

Edgar Filing: OVERBECK GREGG R - Form 3

FORM 3 (continued)

Table I -- Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Beneficial Ownership (Instr. 5)
Common Stock	20,658	D	
Common Stock	3,754	I	by

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 5(b)(v).

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 CONTROL NUMBER.

Table II -- Derivative Securities Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security
Employee Stock Option (Right to Buy)	(1) 11-14-05	Common Stock 5,000	\$27.44
Employee Stock Option (Right to Buy)	(2) 11-19-06	Common Stock 5,000	\$31.44
Employee Stock Option (Right to Buy)	(3) 12-16-07	Common Stock 4,500	\$39.75
Employee Stock Option (Right to Buy)	(4) 11-17-08	Common Stock 4,500	\$46.78
Employee Stock Option (Right to Buy)			

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to Buy	(5)	11-16-09	Common Stock	8,750	\$34.66
Employee Stock Option (Right to Buy	(6)	11-14-10	Common Stock	11,500	\$44.03
Employee Stock Option (Right to Buy	(7)	11-13-11	Common Stock	11,500	\$42.55
Employee Stock Option (Right to Buy	(8)	6-18-12	Common Stock	13,750	\$38.37
Employee Stock Option (Right to Buy	(9)	3-17-13	Common Stock	15,125	\$32.29

Explanation of Responses:

- (1) The option becomes exercisable 1/3 of the grant per year commencing 11-15-96.
- (2) The option becomes exercisable 1/3 of the grant per year commencing 11-20-97.
- (3) The option becomes exercisable 1/3 of the grant per year commencing 12-17-98.
- (4) The option becomes exercisable 1/3 of the grant per year commencing 11-18-99.
- (5) The option becomes exercisable 1/3 of the grant per year commencing 11-17-00.
- (6) The option becomes exercisable 1/3 of the grant per year commencing 11-15-01.
- (7) The option becomes exercisable 1/3 of the grant per year commencing 11-14-02.
- (8) The option becomes exercisable 1/3 of the grant per year commencing 6-19-03.
- (9) The option becomes exercisable 1/3 of the grant per year commencing 3-18-04.

Gregg R. Overbeck

3-28-03

**Signature of Reporting Person

Date

Gregg R. Overbeck

** 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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