



**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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned at End of Year (Instr. 4)	10. Ownership of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
				<b>Stock Option (052802dir) (right to buy)</b>	<b>\$5.26</b>	<b>05/28/2002</b>	<b>A</b>	<b>5,000.00</b>					
<b>Non-Qualified Stock Option (right to buy)</b>	<b>\$4.00</b>					<b>(1)</b>	<b>08/31/2003</b>	<b>Common Stock</b>	<b>15,000.00</b>		<b>15,000.00</b>	<b>D</b>	
<b>Non-Qualified Stock Option (right to buy)</b>	<b>\$4.00</b>					<b>05/15/2000</b>	<b>10/31/2004</b>	<b>Common Stock</b>	<b>6,000.00</b>		<b>6,000.00</b>	<b>D</b>	

Explanation of Responses:

**See attached statement**

/s/Cliff E. Spencer

12/13/2002

\_\_\_\_\_  
\*\* Signature of Reporting Person

\_\_\_\_\_  
Date

**Cliff E. Spencer, Attorney-in-Fact for  
William J. Rush**

\*\* 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 provided 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.

Rush, William J.

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Portland, OR 97220-0000

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Explanation of responses:

- (1) Option vests 5,000 shares on 9/14/99; 5,000 shares on 9/14/00; and 5,000 shares on 9/14/01.