COLLENS LEWIS M Form 4/A April 23, 2003

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response. . .0.5

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 Name and Add Collens, Lewis I 			ne and Ticl Company		Pe	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
(Last) (First) (Middle)				rting	ntification N Person, voluntary)	Number	Mor	tatement for nth/Day/Year 11/03	10	X Director			
Chicago, IL 606						5. If Amendment, Date of Original (Month/Day/Year) 04/16/03		7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State) (Zip)	T	able	I Non-D	erivati	ve Secu	irities Acquired,	Dispose	d of, or Bene	ficially Owned		
1. Title of 2. Trans- 2A. Deemed Security action Execution (Instr. 3) Date Date,					4. Securitie (A) or Disp (Instr. 3, 4	es Acqu posed o	iired	5. Amount of Securities Beneficially		6. Owner- ship Form: Direct (D)	7. Nature of Indirect Beneficial		
	(Month/ Day/ Year)	if any (Month/Day/ Year)	Code	V	Amount	(A) or (D)	Price	Owned Following Reported Transactions(s) (Instr. 3 & 4)		or Indirect (I) (Instr. 4)	Ownership (Instr. 4)		
Common Stock	03/31/03		A	V	673	A	0 (1)		3,656	D			

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially **Owned**

(e.g. nuts calls warrants ontions convertible securities)

	(e.g., puts, cans, warrants, options, convertible securities)													
1	. Title of	2. Conver-	3.	3A.	4.	5.	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Natui		
I	Derivative	sion or	Trans-	Deemed	Trans-	Number	and Expiration	Amount of	Derivative	Derivative	Owner-	of Indire		
S	Security	Exercise	action	Execution	action	of	Date	Underlying	Security	Securities	ship	Beneficia		
		Price of	Date	Date,	Code	Derivati	(MeIonth/Day/	Securities	(Instr. 5)	Beneficially	Form	Ownersh		
(Instr. 3)	Derivative		if any		Securition	X ear)	(Instr. 3 & 4)		Owned	of Deriv-	(Instr. 4)		
		Security	(Month/	(Month/	(Instr.	Acquire	d			Following	ative			
			Day/	Day/	8)	(A) or				Reported	Security:			
			Year)	Year)		Dispose	đ			Transaction(s)	Direct			

^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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				(of (Ins: 3, 4	tr.						(D) or Indirect (I) (Instr. 4)	
			Code	V	(A)		Exer-cisable	Expira- tion Date		Amount or Number of Shares			
Non-Qualified Stock Option	\$37.1600						07/01/02		Common Stock	15,000	15,000	D	

Explanation of Responses:

(1) These are restricted shares issued under Dean's 1997 Stock Option and Restricted Stock Plan in payment of fees owed for services as an independent director. All such shares are subject to a 3-year vesting period, with the first vesting occurring as of the date the shares were issued.

By: /s/ Lewis M. Collens

04/22/2003 Date

**Signature of Reporting Person

**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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