## SEC Form 4

## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden

0.5

hours per response:

## 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

			01 300		vesiment con	ipany Act of 1940				
1. Name and Address of Reporting Person* <u>James Mark R.</u> (Last) (First) (Middle)			HON HON	of Earliest Transac	ITERNAT	<u>TIONAL INC</u> [		tionship of Reportin all applicable) Director Officer (give title below) Sr. VP, HR & 0	10% C Other below	Owner (specify )
101 COLUMBIA (Street)				endment, Date of C	Driginal Filed (	Month/Day/Year)	Line)	ridual or Joint/Group		
MORRISTOWN		07960						Form filed by One Form filed by Mor Person		
(City)	(State)	(Zip)								
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
1. Title of Security (	nstr. 3)		2. Transaction Date (Month/Day/Vear)	2A. Deemed Execution Date,	3. Transaction	4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4		5. Amount of Securities Beneficially	6. Ownership Form: Direct	7. Nature of Indirect Beneficial

Date (Month/D	ay/Year)   Execution L if any (Month/Day	Cod	saction e (Instr.		D) (Instr.	3, 4 and	Securities Beneficially Owned Following Reported	(D) or Indirect (D) (Instr. 4)	Beneficial Ownership (Instr. 4)	
		Cod	e V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(IIISU. 4)	

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	xercise (Month/Day/Year) if any Code (Instr. Derivati e of vative (Month/Day/Year) 8) Securiti Acquire		ive ies ed ed instr.	6. Date Exerc Expiration Da (Month/Day/Y	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				
Supplemental Savings Plan Interests	(1)	03/08/2013		A <sup>(2)</sup>		12.368		(2)	(2)	Common Stock	12.368	\$73.7	3,365.151	D	

Explanation of Responses:

1. Instrument converts to common stock on a one-for-one basis.

2. Reflects phantom shares of common stock represented by Company contributions to my account under the Executive Supplemental Savings Plan under Rule 16b-3 on 03/08/2013.

Jacqueline Katzel FOR Mark R.	02/12/2012
James	03/12/2013

\*\* 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.