Filing: MAHON PAUL A - Form 4

| (Instr. 3)             | Price of Derivative Security | (Month/Day/Year) |            | (Instr. 8) Code V | Disposed of (D) (Instr. 3, 4, and 5) |         | Date Exercisable | Expiration Date | Title        | A N S |
|------------------------|------------------------------|------------------|------------|-------------------|--------------------------------------|---------|------------------|-----------------|--------------|-------|
|                        |                              |                  |            |                   | (A)                                  | (D)     |                  |                 |              |       |
| Employee Stock Options | \$ 77.125                    | 12/26/2008       | 12/26/2008 | D                 |                                      | 100     | (1)              | 10/04/2010      | Common Stock |       |
| Employee Stock Options | \$ 71.24                     | 12/26/2008       | 12/26/2008 | D                 |                                      | 100,000 | (3)              | 12/15/2015      | Common Stock | 1     |
| Employee Stock Options | \$ 66.79                     | 12/26/2008       | 12/26/2008 | D                 |                                      | 44,375  | (5)              | 09/14/2017      | Common Stock | 4     |
| Employee Stock Options | \$ 61.5                      | 12/26/2008       | 12/26/2008 | A                 |                                      | 100     | (1)              | 10/04/2010      | Common Stock |       |
| Employee Stock Options | \$ 61.5                      | 12/26/2008       | 12/26/2008 | A                 |                                      | 100,000 | (3)              | 12/15/2015      | Common Stock | 1     |
| Employee Stock Options | \$ 61.5                      | 12/26/2008       | 12/26/2008 | A                 |                                      | 44,375  | (5)              | 09/14/2017      | Common Stock | 4     |

## Reporting Owners

| Reporting Owner Name / Address | Relationships |           |                       |       |
|--------------------------------|---------------|-----------|-----------------------|-------|
|                                | Director      | 10% Owner | Officer               | Other |
| MAHON PAUL A                   |               |           | EVP & General Counsel |       |

## Signatures

/s/ Paul A. Mahon  
 12/30/2008

\*\*Signature of Reporting Person  
 Date

## Explanation of Responses:

- \* 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).
- (1) These stock options will become exercisable on 12/26/2009.
- (2) The reporting person agreed to cancellation of the stock options granted to him on October 4, 2000, in exchange for new stock options having a lower exercise price.
- (3) These stock options will become exercisable on 12/26/2009.

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- (4) The reporting person agreed to cancellation of the stock options granted to him on December 15, 2005, in exchange for new stock options having a lower exercise price.
- (5) These stock options vest in one-third increments on each of 9/14/2009, 12/26/09 and 9/14/10.
- (6) The reporting person agreed to cancellation of the stock options granted to him on September 14, 2007, in exchange for new stock options having a lower exercise price.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.