

Explanation of Responses:

/s/ Daniel P. Penberthy

4-27-99

*Signature of Reporting Person
 Daniel P. Penberthy for
 Erland E. Kailborne

Date

** 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 provided 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 currently valid OMB Number.

</TABLE>