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COLLOREDO MANSFELD FERDINAND

Form 4 April 24, 2003

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response...0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

Filed By Romeo and Dye's Section 16 Filer www.section16.net

1. Name and Add Colloredo-Mans			ne and Ticl ompany - I		Pe	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) 141 Spring Stree	of Reporting Person,					tatement for nth/Day/Year 23/03	10	X Director 10% Owner Officer (give title below) Other (specify below)			
Lexington, MA	(Street) 02421						Date	Amendment, e of Original onth/Day/Year)	(C <u>X</u> Pe	theck Applicat Form filed by erson	One Reporting More than One
(City)	(State) (Zip)	T	able	I Non-D	erivati	ve Seci	irities Acquired,	Dispose	d of, or Benef	icially Owned
1. Title of Security (Instr. 3)	action Date	2A. Deemed Execution Date, if any	3. Transaction C (Instr. 8	Code	4. Securitie (A) or Disp (Instr. 3, 4 Amount	osed o		5. Amount of Securities Beneficially Owned Follow-		6. Owner- ship Form: Direct (D) or Indirect (I	7. Nature of Indirect Beneficial Ownership
	Year)	(Month/Day/ Year)		,		or (D)	11100	ing Reported Transactions(s) (Instr. 3 & 4)		(Instr. 4)	(Instr. 4)
Common Stock	04/23/03		A		2,100	A			13,390	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

FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2. Conver-	3.	3A.	4.	5.	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Nature
Derivative s	sion or	Trans-	Deemed	Trans-	Number	and Expiration	Amount of	Derivative	Derivative	Owner-	of Indirect
Security I	Exercise	action	Execution	action	of	Date	Underlying	Security	Securities	ship	Beneficial
l l	Price of	Date	Date,	Code	Derivati	(NeIonth/Day/	Securities	(Instr. 5)	Beneficially	Form	Ownership
(Instr. 3)	Derivative		if any		Securition	X ear)	(Instr. 3 & 4)		Owned	of Deriv-	(Instr. 4)
	Security	(Month/	(Month/	(Instr.	Acquire	d			Following	ative	
		-		8)	(A) or				Reported	Security:	
		Year)	Year)		Dispose	d			Transaction(s)	Direct	

^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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			þ	of (I))					(Instr. 4)	(D)	
											or	
			(Inst	tr.						Indirect	
			-	3, 4	&						(I)	
			4	5)							(Instr. 4)	
		Code	V ((A)	(D)	Date	Expira-	Title	Amount			
						Exer-cisable	tion		or			
							Date		Number			
									of			
									Shares			

Explanation of Responses:

By: /s/ John W. Kapples
John W. Kapples, Attorney-in-Fact
**Signature of Reporting Person

4/24/03 Date

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.

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 Number.

POWER OF ATTORNEY

For Executing Forms 3, 4 and 5 and Form 144

Know all by these presents, that the undersigned hereby constitutes and appoints each of Neal E.

- (1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer of
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary of
- (3) take any other action of any type whatsoever in connection with the foregoing which, in the connection with the foregoing which, in the

The undersigned hereby grants to each attorney-in-fact full power and authority to do and perform

This Power of Attorney shall remain in full force and effect until the undersigned is no longer r

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IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 2

/s/ Ferdinand Colloredo-Mansfeld

Signature

Ferdinand Colloredo-Mansfeld

Typed Name