

Common Stock N/A 6,720 I 3(***)

* If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

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

FORM 4 (continued)

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

Table with 11 columns: 1. Title of Derivative Security (Instr. 3), 2. Conversion of Exercise Price of Derivative Security, 3. Transaction Date (Month/Day/Year), 4. Transaction Code V, 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5), 6. Exercisable and Expiration Date (Month/Day/Year), 7. Title and Amount of Underlying Securities (Instr. 3 and 4), 8. Price of Derivative Security (Instr. 5), 9. Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4), 10. Ownership of Derivative Security: Direct (D) or Indirect (I) (Instr. 4), 11. Nature of Beneficial Ownership (Instr. 4). Row 1: Option to Buy, N/A, Cmn.Stk., 200,000, D, (4).

Explanation of Responses:

- *** Reporting person expressly disclaims beneficial ownership of such securities.
(1) The information herein is based on a plan statement as of September 30, 2000.
(2) Includes 1,025 shares held directly by spouse; 6,000 shares held F/B/O daughter, Alston Elizabeth Howell, with spouse as Custodian; and 7,000 shares held F/B/O son, Hilton Hatchett Howell, III, with spouse as Custodian, 12,500 shares held F/B/O daughter, Anna Louise Howell, with spouse as custodian; and 12,500 shares held F/B/O, Julis Bailey Howell, with spouse as custodian.
(3) Joint by Son with Harriett J. Robinson.
(4) Options granted pursuant to the Company's 1992 Incentive Plan at option prices ranging from \$3.75 to \$3.734.

/s/

01/10/01

**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 procedures.

Alternatively, this Form is permitted to be submitted to the Commission
in electronic format at the option of the reporting person pursuant to
rule 101(b)(4) of Regulation S-T.

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