

Edgar Filing: VAN DYKE WILLIAM D III - Form 5

* These shares were granted by the Issuer as compensation for services rendered by the Reporting

** Mr. William D. Van Dyke III hereby disclaims beneficial ownership of these shares

Table II (Part 1) Derivative Securities Acquired, Disposed of, or Beneficially Owned (Columns 1 t

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative	3. Trans-action Date	4. Trans-action Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D)
				(A) (D)
Option (right to buy)	\$38.17	5/13/93	A	3,000
Option (right to buy)	\$36.00	5/12/94	A	3,000
Option (right to buy)	\$49.875	5/11/95	A	3,000
Option (right to buy)	\$48.125	5/09/96	A	3,000
Option (right to buy)	\$43.25	5/08/97	A	3,000
Option (right to buy)	\$46.69	5/14/98	A	3,000
Option (right to buy)	\$39.19	5/20/99	A	3,000
Option (right to buy)	\$32.19	5/18/00	A	3,000
Option (right to buy)	\$27.10	5/16/01	A	3,000
Option (right to buy)	\$32.82	5/07/02	A	3,000

Table II (Part II) Derivative Securities Acquired, Disposed of, or Beneficially Owned (Columns 1,

1. Title of Derivative Security	3. Trans-action Date	7. Title and Amount of Underlying Securities	8. Price of De-riivative Security	9. Number of Derivative Securities Beneficially Owned at End of Year	10. Owneship Deri-secu-Dire or I (I)
		Title Amount			
Option (right to buy)	5/13/93	Common Stock 3,000	0	3,000	D
Option (right to buy)	5/12/94	Common Stock 3,000	0	6,000	D
Option (right to buy)	5/11/95	Common Stock 3,000	0	9,000	D
Option (right to buy)	5/09/96	Common Stock 3,000	0	12,000	D
Option (right to buy)	5/08/97	Common Stock 3,000	0	15,000	D
Option (right to buy)	5/14/98	Common Stock 3,000	0	18,000	D
Option (right to buy)	5/20/99	Common Stock 3,000	0	21,000	D
Option (right to buy)	5/18/00	Common Stock 3,000	0	24,000	D
Option (right to buy)	5/16/01	Common Stock 3,000	0	27,000	D
Option (right to buy)	5/07/02	Common Stock 3,000	0	30,000	D

Explanation of Responses:

- (1) Exercisable in 3 installments of 1,000 shares each; 5/13/95; 5/13/96; 5/13/97
- (2) Exercisable in 3 installments of 1,000 shares each; 5/14/96; 5/14/97; 5/14/98
- (3) Exercisable in 3 installments of 1,000 shares each; 5/11/97; 5/11/98; 5/11/99
- (4) Exercisable in 3 installments of 1,000 shares each; 5/09/98; 5/09/99; 5/09/00
- (5) Exercisable in 3 installments of 1,000 shares each; 5/08/99; 5/08/00; 5/08/01
- (6) Exercisable in 3 installments of 1,000 shares each; 5/14/00; 5/14/01; 5/14/02
- (7) Exercisable in 3 installments of 1,000 shares each; 5/20/01; 5/20/02; 5/20/03
- (8) Exercisable in 3 installments of 1,000 shares each; 5/18/02; 5/18/03; 5/18/04
- (9) Exercisable in 3 installments of 1,000 shares each; 5/16/03; 5/16/04; 5/16/05
- (10) Exercisable in 3 installments of 1,000 shares each; 5/07/04; 5/14/05; 5/14/06

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SIGNATURE OF REPORTING PERSON

/S/

VAN DYKE III, WILLIAM D.

DATE 02/14/03

** 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 provided is insufficient, see Instruction 6 for procedure.