

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount of Number of Shares |
| Stock Option | \$ 2.25 | | | | | (1) | 10/01/2007 | Common Stock | 100,000 |
| Stock Option | \$ 2.5 | | | | | (2) | 10/01/2007 | Common Stock | 100,000 |
| Stock Option | \$ 3 | | | | | (3) | 10/01/2007 | Common Stock | 100,000 |
| Stock Option | \$ 1.25 | | | | | (4) | 04/10/2010 | Common Stock | 75,000 |
| Stock Option | \$ 1.75 | | | | | (5) | 04/03/2011 | Common Stock | 100,000 |
| Stock Option | \$ 2.19 | | | | | (6) | 02/27/2013 | Common Stock | 100,000 |
| Stock Option | \$ 1.86 | 03/02/2006 | | A | V 100,000 | (7) | 03/02/2012 | Common Stock | 100,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|----------------|-------|
| | Director | 10% Owner | Officer | Other |
| CENTOFANTI LOUIS F | X | | Chairman & CEO | |

Signatures

/s/ Louis F.
Centofanti

04/05/2006

**Signature of
Reporting Person

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) Granted on 10/01/1997 pursuant to a three year Employment Agreement. The option is for a period of ten years and vests at the end of year one.

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- (2) Granted on 10/01/1997 pursuant to a three year Employment Agreement. The option is for a period of ten years and vests at the end of year two.
- (3) Granted on 10/01/1997 pursuant to a three year Employment Agreement. The option is for a period of ten years and vests at the end of year three.
- (4) Non-Qualified Stock Option granted under the Company's 1993 Non-Qualified Stock Option Plan on 04/10/00. The option is for a 10 year period and is fully vested.
- (5) Non-Qualified Stock Option granted under the Company's 1993 Non-Qualified Stock Option Plan on 04/03/01. The option is for a 10 year period and is fully vested.
- (6) Non-Qualified Stock Option granted under the Company's 1993 Non-Qualified Stock Option Plan on 02/27/03. The option is for a 10 year period and is fully vested.
- (7) Incentive Stock Option granted under the Company's 2004 Stock Option Plan on 03/02/06. The option is for a 6 year period and vests over a 3 year period, at 33.3% increments per year.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *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.