FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

or Section 30(h) of the Investment Company Act of 1940

Machineton	D C	20540	
Washington,	D.C.	20549	

OMB APPROVAL

OMB Number:	3235-0287								
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

	1. Name and Address of Reporting Person* TYSOE RONALD W									or Trad						5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner						
(Last) 312 WA	,	First) REET, 28TH FLC	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 03/31/2004											Officer (give title Other (sp below) below)					
(Street)	NATI O)H	45202		4. 1	If Ame	nt, Dat	e of C	Original I	Filed	(Month/I	Day/Yea	ar)	6. Lin	ndividual or Joint/Group Fi e) X Form filed by One R Form filed by More t Person				orting Perso	n		
(City)	(5	State)	(Zip)																			
D			2. Trans Date (Month	saction	n 'ear)	2A. Deemed Execution Date, if any (Month/Day/Year)		ite,	3. Transa Code (I 8)	4. Seco		urities Acquired (A) sed Of (D) (Instr. 3, 4		(A) or . 3, 4 and	5. Amour Securitie Beneficia Owned F Reported		s Illy ollowing	Form (D) o	vnership : Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Class A Common Shares, \$.01 par value per share										Code	V	Amour	nt	(A) or (D)	Price		str. 3 a	saction(s) c. 3 and 4)		D		
Common Voting Shares, \$.01 par value per share																	(0		D		
			Table II -	Deriva (e.g., p												Own	ed					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution I if any (Month/Day	d Date,	4. Transa Code (8)	ction	5. Number 6.		6. Da	. Date Exercisable and Expiration Date Month/Day/Year)			7. Title and Amou of Securities Underlying Deriva Security (Instr. 3 a 4)		nount erivative	8. Price of Derivative Security (Instr. 5)		9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
				,	Code	v	(A)	(D)	Date Exe	e rcisable	Exp Dat	oiration e	Title	Nu	nount or imber of ares							
Option	\$38.38								05/1	12/1998	05/	11/2007	Class Comm		1,900			8		D		
Option	\$48.5								05/1	13/2000	05/:	12/2009	Class Comm		2,000			8		D		
Option	\$48.94								05/1	18/2001	05/	17/2010	Class Comm		5,000			8		D		
Option	\$64.32								05/1	10/2002	05/0	09/2011	Class Comm		5,000			8		D		
Option	\$78.01								05/0	09/2003	05/0	08/2012	Class Comm		5,000			8		D		
Option	\$77.61								11/2	21/2003	11/2	20/2012	Class Comm		0,000			8		D		
Phantom Stock	\$100.43	03/31/2004			J		1			(1)		(1)	Class Comm)4.93 ⁽¹⁾	(1	.)	8		D		
Option	\$79.64								04/2	29/2004	04/2	28/2013	Class Comm		5,000			8		D		

Explanation of Responses:

1. Pursuant to the company's 1997 Deferred Compensation and Stock Plan for Directors, directors may defer fees into a phantom stock fund. Under this plan, fees are converted quarterly into phantom shares at the fair market value of the company's Class A Common shares on the last trading day of each quarter. Upon retirement as a director, the balance may be paid in either shares or cash. The balance at 3/31/04 is 9,238.14 phantom shares.

Remarks:

/s/ M. Denise Kuprionis,

Attorney-in-fact for Ronald W. 04/01/2004

Tysoe

** 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.

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