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

	Title and Amount of Underlying Securities (Instr. 3 and 4)		8.	Price of Derivative Security (Instr. 5)		Derivative Securities Beneficially Owned		Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4)		Indirect Beneficial Ownership
	Title	Amount or Number of Shares				(Instr. 4)				
<s> </s>	<c></c>									
	lanation of H									
por sha	tion of the a	annual directo ere based on t	r reta	ainer fee pai	d to	him for 2002.	The	stock represe number of res Company's comm	tric	ted
11/	26/02								prox	eresa D. Covello, y on behalf of Alan L. Gosule
 Dat	e									ignature of Reporting Person
Rem	inder: Report	t on a separat	e line	e for each cl	ass (of securities	bene	ficially owned	dir	ectly 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.

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