FORM 4

obligations may continue. See

Check this box if no longer subject to Section 16. Form 4 or Form 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.	C. 20549
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STATEMENT	OF CHANGES	IN BENEFICIAL	OWNERSHIP

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

Instruction	1(b).			File		t to Section 16(a) of tion 30(h) of the In						4		L			
Name and Address of Reporting Person* James Mark R.						r Name and Ticker EYWELL IN				L IN	<u>IC</u> [tionship of Reporting Person(s) to Issuer all applicable) Director 10% Owner Officer (give title Other (specify				wner
(Last) 101 COLUI	(Firs MBIA RO	,	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 11/02/2012								below) Sr. VF	, HR & (Comm	below) unicatio	ns
(Street) MORRIST((City)	OWN NJ	te)	07960 (Zip)		4. If Amendment, Date of Original Filed (Month/Day/Year)								ividual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person				
		Та	ble I - No	n-Deriv	ative S	ecurities Acq	uired,	Disp	osed of	, or	Bene	ficially	Owned				
1. Title of Security (Instr. 3) 2. Trans: Date (Month/L				action Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8) 4. Securities Acquired (A Disposed Of (D) (Instr. 3, 5)				Securities Beneficia Owned Fo	5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership			
							Code	v	Amount	((A) or (D)	Price	Transaction(s) (Instr. 3 and 4)				(Instr. 4)
			Table II -			curities Acqui Is, warrants,		•				-	wned				
1. Title of 2. 3. Transaction 3A. Deemed						5. Number	6. Date Exercisable and 7. Title and Ar					Amount	8. Price of	9. Numbe	r of	10.	11. Nature

Derivativ Security (Instr. 3)	3. Transaction Date (Month/Day/Year)	SA. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		of Derivati Securiti Acquire (A) or Dispose of (D) (II 3, 4 and	ve es d ed nstr.	Expiration Date (Month/Day/Year) ss d d sstr.		te of Securities		Security (Instr. 5)	9. Number or 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				
Suppleme Savings P Interests	11/02/2012		A ⁽²⁾		14.785		(2)	(2)	Common Stock	14.785	\$62.43	3,161.263	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 11/02/2012.

Jacqueline Katzel FOR Mark R. 11/05/2012 <u>James</u>

** 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.