PROSPECTUS SUPPLEMENT (dated December 18, 2002) TO PROSPECTUS DATED FEBRUARY 20, 2002

The "Selling Holders" section of the Prospectus is hereby amended to add the following Selling Holders:

Selling Shareholder Principal Amount of Debentures Beneficially Owned Number of Shares of Common and That May Be Offered Hereby Stock Beneficially Owned (1)

KBC Convertible MAC28 LTD \$5,000,000 0

(1) Does not include shares of Common Stock issuable upon conversion of Debentures.