7. 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	
1. Title of Security	Date	xecu- 3. Transction action action action code code conth/ ay/ ++ear) Code V		ies Acquired (A osed of (D) -++ A/D Price) 5. Amount of Securities Beneficially Owned Following -+Reported Transaction(s)	6. Owner- ship Form: Direct (D) or Indirect (I)	7. Nature of In- direct Bene- ficial t Owner- ship
+	+	+	-+	-++	-+	+	-++
Common Stock	05/13/2002	G V	-10	D \$0.0000	3440	D	
Common Stock					4521.02	I	HELD BY ESOP TRUSTEE
Common Stock					- 0	I	HELD BY MATCHING STOCK TRUSTEE
Common Stock					5172.296	I	401(k) Plan
COMMON STOCK					0	D	• •
Common Stock Units					5516.22	D	
Matching Units					2758.067	D	
Performance Share Units	12/04/2002	Α	5624	A \$0.0000	23683.394	D	

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

+	.+	·	+	+	+	+		+		+	+	+	++
1.	2.	3.	3A.	4.	5.	6.		7.		8.	9.	10.	11.
	1 1		1			ĺ		1			Number	Owner-	1 1
]	1 1					[1			of	ship	1 1
]	1 1					[1			Deriv-	Form of	1 1
								Title a	nd Amount		ative	Deriv-	
								of Unde	rlying		Secur-	ative	Nature
	Conver-	Trans-	Execu-		Number of			Securit:	ies		ities	Secur-	of
	sion or	action	tion		Derivative	Date Exerci	sable	+	+	+	Benefi-	ity:	In-
	Exercise	Date	Date		Securities	and Expirat	ion Date		Amount		cially	Direct	direct
	Price of		1	Transac-	Acquired(A)	(Month/Day/	Year)	1	or		Owned	(D) or	Bene-
Title of	Deriv-	(Month/	(Month/	tion Code	Disposed(D)	++		+	Number	Price of	1	In-	ficial
Derivative	e ative	Day/	Day/	+	+	+Date Exer-	Expira-	I	of	Derivative	1	direct	Owner-
Security	Security	Year)	Year)	Code V	(A) (D)	cisable	tion Date	Title	Shares	Security		(I)	ship

Stock \$64.55 12/04/2 A 11000 12/04/2002 12/04/2012 Common 11000 \$64.5500 11000 D Option 002

Explanation of Responses:

SIGNATURE OF REPORTING PERSON /s/ N. Jeanne Ryan

DATE 12/05/2002