

Edgar Filing: CAPE EDWARD G - Form 3

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price Derivative Security	5. Ownership Percentage Derivative Direct (D) Indirect (I) (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to Purchase Common Stock	(1)	1/24/05	Common Stock	100,000
				\$1.57
				D

Explanation of Responses:

(1) 50,000 vested on January 24, 2002 and 50,000 shall vest on July 1, 2002.

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

/s/ EDWARD G.

 EDWARD G. CAP

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