## 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: 3235-0287

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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 A WEIDEN (Last) 101 COLUN	KOPF TI	HOMAS W ) (M	liddle)		HONE HON ]	Name <b>and</b> Ticke <u>YWELL I</u> Earliest Transa 2007	NTERI	NAT	IONA	L INC	2[		ck all applic Directo Officer below)	able) r (give title		on(s) to Issu 10% O Other (: below) munication	wner specify
(Street) MORRISTC (City)	OWN NJ (State		7960 ip)		4. If Ame	ndment, Date of	Original F	iled (N	1onth/Day	//Year)		6. Inc	Form f	iled by One	Repo	rting Persor	licable Line) 1 ting Person
		Tab	le I - Non	-Deriva	ative Se	curities Acc	uired,	Disp	osed o	f, or B	Benef	ficially	Owned				
1. Title of Secu	urity (Instr. 3	)	i	2. Transa Date (Month/D	) ay/Year) i	2A. Deemed Execution Date, f any Month/Day/Year)	3. Transac Code (In 8)		4. Secur Dispose			(A) or 3, 4 and 5	Benefici Followin	es ally Owned g	Form (D) or	vnership I: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership
							Code	v	Amount		A) or D)	Price	Reported Transact (Instr. 3 a	tion(s)			(Instr. 4)
		T				irities Acqui , warrants,		•				•	wned				
1. Title of Derivative	2. Conversion	3. Transaction Date	3A. Deemed Execution D		4. Transaction	5. Number of	6. Date E Expiratio			7. Title of Secu		mount	8. Price of	9. Number derivative		10. Ownership	11. Nature of Indirect

Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security		Execution Date, if any (Month/Day/Year)	Transac Code (In 8)		of Derivat Securit Acquir (A) or Dispos (D) (Ins 4 and 5	tive ties red sed of str. 3,	Expiration Di (Month/Day/)	ate	of Securitie Underlying Security (In 4)	s Derivative	of Derivative Security (Instr. 5)	derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	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)	07/20/2007		A <sup>(2)</sup>		6.309		(2)	(2)	Common Stock	6.309	\$60.96	690.673	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 07/20/2007.

Jacqueline Whorms FOR	
Thomas W. Weidenkopf	

<u>07/23/2007</u> Date

\*\* Signature of Reporting Person

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 $^{\ast}$  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.