LYNCH STEVE A Form 4 April 23, 2003

FORM 4

_ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response. . .0.5

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1. Name and Add Lynch Steve A			ne and Ticl	ker or T	Pe	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
(Last) 2525 Horizon La	of Reporting Person,					Statement for onth/Day/Year ril 23, 2003	X	Director 10% Owner X Officer (give title below) Other (specify below)					
								Chief Information Officer					
	(Street)]				5. I	5. If Amendment,		7. Individual or Joint/Group Filing			
Memphis, TN 38						Date of Original (Month/Day/Year)		(Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State) (Zip)	Table I Non-Derivative Securities Acquired, Dis							sposed of, or Beneficially Owned			
1. Title of Security (Instr. 3)	2. Trans- action Date (Month/ Day/ Year)	2A. Deemed Execution Date, if any (Month/Day/ Year)	3. Transaction Code	Code	4. Securitie (A) or Disp (Instr. 3, 4 Amount	osed o		ing Reported Transactions(s)		ship Form:	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Commmon Stock								(Instr. 3 & 4)	0				

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

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FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially **Owned**

(e.g., puts, calls, warrants, options, convertible securities)

		(0	·5., Puts,	Cuiis,	nai i aires,	options, converti	ole securities,				
1. Title of	2. Conver-	3. Trans-	3A.	4.	5. Number	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Natu
Derivative	sion or	action	Deemed	Trans-	of	and Expiration	Amount of	Derivative	Derivative	Owner-	of Indire
Security	Exercise	Date	Execution	action	Derivative	Date	Underlying	Security	Securities	ship	Benefici
	Price of		Date,	Code	Securities	(Month/Day/	Securities	(Instr. 5)	Beneficially	Form	Ownersh
(Instr. 3)	Derivative	(Month/	if any		Acquired	Year)	(Instr. 3 & 4)		Owned	of Deriv-	(Instr. 4)
	Security	Day/	(Month/	(Instr.	(A) or				Following	ative	
		Year)	Day/	8)	Disposed				Reported	Security:	
		!				1	1	<u>!</u>	•		1

^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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			Year)		(of (D) (Instr. 3 & 5)	3, 4						Transaction(s) (Instr. 4)	Direct (D) or Indirect	
				Code	V	(A)			Expira- tion Date	Title	Amount or Number of Shares			(I) (Instr. 4)	
Incentive Stock Options	10.6458							2/26/00	2/26/09	Common	15,000	10.6458			
Incentive Stock Options	10.3750							10/12/00	10/12/09	Common	20,000	10.3750			
Incentive Stock Options	13.2500							11/30/00	11/30/09	Common	16,000	13.2500			
Incentive Stock Options	9.06250							2/17/01	2/17/10	Common	45,000	9.0625			
Incentive Stock Options	21.0625							2/22/02	2/22/11	Common	70,000	21.0625			
Incentive Stock Options	33.3500							3/4/03	3/4/12	Common	125,000	33.3500			
Incentive Stock Options	13.7000							11/21/02	11/21/12	Common	63,000	13.7000			
Incentive Stock Options	11.8700	4/1/2003		A	,	75,000		04/01/04	04/01/13	Common	75,000	11.8700			
Incnetive Stock Options	11.8700	04/01/03		A		11,574		04/01/04	04/01/13	Common	11,574	11.8700	440,074	D	

Explanation of Responses:

By: /s/ <u>Steve A. Lynch</u> Charlene Kraft 04/23/2003 Date

**Signature of Reporting Person

Note: File three copies of this Form, one of which must be manually signed.

If space is insufficient, See Instruction 6 for procedure.

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^{**}Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).