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).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: Estimated average burden hours per response: 0.5

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

1. Name and Address of Reporting Person* <u>SCHNEIER CRAIG ERIC</u>														Relationship eck all appli Directo	cable)		to Issu % Ow	
(Last) (First) (Middle) 14 CAMBRIDGE CENTER						3. Date of Earliest Transaction (Month/Day/Year) 01/03/2005								helow)		be	Other (speci below) Resources	
(Street)			02142		4. 1	4. If Amendment, Date of Original Filed (Month/Day/Year)								Individual or Joint/Group Filing (Check Applic Line) X Form filed by One Reporting Person Form filed by More than One Reportin Person				ı
(City)	(S		(Zip) 	n-Deriv	/ative		curit	ies Ac	nuired	Dis	nosed o	of or Re	neficial	ly Owner	1			
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Year)		ar) i	2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr.		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4		ed (A) or	5. Amou Securitie Benefici Owned F	nt of es ally Following	6. Ownersh Form: Dire (D) or Indir (I) (Instr. 4)	ect B	7. Nature of Indirect Beneficial Ownership	
								Code	v	Amount	(A) or (D)	Price	Reported Transact (Instr. 3	tion(s)		"	nstr. 4)	
Common	Stock			01/03	3/2005	5			M		3,875	A	\$37.4	5 43	43,125			
Common	Stock			01/03	3/2005	5			S ⁽¹⁾		3,875	D	\$66.8	4 39	39,250			
Common	Stock													16,30	1.934(2)	D		
Common	Stock													460				y Spouse
		Т	able II -								osed of			Owned				,
1. Title of Derivative Security (Instr. 3)	ivative Conversion Date curity or Exercise (Month/Day/Yea		3A. Deemed Execution Date, if any		4. Transactio Code (Inst 8)		5. Number 6		6. Date Exercisable Expiration Date (Month/Day/Year)		•	7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactic (Instr. 4)	ly Owner Form Direct or Inc. (I) (In:	t (D) lirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	Code	v	(A)		Date Exercisal		Expiration Date	Title	Amount or Number of Shares					
Stock Option (right-to-	\$37.45	01/03/2005			М			3,875	(4)	1	12/06/2012	Common Stock	3,875	(3)	39,250) I)	

Explanation of Responses:

- 1. Sale pursuant to a trading plan intended to comply with Rule 10b5-1 of the Securities Exchange Act of 1934.
- $2.\ Increase\ represents\ the\ acquisition\ of\ common\ stock\ under\ the\ issuer's\ Employee\ Stock\ Purchase\ Plan.$
- 3. Granted under one of the Issuer's stock option plans, in an exempt transaction under SEC rule 16(b)-3(d).
- 4. The stock option becomes exercisable in four (4) equal annual installments, commencing one year after the grant date of 12/06/02.

Remarks:

By: Benjamin S. Harshbarger For: Craig Eric Schneier

01/04/2005

** 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.