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

+	++		+	+			+	-+		+
1. Title of Security	2. Trans- action Date	2A.Execu- action Date	3. Trans- action Code		Securities or Disposed		(A) 5. Amount of Securities Beneficially Owned	6. 	Owner- ship Form: Direct	7. Nature of In- direct Bene-
i	(Month/	(Month/	i				Following	ł	(D) or	ficial
İ	Day/	`Day/	+	÷		-+	+Reported	i	Ìndirect	Owner-
	Year)	Year)	Code V	Amou	int A/	D Price	Transaction(s)	(I)	ship
+	++		+	+		-+	+	-+		++
Common Stock							0	D		
Common Stock							1651	Ι		By Trust for reporting
Common Stock							873.297	I		person Held by ESOP Trustee
Common Stock							2069.08	Ι		Held by 401(k) Trustee
Common Stock							0	I		by trust for spouse
Common Stock Units							3567.366	D		-
Matching Units							1783.682	D		
Performance Share Units	12/04/2002		Α	2878	8 A	\$0.0000	11736.135	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	1			1		1		1	Number	Owner-	
		I	1							[of	ship	
1	1	1	1			1		1		1	Deriv-	Form of	
		1	1					Title a	nd Amount	1	ative	Deriv-	
1	1	1	1			1		of Unde	rlying	1	Secur-	ative	Nature
	Conver-	Trans-	Execu-		Number of			Securit	ies	İ	ities	Secur-	of
1	sion or	action	tion		Derivative	Date Exerc	isable	+	+	+	Benefi-	ity:	In-
	Exercise	Date	Date		Securities	and Expira	tion Date		Amount	İ	cially	Direct	direct
1	Price of	1	1	Transac-	Acquired(A)	(Month/Day	/Year)	1	or	1	Owned	(D) or	Bene-
Title of	Deriv-	(Month/	(Month/	tion Code	Disposed(D)	+	+	+	Number	Price of		In-	ficial
Derivati	/e ative	Day/	Day/	+	+	+Date Exer-	Expira-		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 4100 12/04/2002 12/04/2012 Common 4100 \$64.5500 4100 D Option 002 Stock

Explanation of Responses:

SIGNATURE OF REPORTING PERSON /s/ N. Jeanne Ryan

DATE 12/05/2002