



Common Stock, \$.01 par value	10/28/2005	M	12,500	A	\$ 3.9	14,800	D
Common Stock, \$.01 par value	10/28/2005	S <sup>(1)</sup>	12,500	D	\$ 8.25	2,300 <sup>(2)</sup>	D

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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(9-02)

**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 Underlying Security (Instr. 3 and 4)	8. Amount or Number of Securities
Stock Option (Right to Buy)	\$ 5.0578	10/28/2005		M	20,000	09/09/1997 04/03/2006	Common Stock, \$.01 par value	20
Non-Statutory Stock Option (Right to Buy)	\$ 3.9	10/28/2005		M	12,500	04/23/2004 04/23/2008	Common Stock, \$.01 par value	12

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GRANA JOHN J			VP Engineering - Software	

## Signatures

By:/s/John J.  
Grana

10/31/2005

\_\_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) This sale is pursuant to a 10b5-1 Sales Plan entered into by Mr. Grana on 6/26/2005.

(2) 2150 shares owned by Mr. Grana. 150 shares owned by Mr. Grana's wife, Julie E. Grana, as Custodian for Matthew Grana, their son, under the New York Uniform Transfer to Minors Act.

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.