FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washi

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

ngton D.C. 20E40	
ngton, D.C. 20549	OMB APPROVAL

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Last) (First) (Middle) 450 PARK AVENUE 6TH FLOOR (Street) (Street) (Street) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) (Month/Day/Year) (Baylog / Baylog / Bayl	22 08/08/2008 4. If Amendment, Date of Original Filed (Month/Day/Year) X Form filed by One Reporting Person Form filed by More than One Reporting Person
4. If Amendment, Date of Original Filed (Month/Day/Year) (Street) NEW YORK NY 10022 Form filed Person	Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person Person
(City) (State) (Zip)	
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned	
1. Title of Security (Instr. 3) 2. Transaction Date Execution Date, (Month/Day/Year) 1. Title of Security (Instr. 3) 2. Transaction Date Execution Date, (Month/Day/Year) 2. Transaction Disposed Of (D) (Instr. 3, 4 and Code (Instr. 5) 3. Transaction Disposed Of (D) (Instr. 3, 4 and Code (Instr. 5) 3. Transaction Disposed Of (D) (Instr. 3, 4 and Code (Instr. 5) 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and Code (Instr. 5) 5. Amount of Code (Instr. 5)	2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, (Month/Day/Year) 6. Ownership Code (Instr. 8) 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 5. Amount of Securities Beneficially Owned Following (D) or Indirect Beneficial Ownership Code (Instr. 8) 7. Nature Of Indirect Beneficially Owned Following (D) or Indirect Beneficial Ownership Code (Instr. 4) 7. Nature Of Indirect Beneficial (D) or Indirect Beneficial (D) ownership Code (Instr. 4) 7. Nature Of Indirect Beneficial (D) or Indirect Beneficial (D) ownership Code (Instr. 4) 7. Nature Of Indirect Beneficial (D) or Indirect Beneficial (D) ownership Code (Instr. 4) 7. Nature Of Indirect Beneficial (D) or Indirect Beneficial (D) ownership Code (Instr. 4) 7. Nature Of Indirect Beneficial (D) or Indirect Beneficial (D) or Indirect Beneficial (D) ownership Code (Instr. 4) 7. Nature Of Indirect Beneficial (D) or Indirect Beneficial (D) ownership Code (Instr. 4) 7. Nature Of Indirect Beneficial (D) ownership Code (Instr. 4) 7. Nature Of Indirect Beneficial (D) ownership Code (Instr. 4) 7. Nature Of Indirect Beneficial (D) ownership Code (Instr. 4) 7. Nature Of Indirect Beneficial (D) ownership Code (Instr. 4) 7. Nature Of Indirect Beneficial (D) ownership Code (Instr. 4) 7. Nature Of Indirect Beneficial (D) ownership Code (Instr. 4) 7. Nature Of Indirect Beneficial (D) ownership Code (Instr. 4) 7. Nature Of Indirect Beneficial (D) ownership Code (Instr. 4) 7. Nature Of Indirect Beneficial (D) ownership Code (Instr. 4) 7. Nature Of Indirect Beneficial (D) ownership Code (Instr. 4) 7. Nature Of Indirect Beneficial (D) ownership Code (Instr. 4) 7. Nature Of Indirect Beneficial (D) ownership Code (Instr. 4) 7. Nature Of Indirect Beneficial (D) ownership Code (Instr. 4) 7. Nature Of Indirect Beneficial (D) ownership Code (Instr. 4) 7. Nature Of Indirect Beneficial (D) ownership Code (Instr. 4) 7. Nature Of Indirect Beneficial (D) ownership Code (Instr. 4) 7. Nature Of Indirect Benefic
Code V Amount (A) or Price Transaction	Code V Amount (A) or Price Transaction(s)
Common Stock ⁽¹⁾ 08/08/2008 A 2,301 A \$0 7,650.9	08/08/2008 A 2,301 A \$0 7,650.903 D
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)	
Derivative Security (Instr. 3) Price of Derivative Security Securities Acquired (A) or Disposed of (D) Security (Instr. 3) Security (Instr. 5) Security (Ins	ransaction Code (Instr. 8) Transaction Code (Instr. 8) Transaction Code (Instr. 8) Expiration Date (Month/Day/Year) Securities Oberivative Security (Instr. 3 and 4) Amount of Securities Underlying Derivative Security (Instr. 3) Amount of Securities Underlying Derivative Security (Instr. 3) Amount of Securities Underlying Derivative Security (Instr. 4) Amount of Securities Underlying Derivative Security (Instr. 5) Amount of Securities Underlying Derivative Security (Instr. 4) Amount of Securities Underlying Derivative Security (Instr. 5) Amount of Securities Underlying Derivative Security (Instr. 5) Amount of Securities Underlying Derivative

Explanation of Responses:

1. These shares were granted as restricted stock units and vest on September 8, 2009. Such vesting is subject to acceleration or cancellation upon the occurence of certain events.

Karen J. Yodis, by Power of **Attorney**

08/12/2008

** Signature of Reporting Person Date

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

- * 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).

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.