

March 12, 1998, attached hereto, the Company may redeem the Notes in whole only on March 27, 2003 (the "Optional Redemption Date"), upon notice given not more than 60 nor less than 30 days prior to the Optional Redemption Date, at a Redemption Price equal to the Principal Amount at stated maturity of the Notes multiplied by 35.265%.

INTEREST AND ORIGINAL ISSUE DISCOUNT

The Notes pay no interest and have been issued at a price that is a discount from the principal amount. Accrued Original Issue Discount will be paid upon maturity or upon the occurrence of an Event of Default, as described below. Notwithstanding any other provision contained in the Notes offered hereby, if an Event of Default (as defined in the 1993 Indenture) with respect to the Notes shall occur and be continuing and the principal of all the Notes is declared due and payable in the manner and with the effect provided in the Indenture, "principal" with respect to the Notes in determining any amount then declared due and payable shall mean the Issue Price of this Note plus Original Issue Discount accrued at 7% per annum from the Original Issue Date to the date of acceleration (calculated on a semi-annual bond equivalent basis using a 360-day year composed of twelve 30-day months). Issue Price shall equal \$250 per \$1,000 principal amount at stated maturity of the Notes and Original Issue Discount shall equal \$750 per \$1,000 principal amount at stated maturity of the Notes.

The following table shows the Issue Price of the Notes plus the amount of accrued Original Issue Discount per \$1,000 principal amount of the Notes through December 31, or May 21 in the case of the year 2018, of each of the year indicated below (calculated on a semi-annual bond equivalent basis using a 360-day year composed of twelve 30-day months). The table below assumes that the Company does not redeem the Notes on the Optional Redemption Date.

1998	\$263.42	2009	\$ 561.48
1999	\$282.18	2010	\$ 601.47
2000	\$302.28	2011	\$ 644.31
2001	\$323.81	2012	\$ 690.20
2002	\$346.87	2013	\$ 739.36
2003	\$371.58	2014	\$ 792.02
2004	\$398.04	2015	\$ 848.43
2005	\$426.39	2016	\$ 908.86
2006	\$456.76	2017	\$ 973.50
2007	\$489.30	2018	\$1,000.00
2008	\$524.15		

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ADDITIONAL RISK FACTORS

In addition to the risks described in "Risk Factors" in the accompanying Prospectus Supplement dated March 12, 1998, an investor should consider that the prices at which zero-coupon instruments, such as the Notes, trade in the secondary market tend to fluctuate more in relation to general changes in interest rates than do such prices for conventional interest-bearing securities with comparable maturities. Generally, the longer the remaining term of such instruments, the greater the price volatility as compared with that for conventional interest-bearing securities with comparable maturities.

The ability of the Company to redeem the Notes prior to their stated maturity might adversely affect the market value of the Notes relative to the market value of comparable zero-coupon debt securities of the Company without an early redemption provision. In particular, as the Optional Redemption Date approaches, the market value of the Notes generally will not exceed the Redemption Price. Since the Company may be expected to redeem the Notes when prevailing interest rates are relatively low, an investor might not be able to reinvest the redemption proceeds at an effective interest rate as high as the interest yield realized on the Notes implicit in the accrual of the Original Issue Discount. Prospective investors must be able to bear the occurrence of redemption and the related risks pertaining to an investment in the Notes.

CERTAIN UNITED STATES FEDERAL INCOME TAX CONSIDERATIONS

Although the Notes do not provide for current payments of interest, beneficial owners of the Notes will be required to include original issue discount into income over the term of the Notes. See "Certain United States Federal Income Tax Considerations" in the accompanying Prospectus Supplement dated March 12, 1998 for a discussion of the tax consequences of investing in the Notes.

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