SEC Form 4

FORM 4

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

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL 3235-0287 OMB Number: Estimated average burden hours per response 0.5

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1. Name and Address of Reporting Person* ALMEIDA RICHARD J					r Name and Ticker CORP /DE/		vmbol		tionship of Reportin all applicable) Director	suer Dwner				
(Last) P.O. BOX 6610	(First) 00-HDQLD	(Middle)		3. Date (12/31/2	of Earliest Transac 2009	tion (Month/D	ay/Year)		Officer (give title below)	Other below)	(specify)			
				4. If Amendment, Date of Original Filed (Month/Day/Year)					6. Individual or Joint/Group Filing (Check Applicable					
(Street)								Line)	Form filed by One	e Reporting Pers	on			
CHICAGO	IL	60666							Form filed by Mon Person					
(City)	(State)	(Zip)												
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned														
Date			2. Transacti Date (Month/Day		2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5)	and	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			

(A) or (D) Transaction(s) Code V Amount Price (Instr. 3 and 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

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

	(3 , p,,,,,														
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Share Units	(1)	12/31/2009		Α		929.15 ⁽²⁾		(3)	(3)	Common Stock	929.15	\$0 ⁽⁴⁾	14,487.8	D	

Explanation of Responses:

1. Each share unit represents the economic equivalent of one share of common stock. At time of distribution, Reporting Person will receive a cash payment equal to the number of share units multiplied by the average of the high and the low sale prices of a share of the Company's common stock on the date of distribution.

2. Additional share units accrue when and as dividends are paid on the Company's common stock. The number of share units accrued will be equal to the dollar amount of dividends that would be payable if the share units were actual shares of common stock, divided by the average of the high and low sale prices of a share of the Company's common stock on the date dividends are paid.

3. Delivery of a cash payment in settlement of the share units will be made in January of the year following the calendar year in which Reporting Person ceases to be a director of the Company.

4. Reporting Person elected to defer \$12,000 of retainer and meeting fees for the fourth quarter 2009 in exchange for share units. The number of share units was determined by dividing \$12,000 by \$12.915, the average of the high and low sale prices of a share of the Company's common stock on December 31, 2009.

/s/ Lydia J. Mathas for Richard

01/05/2010

Date

** Signature of Reporting Person

J. Almeida

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.