UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

nt to Section 16(a) of the Su

| 101 COLUMBI | IA KOAD | | 01/02/2 | | | | | | | | | | |
|---------------------------------|--------------|---------------|------------------------|-------------------------------|--------------|---------|----------------------------------|-----------------------|------------|----------------------------|------------------------------|--------------------------|--|
| (Street) MORRISTOWN NJ 07960 | | | | endment, Date of C | riginal F | iled (I | Month/Day/Yea | 6. Indi Line) X | | | | | |
| (City) | (State) | (Zip) | | | | | | | | | | | |
| | | Table I - Nor | n-Derivative S | ecurities Acqu | uired, | Disp | osed of, o | r Bene | ficially (| Owned | | | |
| | / (Instr. 3) | | 2. Transaction Date | 2A. Deemed Execution Date. | 3. Transa | ction | 4. Securities A Disposed Of (| | | 5. Amount of Securities | 6. Ownership Form: Direct | 7. Nature of Indirect | |

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 | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 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) | 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 | | (Instr. 4) | | |
| Deferred Compensation (Phantom Shares) | (1) | 01/02/2013 | | A ⁽²⁾ | | 945.328 | | (2) | (2) | Common Stock | 945.328 | \$63.47 | 4,873.334 | D | |

Explanation of Responses:

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

2. Phantom shares are accrued under the Deferred Compensation Plan for Non-Employee Directors and will be settled in Cash upon termination or retirement.

Jacqueline Katzel FOR Kevin Burke

01/03/2013

** 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.