Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations may continue.

See Instruction 1(b).

UNITED STATE

ES	S SECURITIES AND EXCHANGE C	COMMISSION
	Washington, D.C. 20549	

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STATEMENT 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(h) of the Investment Company Act of 1940

(Print or Type Responses)														
1. Name and Address of Reporting Person * SAUL B FRANCIS III				Name and Ticker or ENTERS INC [B.		Sym	bol		(Check all application)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
7501 Wisconsin Avenue, 15th Floor				Earliest Transaction ((Month/D	ay/\	Year)		X Director 10% OwnerX Officer (give title below) Other (specify below) President					
Bethesda, MD 20814	(Street)		4. If Amend	lment, Date of Origi	nal Filed	(Mor	nth/Day/Year	:)		6. Individual or Joint/Group Filing (Check Al_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person	oplicable Line)			
(City)	(State)	(Zip)		Ta	ble I - No	on-D) Perivative	Sec	urities Ac	equired, Disposed of, or Beneficially Owned				
1.Title of Security (Instr. 3)		Г	. Transaction Date Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code		4. Securi (A) or D (D) (Instr. 3,	ispos	sed of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I)	Beneficial Ownership		
					Code	v	Amount	or (D)	Price		(Instr. 4)			
Common Shares		C	05/01/2006		A		200	A	\$40.35	2,685.374	D			
Common Shares										12,000	I	Beneficiary of Trust		
Reminder: Report on a sepa	arate line for each class	s of securities ber	neficially owned o	lirectly or indirectly.		ons	s who re	spoi	nd to the	e collection of information contained in	this S	EC 1474 (9-02)		

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

valid OMB control number.

form are not required to respond unless the form displays a currently

	(e.g., puts, ca	alls, warrants	, options, convertible securit	ies)
Deemed	4	5 Number	6 Date Exercisable and	7 Title and

1. Title of Derivative	2.		3A. Deemed	4.	- 1	5. Num		6. Date Exerci		7. Title and			9. Number of		11. Nature
	Conversion		Execution Date, if	Transact	- 1			Expiration Dat	e	Underlying	Securities	Derivative		1	of Indirect
(Instr. 3)	or Exercise	(Month/Day/Year)	any	Code		Derivat		(Month/Day/Y	ear)	(Instr. 3 and	14)			Form of	Beneficial
	Price of		(Month/Day/Year)	(Instr. 8)		Securiti	es					(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative					Acquire	ed						Owned	Security:	(Instr. 4)
	Security					(A) or							Following	Direct (D)	
						Dispose	ed of						Reported	or Indirect	
						(D)							Transaction	(I)	
						(Instr. 3	4,						(s)	(Instr. 4)	
						and 5)							(Instr. 4)		
				Code	v	(A)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
					\dashv	,	. ,								

Employee Stock Option	\$25.78				04/26/2005	04/26/2014	Common Stock	80,000		80,000	D	
Employee Stock Option	\$24.91				05/23/2004	05/23/2013	Common Stock	40,000		40,000	D	
Stock Option	\$25.78				04/26/2004	04/26/2014	Common Stock	2,500		2,500	D	
Employee Stock Option	\$33.22				05/06/2005	05/06/2015	Common Stock	40,000		40,000	D	
Phantom Stock ⁽⁴⁾	(2)				(3)	(3)	Common Stock	146.399		13,631.662	D	
Stock Option	\$33.22				05/06/2004	05/06/2015	Common Stock	2,500		2,500	D	
Stock Option	\$40.35	05/01/2006	A	2,500	05/01/2006	05/01/2016	Common Stock	2,500	\$40.35	2,500	D	

Reporting Owners

D (1 0 N /411	Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
SAUL B FRANCIS III 7501 Wisconsin Avenue 15th Floor Bethesda, MD 20814	X		President						

Signatures

Scott V. Schneider, by Power of Attorney

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) The option will vest 25% per year over four years from the date of grant.
- (2) 1 for 1
- (3) Under the terms of the reporting person's Deferred Fee Agreement, payment of shares of the issuer's common stock commences at such time as the reporting person ceases to be a director of the issuer. Payment will be a lump sum upon termination of directorship.
- Pursuant to the issuer's Deferred Compensation Plan under its 2004 Stock Plan and the Deferred Fee Agreement executed by the reporting person, the reporting person has elected to defer receipt of his (4) director's fees, and receive phantom stock, the amount of which is calculated as the quotient of the dollar value of fees deferred, divided by the fair market value of the issuer's shares on the date the phantom stock is received.
- (5) The option will vest 25% per year over four years from the date of grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.