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

(over)

* See footnote 2 on Table II.

(Print or Type Responses)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	4. Trans- action Code (Instr. 8) ----- Code V	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) ----- (A) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) ----- Date Expira- tion Exer- cisable Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares	8. Price of Deriv- ative Secur- ity (Instr. 5)	9. Number of Deriv- ative Secur- ities Bene- ficially Owned at End of Month (Instr. 4)	10. Owner- ship Form of Deriv- ative Secur- ity: Direct (D) or In- direct (I) (Instr. 4)	11. Nature of In- direct Bene- ficial Owner- ship (Instr. 4)		
5% Convertible Senior Secured Debentures	\$1.34 (8)	3/10/98	A	(1)	3/10/98 3/15/03	Common Stock	223,880 (8)		D			
Warrants	\$1.34 (8)	3/10/98	A	(1)	3/10/98 3/15/05	Common Stock	33,921 (8)		D			
Warrants	\$2.279	3/10/98	A	(1)	3/10/98 3/15/05	Common Stock	31,579		D			
5% Convertible Senior Secured Debentures	\$1.34 (8)	6/12/98	A	(2)	6/12/98 3/15/03	Common Stock	53,816 (8)		D			
Warrants	\$1.34 (8)	6/12/98	A	(2)	6/12/98 3/15/05	Common Stock	8,153 (8)		D			
Warrants	\$2.279	6/12/98	A	(2)	6/12/98 3/15/05	Common Stock	7,590		D			
Non-qualified Stock Options	\$2.375	2/19/98	A		(3) 2/19/08	Common Stock	1,000,000		D			
5% Convertible Senior Secured Debentures	\$1.1312	4/1/99	A	(4)	4/1/99 3/15/03	Common Stock	3,560 (8)		D			
Non-qualified Stock Options	\$1.125	4/12/99	A	(5)	4/12/00 4/12/09	Common Stock	100,000		D			
5% Convertible Senior Secured Debentures	\$2.4250	7/1/99	A	(4)	7/1/99 3/15/03	Common Stock	1,681 (8)		D			
5% Convertible Senior Secured Debentures	\$2.3063	10/1/99	A	(4)	10/1/99 3/15/03	Common Stock	1,789		D			
Non-qualified Stock Options	\$1.875	2/17/00	A	(5)	2/17/01 2/17/10	Common Stock	125,000		D			
5% Convertible Senior Secured Debentures	\$1.722	4/1/00	A	(4)	4/1/00 3/15/03	Common Stock	1,440		D			
5% Convertible Senior Secured Debentures	\$1.34 (8)	3/10/98	A	(6)	3/10/98 3/15/03	Common Stock	(111,939) (8)		D			
Warrants	\$1.34 (8)	3/10/98	A	(6)	3/10/98 3/15/05	Common Stock	(16,960) (8)		D			
Warrants	\$2.279	3/10/98	A	(6)	3/10/98 3/15/05	Common Stock	(15,789)		D			
5% Convertible Senior Secured Debentures	\$1.34 (8)	6/12/98	A	(6)	6/12/98 3/15/03	Common Stock	(26,907) (8)		D			

Warrants	\$1.34 (8)	6/12/98	A	(6)	6/12/98	3/15/05	Common Stock	(4,076) (8)		D
Warrants	\$2.279	6/12/98	A	(6)	6/12/98	3/15/05	Common Stock	(3,795)		D
Non-qualified Stock Options	\$1.1125	6/29/00	A	(5)	6/29/01	6/29/10	Common Stock	200,000		D
5% Convertible Senior Secured Debentures	\$1.1125	7/1/00	A	(4)	7/01/00	3/15/03	Common Stock	2,087		D
5% Convertible Senior Secured Debentures	\$1.34 (8)	6/12/98	A	(7)	6/12/98	3/15/03	Common Stock	(3,731) (8)		D
5% Convertible Senior Secured Debentures	\$1.34 (8)	6/12/98	A	(7)	6/12/98	3/15/03	Common Stock	(3,731) (8)		D
5% Convertible Senior Secured Debentures	\$1.34 (8)	6/12/98	A	(7)	6/12/98	3/15/03	Common Stock	(3,731) (8)		D
5% Convertible Senior Secured Debentures	\$.9071	10/1/00	A	(4)	10/01/00	3/15/03	Common Stock	2,592		D
5% Convertible Senior Secured Debentures	\$1.34 (8)	6/12/98	A	(7)	6/12/98	3/15/03	Common Stock	(3,731) (8)		D
5% Convertible Senior Secured Debentures	\$1.34 (8)	6/12/98	A	(7)	6/12/98	3/15/03	Common Stock	(3,731) (8)		D
5% Convertible Senior Secured Debentures	\$1.34 (8)	6/12/98	A	(7)	6/12/98	3/15/03	Common Stock	(3,731) (8)		D
5% Convertible Senior Secured Debentures	\$.6258	01/01/01	A	(4)	01/01/01	3/15/03	Common Stock	3,503		D
5% Convertible Senior Secured Debentures	\$1.03	04/01/01	A	(4)	04/01/01	3/15/03	Common Stock	2,156		D
5% Convertible Senior Secured Debentures	\$2.22	07/01/01	A	(4)	07/01/01	3/15/03	Common Stock	1,013		D
5% Convertible Senior Secured Debentures	\$2.22	10/01/01	A	(4)	10/01/01	3/15/03	Common Stock	1,026		D
5% Convertible Senior Secured Debentures	\$1.86	01/01/02	A	(4)	01/01/02	3/15/03	Common Stock	1,239		D
5% Convertible Senior Secured Debentures	\$2.02	04/01/02	A	(4)	04/01/02	3/15/03	Common Stock	1,155		D
5% Convertible Senior Secured Debentures	\$1.72	07/01/02	A	(4)	07/01/02	3/15/03	Common Stock	1,373	1,606,701	D

EXPLANATION OF RESPONSES:

- (1) Purchased in connection with a private offering on March 10, 1998 consisting of a Convertible Debenture convertible at any time and Stock Purchase Warrants (33,921 shares of which are presently exercisable at \$1.34 per share and 31,579 shares of which are presently exercisable at \$2.279 per share).
- (2) Acquired pursuant to an option exercise in June 1998, consisting of: (i) a Convertible Debenture, convertible at any time, (ii) Warrants to purchase shares of common stock (8,153 shares of which are presently exercisable at \$1.34 per share and 7,590 shares of which are presently exercisable at \$2.279 per share)
- (3) Options vest quarterly, with 62,500 options vesting every quarter effective May 1, 1998.
- (4) Certain quarterly interest payments are paid in the form of convertible debentures.

- (5) Options vest 25% annually.
- (6) Transferred without consideration as part of a settlement agreement contained within a QDRO.
- (7) Transferred as gift without consideration.
- (8) Adjusted to reflect results of an anti-dilution calculation contained in the instrument.

/s/ Michael K. Reicher

July 20, 2002

**Signature of Reporting Person

Date

** 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 provided is insufficient, see Instruction 6 for procedure.