SEC Form 4

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB APPROVAL
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(Instr. 4)

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1. Name and Address of Reporting Person [*] <u>KREINDLER PETER M</u>				-	• •	^{mbol} FIONAL INC [tionship of Reportin all applicable) Director Officer (give title	suer Dwner (specify		
(Last) 101 COLUMBIA	(First) ROAD	(Middle)		te of Earliest Transac 0/2008	tion (Month/D	ay/Year)		below) SVP, Gov. & R	below) egulatory Affairs		
(Street) MORRISTOWN (City)	NJ (State)	07960 (Zip)	4. If <i>A</i>	smendment, Date of C	Driginal Filed (Month/Day/Year)	6. Indiv Line) X				
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
Date			2. Transaction Date (Month/Day/Yea	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	

 2. Conversion or Exercise
 3. Transaction (Month/Day/Year)
 3A. Deemed Execution Date if any
 4. Transaction of Lerivative if any
 5. Number of Indirect Derivative Derivative
 6. Date Exercisable and Expiration Date (Month/Day/Year)
 7. Title and Amount of Securities
 8. Price of Derivative Security
 9. Number of derivative Security
 10. Ownership Form:

v

Amount

Code

Security (Instr. 3)	or Exercise Price of Derivative Security	(Month/Day/Year)	if any (Month/Day/Year)	Code (8)	(Instr.	Derivati Securiti Acquire (A) or Dispose of (D) (I 3, 4 and	rities lired r osed) (Instr.		Underlying Derivative Security (Instr. 3 and 4)		Security (Instr. 5)	Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)		
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares					
Supplemental Savings Plan Interests	(1)	10/10/2008		A ⁽²⁾		55.303		(2)	(2)	Common Stock	55.303	\$30.6	10,165.51	D		

Explanation of Responses:

1. Title of Derivative

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 10/10/2008.

Jacqueline Whorms FOR Peter	10/14/2000
<u>M. Kreindler</u>	10/14/2008

Reported Transaction(s)

(Instr. 3 and 4)

(A) or (D)

Price

** 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.