

Form

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black; border-top-width: 0; border-right-width: 0; border-left-width: 0; border-bottom-width: 1"> 12/26/2012**_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) Each restricted stock unit granted under the Issuer's 2011 Omnibus Incentive Plan represents a contingent right to receive one share of the Issuer's Common Stock.
- On December 21, 2012, Reporting Person was granted 49,550 restricted stock units ("RSUs") designated as "Time-Based Units," which
- (2) vest to the extent of one-third of the RSUs on each of December 1, 2013, December 1, 2014 and December 1, 2015, subject to Reporting Person's continued employment in good standing with the Issuer.

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.