BERNON ALAN J Form 4 March 21, 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

#### OMB APPROVAL

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## 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

Filed By Romeo and Dye's Section 16 Filer www.section16.net

Name and Address of Reporting Person*  Bernon, Alan J.					ame and Tals Compan		F t	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
				ortin	entification ag Person, (voluntary)		Mon	th/Day/Year ch 20, 2003	X Director 10% Owner X Officer (give title below) Other (specify below)  Director and Chief Operating			
(Street) Franklin, MA 02038								Amendment, of Original oth/Day/Year)  F	. Individual or Check Applical Form filed by Person	Form filed by More than One		
(City) (State) (Zip)				Гаb	le I Non-	Deriva	-	posed of, or Beneficially Owned				
1. Title of Security	Title of 2. Trans- 2A. Deemed execution Execution Date Date,			;-	4. Securities or Dispose (Instr. 3, 4	es Acq d of (E	uired (A)	5. Amount of Securities Beneficially Owned Follow-	6. Owner- ship Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership		
	Year)	(Month/Day/ Year)	Code	V	Amount	(A) or (D)	Price	ing Reported Transactions(s) (Instr. 3 & 4)	(I) (Instr. 4)	(Instr. 4)		
Common Stock	03/20/03		M		26,666	A	\$18.718	532,726.31	3 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., puts, calls, warrants, options, convertible securities)

(c.g., puts, cans, warrants, options, convertible securities)													
1. Title of	2. Conver-	3. Trans-	3A.	4.	5. Number	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. N		
Derivative	sion or	action	Deemed	Trans-	of	and Expiration	Amount of	Derivative	Derivative	Owner-	of In		
Security	Exercise	Date	Execution	action	Derivative	Date	Underlying	Security	Securities	ship	Bene		
	Price of		Date,	Code	Securities	(Month/Day/	Securities	(Instr. 5)	Beneficially	Form	Own		
(Instr. 3)	Derivative	(Month/	if any		Acquired	Year)	(Instr. 3 & 4)		Owned	of Deriv-	(Inst		
		Day/	(Month/	(Instr.	(A) or				Following	ative			
		Year)	Day/	8)	Disposed				Reported	Security:			

<sup>\*</sup> If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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			Year)			of (I (Inst	tr. 3, 4					(Instr. 4)	Direct (D) or Indirect (I) (Instr. 4)	
				Code	V	(A)	(D)	Date Exer-cisable	Expira- tion Date		Amount or Number of Shares			
Incentive Stock Option (right to buy)	21.5625							01/22/02		Common Stock	1	9,272	D	
Incentive Stock Option (right to buy)	30.5250							01/14/03		Common Stock	3,276	3,276	D	
Non-Qualified Stock Option (right to buy)	18.7188	03/20/03		M			26,666	01/04/01		Common Stock	26,666	13,332	D	
Non-Qualified Stock Option (right to buy)	21.5625							1/22/02		Common Stock	44,060	44,060	D	
Non-Qualified Stock Option (right to buy)	30.5250							01/14/03		Common Stock	126,724	126,724	D	

Explanation of Responses:

By: /s/ Alan J. Bernon

March 20, 2003

Date

\*\*Signature of Reporting Person

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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<sup>\*\*</sup>Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).