FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

	OMB APPROVAL
- 1	

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

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

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

1. Name and Address of Reporting Person* BROWN ERIC B								and Tick					5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner						
(Last) (First) (Middle) 4 GREENWAY PLAZA						3. Date of Earliest Transaction (Month/Day/Year) 06/09/2005								X Officer (give title below) Other (specify below) Sr. VP, Gen Counsel & Corp Sec					
(Street) HOUSTON TX 77046					4.1	4. If Amendment, Date of Original Filed (Month/Day/Year) 6. In Line)									´				
(City)																			
Table I - Non-Deriva 1. Title of Security (Instr. 3) 2. Transac Date (Month/Da					action	ar) if	2A. Deemed Execution Date,		3. 4. Secu Transaction Dispos Code (Instr. 5)			f, or Be es Acquire Of (D) (Inst	d (A) or	5. Amoun Securities Beneficia	5. Amount of Securities Beneficially Owned Following		Direct I	7. Nature of Indirect Beneficial Ownership	
									Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)				Instr. 4)	
Ordinary Shares				06/09/2005			5		M ⁽¹⁾		4,723	A	\$21.2	2 12,3	12,318		D		
Ordinary Shares				06/09/2005			05		S ⁽¹⁾		4,723	D	\$52	7,5	7,595		D		
Ordinary Shares 06/0					9/2005	5			M ⁽¹⁾		10,485	A	\$21.2	2 18,0	18,080		D		
Ordinary Shares 06/09				9/2005	/2005			S ⁽¹⁾		10,485	D	\$52	7,595			D			
Ordinary Shares 06/10)/2005	5			M ⁽¹⁾		23,333	A	\$28.8	30,928		D				
Ordinary Shres 06/10/)/2005	2005			S ⁽¹⁾		23,333	D	\$53.8	7,595			D			
Ordinary Shares														1,699			I :	By Issuer Employee Stock Purchase Plan	
		٦									osed of, convertib			Owned		,			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deeme Execution if any (Month/Da	Date,	Code (Inst		5. Number on of		Expiratio	5. Date Exercisal Expiration Date Month/Day/Year		e Amount of		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
						v	(A)	(D)	Date Exercisal		Expiration Date	Title	Amount or Number of Shares						
Stock Options	\$21.2	06/09/2005			M ⁽¹⁾		4,723 (2) 07/10/2013 Ordinary Shares 4,723 \$		\$0	9,447		D							
Stock Options	\$21.2	06/09/2005		ı				10,485	(3)		07/10/2013	Ordinary Shares	10,485	\$0	20,972		D		

Explanation of Responses:

\$28.8

1. The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 31, 2005.

 $M^{(1)}$

- 2. Grant of 14,170 options vest as follows: 4,723 on January 1, 2005; 4,723 on January 1, 2006 and 4,724 on January 1, 2007.
- 3. Grant of 31,457 options vest as follows: 10,485 on April 11, 2005; 10,486 on January 1, 2006 and 10,486 on January 1, 2007.
- 4. Grant of 35,000 options vest as follows: 11,666 on July 10, 2003, 11,667 on July 10, 2004 and 11,667 on July 10, 2005.

Remarks:

Stock

William E. Turcotte by Power of Attorney

23,333

\$0

06/13/2005

11,667

** Signature of Reporting Person

Ordinary

07/10/2005

Date

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).

06/10/2005

** 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.

23,333

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