



Atlanta, Georgia 30339

5. If Amendment, Date of Original (Month/Year)

7. Individual or Joint/Group Filing

*(Check Applicable Line)*

Form filed by One Reporting Person

Form filed by More than One Reporting Person (City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security  
(Instr. 3)

2. Transaction Date  
(Month/Day/Year)

3. Transaction Code  
(Instr. 8)

4. Securities Acquired (A) or Disposed of  
(D) (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned at End of Month  
(Instr. 3 and 4)

6. Ownership Form:  
Direct (D) or Indirect (I)  
(Instr. 4)

7. Nature of Indirect Beneficial Ownership  
(Instr. 4)

Code

V

Amount

(A) or (D)

Price

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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 Instructions 4(b)(v).

**Potential persons who are to respond  
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contained in this form are not required  
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(Over)  
SEC 1474  
(3-99)

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**FORM 4**  
**(continued)**

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)

Description of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)
		Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

**Employee Stock Option**  
**(right to buy)**

5.60

1/2/02

A

V

20,000

\*1/2/03

1/2/12

**Class A or Class B Common Stock**

20,000

20,000

D



Explanation of Responses:

\* **The option vests and becomes exercisable at the rate of 20% per year; the first increment will become exercisable on January 2, 2003.**

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations.  
*See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).*

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/s/ Michael D. Bertolucci

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**Michael D. Bertolucci**

\*\*Signature of Reporting Person

1/24/02

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**Date**

Note:

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

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