FORM 4

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

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

	dress of Reporting FRED P JR	Person <sup>*</sup>			suer Name <b>and</b> Tick I INVESTME						(Che	elationship of Reporeck all applicable)  Control  Control	.,	o Issuer 6 Owner		
(Last) (First) (Middle) ONE FREEDOM VALLEY DRIVE					ate of Earliest Trans 09/2004	saction (	(Monti	n/Day/Year)	X Officer (give title Other (specify below) below)  Chairman and Chief Executive							
(Street) OAKS PA 19456					4. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Appli Line)  X Form filed by One Reporting Person Form filed by More than One Reportin											
(City)	(State)	(Zip)							Person							
		Table I - N			Securities Ac	_	d, Di	1				_	<u> </u>			
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/		2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Disposed Of 5)	f (D) (Instr	Acquired (A) or (D) (Instr. 3, 4 and		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
							v	Amount	(A) or (D) Price		!	Transaction(s) (Instr. 3 and 4)				
Common Stoc	ck											11,367,528	D			
Common Stoc	ck								_			24,000	I	By Wife		
Common Stoc	ck											4,537,500(1)	I	By AP West Associates, L.P.		
Common Stoc	ck											246,298 <sup>(2)</sup>	I	By 1980 Minority Trust - Alfred P. West, III		
Common Stoc	ck											74,438 <sup>(2)</sup>	I	By 1980 Minority Trust - Andrew Palmer West		
Common Stoc	:k		11/09/20	004		S		1,000	D	\$38	.35	99,338(2)	I	By 1980 Minority Trust - Angela Paige West		
Common Stoc	:k		11/09/20	004		S		3,000	D	\$38	.36	96,338(2)	I	By 1980 Minority Trust - Angela Paige West		
Common Stoc	:k		11/09/20	004		S		4,000	D	\$38	.38	92,338 <sup>(2)</sup>	I	By 1980 Minority Trust - Angela Paige West		
Common Stoc			11/09/20	004		S		4,000	D	\$38	3.4	88,338 <sup>(2)</sup>	I	By 1980 Minority Trust - Angela Paige West		
Common Stoc	:k		11/09/20	004		S		4,000	D	\$38	.41	84,338(2)	I	By 1980 Minority Trust - Angela Paige West		

1. Title of Security (Instr. 3)	Non-Derivative  2. Transaction	2A. Deemed	3.	u, ال		-		5. Amount of	6. Ownership	7. Nature of
1. Title of Security (instr. 3)	Date (Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transa Code ( 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			Securities Beneficially Owned Following Reported	Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(
Common Stock	11/09/2004		S		2,000	D	\$38.42	82,338(2)	I	By 1980 Minority Trust - Angela Paige West
Common Stock	11/09/2004		S		4,000	D	\$38.43	78,338 <sup>(2)</sup>	I	By 1980 Minority Trust - Angela Paige West
Common Stock	11/09/2004		S		4,000	D	\$38.45	74,338(2)	I	By 1980 Minority Trust - Angela Paige West
Common Stock	11/09/2004		S		2,000	D	\$38.47	72,338 <sup>(2)</sup>	I	By 1980 Minority Trust - Angela Paige West
Common Stock	11/09/2004		S		4,000	D	\$38.48	68,338(2)	I	By 1980 Minority Trust - Angela Paige West
Common Stock	11/09/2004		S		12,900	D	\$38.5	55,438(2)	I	By 1980 Minority Trust - Angela Paige West
Common Stock	11/09/2004		S		1,000	D	\$38.52	54,438(2)	I	By 1980 Minority Trust - Angela Paige West
Common Stock	11/09/2004		S		1,000	D	\$38.56	53,438(2)	I	By 1980 Minority Trust - Angela Paige West
Common Stock	11/09/2004		S		600	D	\$38.68	52,838(2)	I	By 1980 Minority Trust - Angela Paige West
Common Stock	11/09/2004		S		1,000	D	\$38.7	51,838 <sup>(2)</sup>	I	By 1980 Minority Trust - Angela Paige West
Common Stock	11/09/2004		S		1,500	D	\$38.72	50,338(2)	I	By 1980 Minority Trust - Angela Paige West
Common Stock								1,398,000(2)	I	By 1980 Life Trust - Alfred P. West, III

1. Title of Security (Instr. 3)			Di	2. Transaction Date (Month/Day/Year)			2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)					Securiti Benefic	5. Amount of Securities Beneficially Owned Following		ect rect )	7. Nature of Indirect Beneficial Ownership (Instr. 4)
									Code	v	Amount	(A) or (D)	Price	Transac (Instr. 3	tion(s)			(111301. 4)
Common Stock														1,40	5,295 <sup>(2)</sup>	I		By 1980 Life Trust - Andrew Palmer West
Common Stock													1,400	1,400,735(2)			By 1980 Life Trust - Angela Paige Wes	
Common Stock														66,	66,692 <sup>(3)</sup>			By Residuary Trust
Common Stock												32,	32,200 <sup>(4)</sup>			By West Senior Securities Fund, L.F		
		Та									osed of, convertib			y Owned				
1. Title of Derivative Security (Instr. 3)	Title of 2. 3. Transaction 3A. Deemed Execution Date (Month/Day/Year) if any		Date,	4. Transaction Code (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Expirat (Month	tion Da		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficial Owned Following Reported Transactie (Instr. 4)	Owi Ford Oire or li (I) (I	ership n: ct (D) direct nstr. 4)	Beneficia Ownershi (Instr. 4)	
					Code	v	(A)	(D)	Date Exercis	sable	Expiration Date	Title	Amount or Number of Shares					

## **Explanation of Responses:**

- 1. Mr. West disclaims beneficial ownership of the shares held by AP West Associates, L.P., except to the extent of his pecuniary interest therein.
- 2. These shares are held in trusts for the benefit of Mr. West's children. Mr. West's wife is the trustee or a co-trustee of these trusts. Mr. West disclaims beneficial ownership of the shares held in these trusts.

- 3. The trust that holds these shares (the "Residuary Trust") is for the benefit of Mr. West's mother and certain descendants of Mr. West's father. The Residuary Trust was created upon the death of Mr. West's father under the terms of an existing trust that Mr. West's father had established prior to his death. In connection with the establishment of the Residuary Trust, Mr. West became the trustee of the Residuary Trust in September 2002. Mr. West disclaims beneficial ownership of the shares held by the Residuary Trust, except to the extent of his pecuniary interest therein.
- 4. West Senior Securities Fund, L.P. is a limited partnership in which the Residuary Trust, of which Mr. West is trustee, holds a 1% general partnership interest and a 9.5% limited partnership interest. Mr. West disclaims beneficial ownership of the shares held by West Senior Securities Fund, L.P., except to the extent of his pecuniary interest therein.

## Remarks:

Jill B. Geisenheimer (Attorney-11/12/2004 in-fact)

\*\* Signature of Reporting Person 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).
- \*\* 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.