STATEDMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *

PEIROS LARRY

(Street)

1221 BROADWAY

(OAKLAND, CA 94612-1888)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director

____ 10% Owner

__ X __ Officer (give title below)

_____ Other (specify below)

Executive VP-COO North America

3. Date of Earliest Transaction (MM/DD/YYYY)

8/18/2010

6. Individual or Joint/Group Filing (Check Applicable Line)

_ X_ Form filed by One Reporting Person

___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)

Common Stock

2. Trans. Date

8/18/2010

3. Trans. Code (Instr. 8)

A

4. Securities Acquired (A) or Disposed of (D) (Instr. 3 and 4)

1188

5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)

A

6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)

D

7. Nature of Indirect Beneficial Ownership (Instr. 4)

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

1. Title of Derivative Security (Instr. 3)

2. Conversion or Exercise Price of Derivative Security

3. Trans. Date

4. Trans. Code (Instr. 8)

5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3 and 4)

6. Date Exercisable and Expiration Date

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 Transaction(s) (Instr. 4)

10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)

11. Nature of Indirect Beneficial Ownership (Instr. 4)

Explanation of Responses:

( 1) Settlement of 2007 Performance Unit Grant, which vested 8/18/10.

( 2) Withholding of stock to pay tax liability under the Company's Stock Withholding Arrangement.

Reporting Owners

PEIROS LARRY

1221 BROADWAY

OAKLAND, CA 94612-1888

Executive VP-COO North America

Signatures

By Angela Hilt, Attorney-in-Fact for

8/20/2010
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).


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 control number.