

## February 14, 2002

- TABLE I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security	2. Transaction Date (Month/Day/Year)	3. Transaction Code	4. Securities Acquired (A) or Disposed of (D)			5. Amount
			Amount	A/D	Price	Securities Beneficially Owned at End of Year
Common Stock	01/26/2001	A	3333	A	\$0.0000	14048
Common Stock						462

TABLE II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.	2.	3.	4.	5.	6.	7.	8.
						Title and Amount	
						of Underlying	
						Securities	
	Conver-			Number of			
	sion or			Derivative	Date Exercisable		
	Exercise			Securities	and Expiration Date		
	Price of	Transac-	Transac-	Acquired(A)	(Month/Day/Year)		
	Deriv-	tion Date	tion Code	Disposed(D)			
	ative	(Month/					
	Security	Day/Year)		(A)	(D)	cisable	tion Date
						tion Date	Title
							Shares
Stock Option	\$41.25					05/17/2009	Common

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Stock Option	\$45.75				06/01/2010	Stock Common		
Stock Option	\$59.96	07/01/2001 A	20000	01/01/2003	01/01/2008	Stock Common	20000	\$
Stock Option	\$59.96	07/01/2001 A	20000	01/01/2004	01/01/2009	Stock Common	20000	\$
Stock Option	\$59.96	07/01/2001 A	20000	01/01/2005	01/01/2010	Stock Common	20000	\$

Explanation of Responses:

SIGNATURE OF REPORTING PERSON  
/s/ Steven A. Rogers

DATE  
02/14/2002