

November 21, 2002

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

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)		
Title of	Deriv-	tion Date	tion Code	Disposed(D)			Number
Derivative	ative	(Month/			Date Exer-	Expira-	of
Security	Security	Day/Year)	Code V	(A) (D)	cisable	tion Date	Title
							Shares
Stock Option	\$43.3125	11/14/2002	M		830		