## Edgar Filing: PROVINE WILLIAM C - Form 4

PROVINE W	ILLIAM C									
Form 4										
May 02, 2006										
FORM	4 UNITED S	STATES					NGE	COMMISSION		9PROVAL 3235-0287
Check this if no longe subject to Section 16 Form 4 or Form 5 obligations may contin <i>See</i> Instruct	Filed pur Section 17(a	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP O SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 193 Section 17(a) of the Public Utility Holding Company Act of 1935 or Sec					ge Act of 1934, f 1935 or Sectio	Expires:January 31, 2005Estimated average burden hours per response0.5		
1(b). (Print or Type Re	esponses)									
1. Name and Ad PROVINE W	ldress of Reporting   /ILLIAM C	Person <u>*</u>	Symbol	Name and			-	5. Relationship of Issuer	f Reporting Per	
			ate of Earliest Transaction onth/Day/Year) 28/2006				Director 10% Owner XOfficer (give title Other (specify below) below) VP - Investor Relations			
	(Street)	(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
HOUSTON,	TX 77056								Aore than One Re	
(City)	(State)	(Zip)	Table	I - Non-De	erivative S	ecuri	ties Ac	quired, Disposed of	f, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Data (Month/Day/Year)	Executio any			Disposed	(A) o of (D	)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	
Common Stock	04/28/2006			А	2,937 (1)	А	\$0	72,464 <u>(2)</u>	D	

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

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 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)	4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date	7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
1	Director	10% Owner	Officer	Other				
PROVINE WILLIAM C 2800 POST OAK BLVD HOUSTON, TX 77056			VP - Investor Relations					
Signatures								
/s/ William C.								

/ 5/ VY IIIIuiii C.	
Provine	05/02/2006

<u>\*\*</u>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) Reflects an award of restricted stock to the reporting person that vests in three equal annual installments beginning April 28, 2007.
- (2) Includes 2,000 shares of restricted stock granted to the reporting person in 2005. Such award vests in four equal annual installments beginning May 17, 2006. Also includes 5,588 shares held in the reporting person's 401(k) account as of March 31, 2006.

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.