

PROFIT RECOVERY GROUP INTERNATIONAL INC

Form 4

September 10, 2001

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549
 FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check this box if no longer subject to Section 16.
 Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person
 DINKINS, JAMES L.
 2300 Windy Ridge Parkway
 Suite 100, North
 Atlanta, GA 30339-8426
2. Issuer Name and Ticker or Trading Symbol
 THE PROFIT RECOVERY GROUP INTERNATIONAL, INC.
 PRGX
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Year
 August, 2001
5. If Amendment, Date of Original (Month/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 () Director () 10% Owner (X) Officer (give title below) () Other
 (specify below)
 Executive Vice President - Worldwide Sales and Marketing
7. Individual or Joint/Group Filing (Check Applicable Line)
 (X) Form filed by One Reporting Person
 () Form filed by More than One Reporting Person

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security	2. Transaction Date	3. Code	4. Securities Acquired (A) or Disposed of (D)			5. Amount of Securities Beneficially Owned at End of Month
			Amount	A/D	Price	
Common Stock	8-16-01	M	67,500	A	\$6.56	
Common Stock	8-16-01	S	10,000	D	\$12.00	
Common Stock	8-16-01	S	10,000	D	\$12.10	
Common Stock	8-16-01	S	10,000	D	\$12.15	
Common Stock	8-16-01	S	20,000	D	\$12.25	
Common Stock	8-16-01	S	17,500	D	\$12.16	15,175

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Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	4. Transaction Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D)	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities	8. Put or Call
Stock Option	\$6.56	8-16-01	M	67,500	D (1) 3-26-06	Common Stock	67,500

Explanation of Responses:

(1) Options vested fifty percent on 3-26-01; remainder vests ratably on first and second anniversaries of 3-26-01.

SIGNATURE OF REPORTING PERSON

/s/ James L. Dinkins by Donald E. Ellis, Jr.

James L. Dinkins by Donald E. Ellis, Jr.

DATE

September 7, 2001

CONFIRMING STATEMENT

This Statement confirms that the undersigned has authorized and designated the Secretary of Horizon Telcom, Inc. to execute and file on the undersigned's behalf all Forms 3, 4 and 5 (including any amendments thereto) that the undersigned may be required to file with the U.S. Securities and Exchange Commission as a result of the undersigned's ownership of or transactions in securities of Horizon Telcom, Inc. The authority of the Secretary of Horizon Telcom, Inc. under this Statement shall continue until the undersigned is no longer required to file Forms 3, 4 and 5 with regard to the undersigned's ownership of or transactions in securities of Horizon Telcom, Inc., unless earlier revoked in writing. The undersigned acknowledges that the Secretary of Horizon Telcom, Inc. is not assuming any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

Dated as of April 10, 2001

/s/ James L. Dinkins

James L. Dinkins

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