Common Stock
By Torrey
\$0.01 par value

\$0.01 par value

Common Stock 11/26/02

11/26/02

.T

151

18,000

1,499

\$8.23

(1)

I

Charitable							
Remainder							
Trust							
Common Stock Retirement \$0.01 par value Plans of					4,300	I	
Gail Yanney							
Walling, Mr.							
Yanney's							
Wife							
Common Stock By America \$0.01 par value First					824,000	I	
Companies,							
L.L.C.							

FORM 4 (CONTINUED) TABLE	II - DERIVATIVE S					WNED								
1. Title of Derivative Security	2. Conver- 3	. Trans-	3A. Deemed	1. Transac-	5. Number of I	Deriv-	6. Date							
Exer- (Instr. 3)	sion or	action	Execution	tion Code	ative Secu	rities Ac-								
cisable and Ex-	Exercise	Date	Date,	(Instr. 8)	quired (A)	or Dis-								
piration Date (Month/Day/	Price of	(Month/	if any		posed of (I	D)								
Year)	Deriv-	Day/	(Month/		(Instr. 3,	4, and 5)								
ical)	ative Security	Year)	Day/ Year)											
			-											
							Date							
Expira-							Exer-							
tion				Code V	(A)	(D)								
cisable Date														

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	-						
	-						
	-						
Caption>							
		8. Price of				1. Nature of	
	g Securities	Derivative		Derivative	Form of	Indirect	
(Instr. 3	and 4)	Security (Instr. 5)		Securities Beneficially	Derivative Securities:	Beneficial Ownership	
		(111501. 3)		Owned	Direct (D) or	-	
				Following	Indirect (I)		
				Reported Transaction(s)	(Instr. 4)		
				(Instr. 4)			
Title	Amount or						
	Number of Shares						
(S> <c></c>							
	of Responses:						
	neoponoes.						
		restricted shares o					
		or retainer fee pai the October 1, 2002					
TOUGE	oro sousca on t		-10	orma brace or cite	COMPANY O COMMICTI	000011	

of \$8.23 per share.

/s/ Teresa D. Covello, proxy on behalf of Michael B. Yanney 11/26/02 _____ -----Date **Signature of Reporting Person

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 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).

Note: File three copies of this Form, one of which must be manually signed.

If space is insufficient, SEE Instruction 6 for procedure.

HTTP://WWW.SEC.GOV/DIVISION/CORPFIN/FORMS/FORM.HTM

LAST UPDATE: 09/05/2002

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