

Notes to Consolidated Financial Statements

(in thousands, except share and per share data)

ject to the operating results of its controlled foreign corporations during 2005, the Company will be eligible to repatriate some amount between \$0 and \$500 million. Due to the complexities of domestic and foreign tax law and the lack of clarity surrounding the Act, the Company cannot reasonably estimate the tax liability if it elects to repatriate any accumulated foreign earnings. The Company expects to finalize its assessment in 2005 after further guidance is published. The funds may only be repatriated in 2005.

8. Employee Stock-Based Compensation Plans

The Key Employees Stock Option Plan provides for the grant of up to 8,385,000 stock options (each option exercisable into one (1) share of the Company's Class A common stock) to eligible employees. Options granted under this plan may not be granted at an exercise price less than fair market value of the underlying shares on the date of grant. These options have a life of ten years, vest proportionally over four years and have an exercise price equal to the fair market value of the common stock on the grant date.

The Non-Employee Directors' Stock Option Plan provides for the grant of up to 858,000 stock options (each option exercisable into one (1) share of the Company's Class A common stock) to eligible directors. Options granted under this plan may not be granted at an exercise price less than fair market value of the underlying shares on the date of grant. These options have a life of ten years, vest proportionally over two years and have an exercise price equal to the fair market value of the common stock on the grant date.

The 1999 Incentive Compensation Plan provides for the grant of up to 36,000,000 stock options (each option exercisable into one (1) share of the Company's Class A common stock) to eligible employees, non-employee Directors and independent contractors. Options granted under this plan may not be granted at an exercise price less than fair market value of the underlying shares on the date of grant. All options have a life of ten years, vest proportionally over four years, unless specified otherwise, and have an exercise price equal to the fair market value of the common stock on the date of grant.

On May 26, 2004, the Company adopted the 2004 Employee Stock Purchase Plan (the "Purchase Plan") that provides for the issuance of up to 3,000,000 shares of Class A common stock to eligible employees. The Purchase Plan provides for eligible employees to designate, in advance of specified purchase periods, a percentage of compensation to be withheld from their pay and applied towards the purchase of such number of whole shares of Class A common stock as can be purchased at a price of 90% of the lesser of (a) the fair market value of a share of Class A common stock on the first date of the purchase period; or (b) the fair market value of a share of Class A common stock on the last date of the purchase period. No employee can purchase more than \$25 worth of stock annually, and no stock can be purchased by any person which would result in the purchaser owning more than five percent or more of the total combined voting power or value of all classes of stock of the Company.

During the year ended December 31, 2004, approximately 240,288 shares of Class A common stock were purchased by employees under the Purchase Plan. At December 31, 2004, there were approximately 2,759,712 shares available for future issuance under the Purchase Plan.

A summary of the Company's stock option activity, and related information is as follows as of December 31, 2004, 2003 and 2002:

	2004	2004	2003	2003	2002	2002
	Shares	Weighted Average Exercise Price	Shares	Weighted Average Exercise Price	Shares	Weighted Average Exercise Price
Outstanding at beginning of year	24,943,330	\$ 7.40	22,857,306	\$ 4.84	25,833,246	\$ 4.02
Granted	3,262,196	\$25.47	8,940,600	\$11.49	4,155,000	\$ 7.54
Exercised	(5,261,972)	\$ 5.91	(5,957,976)	\$ 3.68	(6,225,540)	\$ 3.04
Cancelled	(3,186,250)	\$ 9.93	(895,100)	\$ 7.70	(888,000)	\$ 6.07
Expired	(6,400)	\$ 9.12	(1,500)	\$ 6.78	(17,400)	\$ 7.22
Outstanding - end of year	19,750,904	\$10.36	24,943,330	\$ 7.40	22,857,306	\$ 4.84
Exercisable - end of year	9,195,954	\$ 5.79	8,003,580	\$ 4.37	7,287,468	\$ 3.42

At December 31, 2004, 2,261,990 options (each option exercisable into one (1) share of the Company's Class A common stock) were available for future issuance under the Company's option plans.

The following summarizes information about the Company's stock options outstanding and exercisable by price range at December 31, 2004:

Range of Exercise Price	Options Outstanding			Options Exercisable	
	Number Outstanding	Weighted Average Remaining Contractual Life in Years	Weighted Average Exercise Price	Options	Weighted Average Exercise Price
\$0.32 - \$0.32	396,565	2.6 Years	\$ 0.32	396,565	\$ 0.32
\$0.83 - \$0.83	53,900	3.5 Years	\$ 0.83	53,900	\$ 0.83
\$1.34 - \$1.96	107,100	4.5 Years	\$ 1.94	107,100	\$ 1.94
\$2.04 - \$2.55	944,380	4.4 Years	\$ 2.10	944,380	\$ 2.10
\$3.46 - \$5.16	3,695,176	4.3 Years	\$ 4.69	2,652,826	\$ 4.69
\$5.25 - \$7.58	3,848,983	6.2 Years	\$ 5.84	3,033,433	\$ 5.75
\$8.13 - \$11.63	6,347,102	7.9 Years	\$ 9.59	1,744,452	\$ 9.27
\$12.54 - \$18.25	910,700	8.7 Years	\$ 16.41	168,950	\$ 16.26
\$20.00 - \$26.95	2,801,198	9.3 Years	\$ 22.76	94,348	\$ 21.56
\$30.79 - \$39.71	645,800	9.9 Years	\$ 35.56	--	\$ --
Total	19,750,904	6.9 Years	\$ 10.36	9,195,954	\$ 5.79

Compensation cost recognized by the Company under APB No. 25 was \$0, \$488 and \$0 for 2004, 2003 and 2002, respectively.