FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, | D.C. | 20549 |
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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). |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| | OMB APPROVAL | | | | | | | | | |
|---------------------|--------------------------|-----|--|--|--|--|--|--|--|--|
| OMB Number: 3235-02 | | | | | | | | | | |
| | Estimated average burden | | | | | | | | | |
| | hours per response: | 0.5 | | | | | | | | |

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

| 1. Name and Address of Reporting Person* | | | | | | | | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | | | |
|--|---|--|------------------------------|---|---|--|--------|------------------------------------|----------------------------------|------------------------|-----------|---------|-------------------------------|---|---|---|--|---|--|-----------------------------|--|--|
| NELSON RONALD L | | | | - | | | | | | | | | | | X Dire | ector | | | 10% Owner | | | |
| (Last) | (Fi | rst) (I | Middle) | | Date of Earliest Transaction (Month/Day/Year) | | | | | | | | | X Office below | er (give w) | title | itle Other (below) | | (specify | | | |
| 6 SYLVA | N WAY | | | | 11/08/2007 | | | | | | | | | | Cha | riman aı | nd CE | O | | | | |
| | | | 4 | l. If <i>A</i> | Amendr | ment, | Date c | of Or | riginal | File | ed (Month | /Day/Ye | ear) | 6 | 6. Individual or Joint/Group Filing (Check Applicable | | | | | | | |
| (Street) PARSIPPANY NJ 07054 | | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | L | Line) X Form filed by One Reporting Person | | | | | | | | |
| | | | - | | | | | | | | | | | | Form filed by More than One Reporting | | | | | | | |
| (City) | (St | ate) (2 | Zip) | | | | | | | | | | | | | Person | | | | | | |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | | | | | | | |
| 1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Yea | | | ar) | 2A. Deemed Execution Date, if any (Month/Day/Year) | | 3. Transaction Code (Inst | | | | | | | | 5. Amount of Securities Beneficially Owned Following | | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | 7. Nature of Indirect Beneficial Ownership (Instr. | | | | |
| | | | | | | | | Cod | le | v | Am | ount | (A) or (D) | Pric | ce | Reported Transaction (Instr. 3 and | | | | 4) | | |
| Common Stock 11/08. | | | 11/08/2007 | 7 | | | | P | | | 6 | 1,000 | A | \$1 | 6.3874 | 88,470(1) | | D | | | | |
| Common Stock | | | | | | | | | | | | | | | | 9,030 | (1) | I | | Defe Com Plan (Def | pensation | |
| Common Stock | | | | | | | | | | | | | | 9,037(1) | | I | | Held by NQ Deferred Compensation Plan | | | | |
| 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) | ate Execution Date, Transact | | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | tive ties red sed 3, 4 | Expiration Date (Month/Day/Year) | | | | Am Sec Un Der Sec | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | Cod | Code V (A) (I | | (D) | Date Exercisal | | Expiration ble Date | | on Titl | | or Number of Shares | | | | | | | | |

Explanation of Responses:

1. Adjusted to reflect one-for-ten reverse stock split completed in September 2006.

Remarks:

Jean M. Sera, by Power of Attorney for Ronald L. Nelson

11/08/2007

** Signature of Reporting Person

Date

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

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.

^{*} 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).