SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL
OMB Number: 3235-0287
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0.5

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	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

			0.000							
1. Name and Address of Reporting Person* James Mark R. (Last) (First) (Middle)			HON HON	of Earliest Transac	ITERNAT	<u>FIONAL INC</u> [ationship of Reportin c all applicable) Director Officer (give title below) Sr. VP, HR & 0	10% C Other below	Owner (specify)
101 COLUMBIA ROAD			05/31/	2013						
(Street)			4. If Am	endment, Date of (Driginal Filed (Month/Day/Year)	6. Indiv Line)	/idual or Joint/Group	Filing (Check A	oplicable
MORRISTOWN	NJ	07960					X	Form filed by One Form filed by Mor	1 0	
(City)	(State)	(Zip)						Person		g
		Table I - Nor	n-Derivative S	ecurities Acq	uired, Disp	oosed of, or Benefi	cially	Owned		
1. Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any	3. Transaction Code (Instr.	4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 5)		5. Amount of Securities Beneficially	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial

Code V Amount (A) or (D) Price Reported Transaction(s) (Instr. 3 and 4) (Instr. 4)	Date (Month/Day/Year) Execution Dat if any (Month/Day/Year)		Code (Instr.		Disposed Of (D) (Instr. 3, 4 and 5)				Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial Ownership	
			Code	v	Amount		Price	Transaction(s)		(Instr. 4)	_

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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)				6. Date Exercisable and Expiration Date (Month/Day/Year)		of Securities		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)	05/31/2013		A ⁽²⁾		11.617		(2)	(2)	Common Stock	11.617	\$78.46	3,454.853	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 05/31/2013.

Jacqueline Katzel FOR Mark R.	00/04/2012
James	06/04/2013

** 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.