

PROSPECTUS SUPPLEMENT (DATED MARCH 8, 2002)
 TO PROSPECTUS DATED FEBRUARY 20, 2002

THE "SELLING HOLDERS" SECTION OF THE PROSPECTUS IS HEREBY AMENDED TO READ AS
 FOLLOWS:

SELLING HOLDERS

The Debentures were originally issued by the Company and resold by the initial purchasers of the Debentures in transactions exempt from the registration requirements of the Securities Act, to persons reasonably believed by the initial purchasers to be "qualified institutional buyers" (as defined in Rule 144A under the Securities Act) in compliance with Rule 144A under the Securities Act. These qualified institutional buyers, together with their transferees, pledgees, donees or successors, comprise the persons who are "Selling Holders" under this Prospectus and may from time to time offer and sell pursuant to this Prospectus any or all of the Debentures and Common Stock issued upon conversion of the Debentures.

The following table sets forth information with respect to the Selling Holders and the respective principal amounts of Debentures and shares of Common Stock beneficially owned by each Selling Holder. Such information has been obtained from the Selling Holders. Except as otherwise disclosed herein, none of the Selling Holders has, or within the past three years has had, any position, office or other material relationship with the Company or any of its predecessors or affiliates. Because the Selling Holders may offer all or some portion of the Debentures or the Common Stock issuable upon conversion thereof pursuant to this Prospectus, no estimate can be given as to the amount of the Debentures or the Common Stock issuable upon conversion thereof that will be held by the Selling Holders upon termination of any such sales. In addition, the Selling Holders identified below may have sold, transferred or otherwise disposed of all or a portion of their Debentures, since the date on which they provided the information regarding their Debentures, in transactions exempt from the registration requirements of the Securities Act.

PRINCIPAL AMOUNT OF DEBENTURES
 BENEFICIALLY OWNED NUMBER OF SHARES OF
 COMMON SELLING SHAREHOLDER AND THAT MAY
 BE OFFERED HEREBY STOCK BENEFICIALLY
 OWNED (1) -----

----- Lakeshore International LTD.....	\$24,400,000	0	Global Bermuda Limited Partnership.....	\$	6,100,000	0	BNP Paribas Equity Strategies SNC.....	\$	7,550,000
52,889 Robertson Stephens.....									
\$20,000,000	0	Oklahoma Attorneys Mutual Insurance Co....	\$	70,000	0	Marquette Indemnity and Life Insurance Co.....			
\$	140,000	0	Loyal Christian Benefit Association.....	\$	200,000	0	Lincoln Heritage Life Insurance Co.....	\$	170,000
			0	Landmark Life Insurance Co.....	\$	140,000	0	Hannover Life Reassurance Co. of America.....	
\$	1,200,000	0	Green Tee Perpetual Assurance Co.....	\$	410,000	0	Grain Dealers Mutual Insurance.....	\$	250,000
			0	Colonial Life Insurance Co. of Texas.....	\$	70,000	0	Central States Health & Life Co. of Omaha.....	
\$	500,000	0	Acacial Life Insurance Co.....	\$	350,000	0	CALAMOS Market Neutral Fund--CALAMOS Investment Trust.....		
\$	10,000,000	0	CALAMOS Convertible Growth and Income Fund--CALAMOS Investment Trust.....	\$	8,600,000		0	McMahan Securities Co. LP.....	\$
\$	6,500,000	0	HFR Master Fund Ltd.....						
\$	100,000	0	Zurich Institutional Benchmark Master Fund Ltd.....						

\$ 4,400,000 0 Zavore Income Fund
LP..... \$ 2,500,000 0

PRINCIPAL AMOUNT OF DEBENTURES
BENEFICIALLY OWNED NUMBER OF SHARES OF
COMMON SELLING SHAREHOLDER AND THAT MAY
BE OFFERED HEREBY STOCK BENEFICIALLY
OWNED (1) -----

----- Zavore Hedged Convertible
Fund LP..... \$ 5,800,000 0 San
Diego County Employee Retirement
Association.....
\$ 3,500,000 0 HFR CA Select
Fund..... \$ 600,000
0 AIG DKR Soundshore Strategic Holding
Fund
Ltd.....
\$ 4,301,000 0 AIG DKR Soundshore
Opportunity Holding Fund
Ltd..... \$
5,654,000 0 AIG Soundshore Holdings
Ltd..... \$ 5,545,000 0
Teachers Insurance and Annuity
Association.....
\$16,000,000 0 Durango Investments
LP..... \$ 5,000,000 0
MLQA/Convertible Securities Arbitrage
Ltd.....
\$20,000,000 0 First Union International
Capital Markets
Inc.....
\$20,000,000 0 Spear Leeds & Kellogg
LP..... \$ 500,000 0 AFTRA
Health Fund..... \$
900,000 0 New York Life Separate
Account #7..... \$ 750,000 0
Mainstay Convertible
Fund..... \$ 5,630,000 0
Mainstay VP Convertible
Portfolio..... \$ 1,710,000 0
Bancroft Convertible Fund
Inc..... \$ 1,750,000 0
Ellsworth Convertible Growth and Income
Fund,
Inc..... \$
1,750,000 0 American Investors Life
Insurance Co..... \$ 800,000 0 AmerUs
Life Insurance Company..... \$
2,000,000 0 IL Annuity and Insurance
Company..... \$ 2,000,000 0 Dodeca
Fund, LP..... \$
1,200,000 0 Credit Lyonnais Securities
(USA) Inc..... \$ 2,500,000 0 R 2
Investments, LDC.....
\$ 5,520,000 0 Solomon Smith Barney
Inc..... \$ 2,375,000 0 JP
Morgan Securities Inc.....
\$ 2,000,000 100 Sagamore Hill Hub Fund
Ltd..... \$12,300,000 0
Aristeia Partners,
LP..... \$ 4,000,000 0
Aristeia International
Limited..... \$13,500,000 0
Attorneys' Title Insurance Fund
Inc..... \$ 300,000 0 CA State
Automobile Assn Inter-
Assurance..... \$
1,400,000 0 RET Pension Plan of the CA
State Automobile
Association..... \$ 300,000
0 Black Diamond Capital I,
LTD..... \$ 840,000 0 Black
Diamond Convertible Offshore LDC... \$
2,998,000 0 Double Black Diamond
Offshore LDC..... \$17,430,000 0
Black Diamond Offshore
Ltd..... \$ 2,987,000 0

Victory Capital

Management..... \$ 4,250,000
 0 American Fidelity Assurance
 Company..... \$ 500,000 0 Aid
 Association for Lutherans, as successor
 to Lutheran Brotherhood..... \$
 3,000,000 0 Banc of America Securities
 LLC..... \$ 6,547,000 0 Lemanik
 SICAV Convertible Bond..... \$
 500,000 0 Worldwide Transactions
 Ltd..... \$ 745,000 0 AM
 Investment D Fund (QP), LP.....
 \$ 480,000 0 Tribeca Investments
 LLC..... \$ 2,000,000 0
 Zola Partners
 LP..... \$ 500,000
 0 Deutsche Banc Alex Brown
 Inc..... \$39,295,000 0

PRINCIPAL AMOUNT OF DEBENTURES
 BENEFICIALLY OWNED NUMBER OF SHARES OF
 COMMON SELLING SHAREHOLDER AND THAT MAY
 BE OFFERED HEREBY STOCK BENEFICIALLY
 OWNED (1) -----

----- Arkansas

PERS..... \$
 1,125,000 0 Southern Farm Bureau Life
 Insurance..... \$ 450,000 0 Starvest
 Managed Portfolio..... \$
 65,000 0 AIG/National Union Fire
 Insurance..... \$ 825,000 0
 Boilermakers Blacksmith Pension
 Trust..... \$ 1,425,000 0 State of Oregon-
 -Equity..... \$ 5,025,000 0
 Duke
 Endowment..... \$
 280,000 0 Louisiana
 CCRF..... \$
 575,000 0 Starvest Combined
 Portfolio..... \$ 875,000 0 Bay
 County PERS..... \$
 145,000 0
 FR.Convnt.Sec.Fn.....
 \$ 155,000 0 Ondeo
 Nalco..... \$
 200,000 0 DNB
 Investment..... \$
 1,000,000 0 Gaia Offshore Master Fund
 Ltd..... \$15,350,000 0 Nicholas
 Applegate Investment Grade
 Convertible.....
 \$ 25,000 0 Innovest Finanzdienstleistung
 AG..... \$ 1,020,000 0 UBS O'Connor
 LLC F/B/O UBS Global Convertible
 Portfolio..... \$ 500,000 0
 SunAmerica Style Select Series Equity
 Income Fund.....
 \$ 175,000 0 Gemini Sammelstiftung
 Zurforderung Der
 Personalursorge.....
 \$ 350,000 0 Pensionshasseccira Specialty
 Chemicals..... \$ 1,600,000 0
 Beamtenuesicherungs Vasse des Vautous
 Zurich.....
 \$ 8,800,000 0 Jefferies Umbrella Fund--
 U.S. Conv.
 Bonds.....
 \$ 400,000 0 Pensionuasseder Lonza
 AG..... \$ 350,000 0 Lyxor
 Master Fund..... \$
 1,200,000 0 HSBC Tree Zola Managed
 Trust..... \$ 800,000 0 Clinton
 Multistrategy Master Fund Ltd..... \$
 750,000 0 Clinton Riverside Convertible
 Portfolio
 Limited.....
 \$ 3,250,000 0 Blue Cross Blue Shield of

Florida..... \$ 1,000,000 0 Grace
Brothers Management LLC..... \$
1,500,000 0 SG Gowen Securities
Corp..... \$15,000,000 0
Fidelity Financial Trust: Fidelity
Convertible Securities Fund.....
\$ 9,000,000 0 Morgan Stanley &
Co..... \$10,000,000 0
Goldman Sachs and
Company..... \$ 9,990,000 0

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