

July 09, 2002

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

1. Title of Security	2. Trans- action Date (Month/ Day/ Year)	3. Trans- action Code Code	4. Securities Acquired (A) or Disposed of (D)			5. Amount Secured Benefit Owner End Month
			Amount	A/D	Price	

[illegible]

Stock Options (Right to buy)	\$31.69				01/01/2011	Common Stock		
Stock Options (Right to buy)	\$31.7438				01/01/2009	Common Stock		
Phantom Stock Units	1	06/03/2002	A	41.33 38		Common Stock	41.3338	\$

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Phantom Stock	1	06/21/2002	A	298.0	Common	298.0642	\$
Units				642	Stock		

Explanation of Responses:

SIGNATURE OF REPORTING PERSON
/s/ Robert B. Heisler, Jr.

DATE
07/09/2002