Common Stock(1)

Common Stock

Common Stock(2)

Common Stock

FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB Number:	3235-0287						
Expires:	December 31, 2014						
Estimated average	burden						

(D) or Indire (I) (Instr. 4)

Ι

D

D D 0.5

Beneficial Ownership

(Instr. 4)

401-k

hours per

Beneficially Owned Following Reported

4,440

5,000

7,679

1,279

Transaction(s)

(Instr. 3 and 4)

(A) or (D)

Α

A

D

Price

 $0^{(1)}$ 

26.1875

 $\Omega^{(2)}$ 

27.7909

**OMB APPROVAL** 

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Title of Security (Instr. 3)  2. Trans Date (Month/				2A. Deemed Execution Date, if any	3. Transaction Code (Instr.	4. Securities Acquired (A) o Disposed Of (D) (Instr. 3, 4 a				7. Nature of Indirect Beneficial	
		Table I - Noi	n-Derivative S	ecurities Acqu	uired, Disp	osed of, or Benefici	ally O	wned		3	
(City)	(State)	(Zip)						Form filed by Mo	y More than One Reporting Person		
(Street)			4. If Ame	ndment, Date of Or	iginal Filed (M	onth/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable I  X Form filed by One Reporting Person				
(Last)	(First)	(Middle)	3. Date o 05/20/2	f Earliest Transacti 003	on (Month/Day	//Year)	X			elow)	
1. Name and Address of Reporting Person*  LATZ JEANIE SELL				Name <b>and</b> Ticker o			(Check	tionship of Reportir all applicable) Director Officer (give title	10%	Person(s) to Issuer  10% Owner  Other (specify	
				tion 30(h) of the Inv	estment Com	pany Act of 1940			oonse:	0.5	

Code (Instr. 8)

v

Amount

172

5,000

2.679

6.400

Code ν

P

M

J

S

if any (Month/Day/Year)

08/08/1988(1)

05/20/2003

05/20/2003

05/21/2003

08/08/1988(1)

05/20/2003

05/20/2003

05/21/2003

## Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)															
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code ( 8)				6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Stock Options (Right to Buy) <sup>(3)</sup>	26.1875 <sup>(3)</sup>	05/20/2003 <sup>(3)</sup>	05/20/2003 <sup>(3)</sup>	<b>X</b> <sup>(3)</sup>			5,000 <sup>(3)</sup>	05/31/1998 <sup>(3)</sup>	05/31/2006 <sup>(3)</sup>	Common Stock <sup>(3)</sup>	5,000(3)	\$26.1875 <sup>(3)</sup>	33,000	D	
Performance Shares <sup>(4)</sup>	0 <sup>(4)</sup>	08/08/1988 <sup>(4)</sup>	08/08/1988 <sup>(4)</sup>	J <sup>(4)</sup>		0(4)		08/08/1988 <sup>(4)</sup>	08/08/1988 <sup>(4)</sup>	_(4)	0(4)	\$ <sub>0</sub> <sup>(4)</sup>	10,000	D	
Dividend Rights <sup>(5)</sup>	0 <sup>(5)</sup>	08/08/1988 <sup>(5)</sup>	08/08/1988 <sup>(5)</sup>	A	V	353 <sup>(5)</sup>		08/08/1988 <sup>(5)</sup>	08/08/1988 <sup>(5)</sup>	Common Stock <sup>(5)</sup>	353 <sup>(5)</sup>	<b>\$</b> 0 <sup>(5)</sup>	7,558 <sup>(5)</sup>	I	_(5)
Dividend Rights <sup>(5)</sup>	0 <sup>(5)</sup>	05/20/2003 <sup>(5)</sup>	05/20/2003 <sup>(5)</sup>	X			2,679 <sup>(5)</sup>	05/31/1998 <sup>(5)</sup>	05/31/2006 <sup>(5)</sup>	Common Stock <sup>(5)</sup>	2,679(5)	<b>\$</b> 0 <sup>(5)</sup>	4,879 <sup>(5)</sup>	I	_(5)

## **Explanation of Responses:**

- 1. Shares acquired through automatic payroll deduction/investment through participation in the Company's 401-k Plan during the period January-May 2003.
- 2. Reinvested dividends accrued on stock options from date of grant ot date of exercise.
- 3. Options were granted in tandem with stock appreciation rights exercisable automatically in the event of a change in control as defined by the Long-Term Incentive Plan under which they are granted. Options may be exercised with cash or previously-owned shares of Common Stock.
- 4. Award of Performance Shares under the Long-Term Incentive Plan. Payment to which Grantee shall be entitled at the end of 2004 upon the performance of certain goals will be equal to the Fair Market Value of the number of shares of the Company's Common Stock equal fo the number of Performance Shares earned. Payment will be made in Common Stock unless deemed otherwise.
- 5. Dividends accrue on options granted prior to 2001 as if reinvested in Common Stock at the Fair Market Value on each quarterly dividend date. Optionee is not entitlted to these dividends payable in shares of Common Stock unless the options are exercised and the Fair Market Value of the Common Stock is equal to or more than the option price on the exercise date.

/s/Jeanie Sell Latz 05/22/2003

\*\* Signature of Reporting Person

Date

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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.