# FORM 4 Check this box if no

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

| OMB APP           | PROVAL       |
|-------------------|--------------|
| OMB Number:       | 3235-0287    |
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| er response       | 0.5          |

longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

|  | on 2 E E (()           | (Month/E                                 | ndm<br>med<br>n Day/ | Ta<br>ate, if<br>Year)                                     | 3. Tra<br>Code<br>(Instr.          | Non-Donsaction  8)  de V  ttly or in            | Deriv On 4 (() () 7 7   | ative Sec. Securi A) or D Instr. 3,  Amount 750  | ecurities<br>ities Acc<br>ities Acc<br>isposed<br>4 and 5<br>(A) or<br>(D)<br>A                                    | 6x  | Individual C Form filed b Form filed b Form filed b Amount o eneficially eported Tra nstr. 3 and 63,989 1,907   | y One Reporting More than On dof, or Bell f Securities Owned Follows (1) (1) (1) (2) (3) (4) (4) (5) (6) (6) (6) (7) (7) (7) (7) (7) (7) (7) (7) (7) (7 | oup Filing(Che gg Person the Reporting Perso neficially Ow lowing I I I I I I I I I I I I I I I I I I I  | ck Applicable  n  ned  i.  Dwnership  Form: Direct (D) or Indirect Il  Instr. 4)   | 7. Nature of Indirect Beneficial Ownership   |
|--|------------------------|--|----------------------|--|------------------------------------|---|---|--|--|---|---|---|--|--|--|
| .05 per 11/02/2005 .05 per .05 | on 2 E                 | 2A. Deen<br>Executior<br>any<br>(Month/D | med<br>n Day/        | Ta                     | 3. Tra<br>Code<br>(Instr.          | Non-Donsaction  8)  de V  titly or in  Per this | Deriv On 4 ((()) (()) (()) (())   | Amount 750   | ecurities<br>ities Acc<br>isisposed<br>4 and 5<br>(A) or<br>(D)<br>A   | X   | C_Form filed by Form filed by Ed, Dispose Amount or eneficially eported Transtr. 3 and 63,989   | y One Reporting More than On dof, or Bell f Securities Owned Follows (1) (1) (1) (2) (3) (4) (4) (5) (6) (6) (6) (7) (7) (7) (7) (7) (7) (7) (7) (7) (7 | neficially Ownerically Owneric | ned  Dwnership Form: Direct (D) or Indirect I) Instr. 4)   | 7. Nature of Indirect Beneficial Ownership (Instr. 4)  by spouse Discr. accts  |
| 2. Transaction Date (Month/Day/ .05 per 11/02/2005 .05 per   | Year) Ea (()           | Execution any (Month/E                   | n Da                 | ate, if<br>Year)   | 3. Tra<br>Code<br>(Instr.          | de V  | V A   | Amount 750   | (A) or (D) A   | Price   S   5.77   4    6   | Amount or eneficially eported Transtr. 3 and 63,989   | d of, or Ber<br>f Securities<br>Owned Foll<br>insaction(s)<br>4)  | neficially Ow lowing ( I I I I I I   | ned  Dwnership Form: Direct (D) or Indirect Instr. 4)  | of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4)<br>by<br>spouse<br>Discr.<br>accts  |
| 2. Transaction Date (Month/Day/ .05 per 11/02/2005 .05 per   | Year) Ea (()           | Execution any (Month/E                   | n Da                 | ate, if<br>Year)   | 3. Tra<br>Code<br>(Instr.          | de V  | V A   | Amount 750   | (A) or (D) A   | Price   S   5.77   4    6   | Amount or eneficially eported Transtr. 3 and 63,989 63,989 1,907  | f Securities Owned Foll insaction(s) 4)   | lowing () I I I I I I I I  | Dwnership<br>Form:<br>Direct (D)<br>or Indirect<br>I)<br>Instr. 4)   | of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4)<br>by<br>spouse<br>Discr.<br>accts  |
| Date (Month/Day/  .05 per 11/02/2005  .05 per  | Year) Ea (()           | Execution any (Month/E                   | n Da                 | ate, if Year)  | Code (Instr.                       | 8)  de V  [ ttly or ir  Per this                | V A 77  | A) or D<br>Instr. 3,<br>Amount<br>750  | (A) or (D) A   | of (D) B. R. (II  | eneficially eported Transtr. 3 and 63,989 ,500 1,907  | Owned Folinsaction(s) 4)  | lowing ( ) F I I C ( ) C ( ) C I I I I I I I I I I I I I I I I I I   | Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>I)<br>Instr. 4)   | of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4)<br>by<br>spouse<br>Discr.<br>accts  |
| .05 per  | ecurities              | s beneficia                              | ially                | owne   | M                                  | ettly or ir                                     | indire<br>rsons   | ectly.   | (D) A  | \$ 46 5.77 6  | ,500<br>1,907   |   | I I I r contained in   | I)<br>Instr. 4)  | by<br>spouse<br>Discr.<br>accts  |
| .05 per  | ecurities              | s beneficia                              | ially                | owne   | M                                  | ettly or ir                                     | indire<br>rsons   | ectly.   | A  | \$ 46 5.77 6  | ,500<br>1,907   |   | I<br>I<br>I<br>n contained in  | )  | Discr. accts   |
| .05 per ine for each class of se   |                        | s beneficia                              | ially                | owne   | d direc                            | Per<br>this                                     | rsons<br>is for   | s who ro<br>m are n  |  | 6 to the col  | 1,907   |   | I contained in   |  | Discr. accts   |
| ine for each class of se   |                        | s beneficia                              | ially                | owne   | ed direc                           | Per<br>this                                     | rsons<br>is for   | s who ro<br>m are n  |  | to the col  | lection of i  |   | n contained in   |  | accts  |
| Table  |                        | s beneficia                              | ially                | owne   | d direc                            | Per<br>this                                     | rsons<br>is for   | s who ro<br>m are n  |  |   |   |   |  | SEC :  | 1474 (9-02)  |
|  | (e.g                   |  |                      | ls, waı  | rrants,                            | option  | ns, co  | onvertib   | ole secu   | rities)   |   |   |  |  |  |
| Day/Year) any  | (e.g<br>ed<br>Date, if | (e.g., puts, calls, warr    4.           |                      | f Expiration Date Am Unc securities (quired A) or bisposed |                                    |   | 7. Title and Amount of Underlying Securities  | Title and mount of nderlying cecurities nstr. 3 and 4)  8. Price of Derivative Security Security Security Republic Notes of Derivative Security Re |  | Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported  | Ownersh<br>Form of<br>Derivati<br>Security<br>Direct (I<br>or Indire<br>s) (I)  | Ownersl<br>(Instr. 4)   |  |  |  |
|  |                        |  |                      |  |                                    |   |   |  |  |   |   |   | (Instr. 4)   | (Instr. 4)   | '  |
|  |                        | Code                                     | V                    | (A)  | (D)                                | Date<br>Exercis                                 | isable  |  | ation  | Title   | Amount<br>or<br>Number<br>of<br>Shares  |   |  |  |  |
| 2/2005   |                        | М  |                      |  | 750                                | <u>(1</u>                                       | 1)  | 12/31  |  | Stock,<br>par valu  | ie 750  | \$ 5.77   | 3,250  | D  |  |
|  |                        |  |                      | 2/2005 M   | Code V (A)  Code V (A)  Code V (A) | 2/2005 M 750                                    | (A) or Disposed of (D) (Instr. 3, 4, and 5)  Code V (A) (D)  Date Exerc  Code V (A) (D) | (A) or Disposed of (D) (Instr. 3, 4, and 5)  Code V (A) (D)  Date Exercisable (D)  (A) or Disposed of (D) (D)  | (A) or Disposed of (D) (Instr. 3, 4, and 5)  Code V (A) (D)  Date Expire Exercisable Date  2/2005  M 750 (1) 12/31 | (A) or Disposed of (D) (Instr. 3, 4, and 5)  Code V (A) (D)  Date Expiration Date  Expiration Date  12/2005  M 750 (1) 12/31/2005 | (A) or Disposed of (D) (Instr. 3, 4, and 5)  Code V (A) (D)  Date Expiration Date  Exercisable Date  12/31/2005  M 750 (1) 12/31/2005  Stock, par value \$.05 per share | (A) or Disposed of (D) (Instr. 3, 4, and 5)  Code V (A) (D)  Date Exercisable Date Expiration Date  Common Stock, par value \$.05 per share             | (A) or Disposed of (D) (Instr. 3, 4, and 5)    Code   V   (A)   (D)  | (A) or Disposed of (D) (Instr. 3, 4, and 5)  Code V (A) (D)  Date Exercisable Date Expiration Date  Title Or Number of Shares  Common Stock, par value \$.05 per share | (A) or Disposed of (D) (Instr. 3, 4, and 5)  Code V (A) (D)  Date Exercisable Date Expiration Stock, par value \$.05 per share |

| D   | Relationships |           |         |       |  |  |  |
|---|---------------|-----------|---------|-------|--|--|--|
| Reporting Owner Name / Address                                      | Director      | 10% Owner | Officer | Other |  |  |  |
| KOONCE CALVIN SCOTT<br>6550 ROCK SPRING DRIVE<br>BETHESDA, MD 20817 | X             | X         |         |       |  |  |  |

## **Signatures**

| Calvin S. Koonce       | 11/03/2005 |
|------------------------|------------|
| Signature of Reporting | Date       |

### **Explanation of Responses:**

- \* 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).

(1) The option became exercisable in four equal annual installments beginning on the grant date (January 1, 2001).

 $Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, {\it see}\ Instruction\ 6 for procedure.$ 

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.