| SEC Fo | orm 4 |
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## FORM 4

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## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

| Section 16. Fo                      | orm 4 or Form 5<br>ay continue. See               |               |                   | 0  |                   |  |   | 11   | imated average burc          | 11                       |  |  |
|-------------------------------------|---|---------------|-------------------|--|-------------------|--|---|--|------------------------------|--------------------------|--|--|
|                                     |   |               |                   | nt to Section 16(a) o<br>ction 30(h) of the In                   |                   |  | irs per response:   | 0.5  |                              |                          |  |  |
| 1. Name and Add                     | ress of Reporting P<br>EPH J                      | erson*        |                   | er Name <b>and</b> Ticker<br>I <mark>lex Building I</mark>       |                   |  |   | ationship of Report<br>k all applicable)<br>Director | 10% (                        | Dwner                    |  |  |
| (Last)<br>1900 WEST L<br>SUITE 1500 | (First) (Middle)<br>ST LOOP SOUTH                 |               | 3. Date<br>05/29/ | of Earliest Transac<br>2008                                      | tion (Month/D     | ay/Year)   |   | Officer (give title<br>below)                        | e Other<br>below             | (specify<br>)            |  |  |
| SUITE 1500                          |   |               |                   | endment, Date of C   | Driginal Filed (  | (Month/Day/Year)   | 6. Individual or Joint/Group Filing (Check Applicable Line) |  |                              |                          |  |  |
| (Street)<br>HOUSTON                 | TX  | 77027         |                   | X Form filed by One Reporting Form filed by More than One Person |                   |  |   |  |                              |                          |  |  |
| (City)                              | (State)   | (Zip)         |                   |  |                   |  |   |  |                              |                          |  |  |
|                                     |   | Table I - Noi | n-Derivative S    | ecurities Acq  | uired, Disp       | oosed of, or Benefi  | cially  | Owned  |                              |                          |  |  |
| 1. Title of Securi                  | 1. Title of Security (Instr. 3) 2. Transa<br>Date |               |                   | 2A. Deemed<br>Execution Date,                                    | 3.<br>Transaction | 4. Securities Acquired (A)<br>Disposed Of (D) (Instr. 3, 4 |   | 5. Amount of<br>Securities                           | 6. Ownership<br>Form: Direct | 7. Nature of<br>Indirect |  |  |

| Code V Amount (A) or<br>(D) Price Transaction(s)<br>(Instr. 3 and 4) (Instr. 4) | <br>(Month/Day/Year) | Code (Instr. |   |        |               |       | Beneficially   | Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
|---|----------------------|--------------|---|--------|---------------|-------|----------------|---|--|
|   |                      | Code         | v | Amount | (A) or<br>(D) | Price | Transaction(s) | (1130.4)  |  |

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | Derivative I |     | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount<br>of Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |                                     | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|------------------------------|---|--------------|-----|--|--------------------|---|-------------------------------------|---|--|--|--|
|   |   |  |   | Code                         | v | (A)          | (D) | Date<br>Exercisable  | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of Shares |   | Transaction(s)<br>(Instr. 4)   |  |  |
| Phantom<br>Stock<br>Units <sup>(1)</sup>            | \$0 <sup>(2)</sup>  | 05/29/2008                                 |   | А                            |   | 194.118      |     | (3)  | (3)                | Common<br>Stock   | 194.118                             | \$17  | 54,766.058   | D  |  |
| Phantom<br>Stock<br>Units <sup>(4)</sup>            | \$0 <sup>(2)</sup>  | 05/29/2008                                 |   | A                            |   | 970.588      |     | (3)  | (3)                | Common<br>Stock   | 970.588                             | \$17  | 55,736.646   | D  |  |
| Stock<br>Options<br>(Right to<br>buy)               | \$15.02   |  |   |                              |   |              |     | 04/23/2008   | 04/23/2018         | Common<br>Stock   | 10,000                              |   | 10,000   | D  |  |

Explanation of Responses:

1. Units that are credited to the participant's account under the Deferred Compensation Plan as a result of the company's 20% matching award of the participant's deferral of income or fees, as the case may be. 2. Conversion price is 1-for-1.

3. Units credited under the Deferred Compensation Plan are 100% vested unless they are a result of the company's 20% matching award which vest 3 years from the date of deferral. Distributions under the Deferred Compensation Plan are made beginning on a specified date selected by the participant or upon a participant's death, disability, or termination of employment.

4. Units that are credited to the participant's account under the Deferred Compensation Plan as a result of the participant's deferral of income or fees, as the case may be.

John J. Mannion, Power of

<u>Attorney</u>

06/02/2008

\*\* Signature of Reporting Person

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.

Date

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