

BLINN MARK A  
Form 4  
September 10, 2002

OMB APPROVAL
OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response...0.5

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549**

**FORM 4**

**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**

x Check this box if no longer  
subject to Section 16.  
Form 4 or Form 5  
obligations may continue.  
See Instruction 1(b).

<b>1. Name and Address of Reporting Person* (Last, First, Middle)</b>  Blinn, Mark A. <hr/>	<b>2. Issuer Name and Ticker or Trading Symbol</b>  Centex Corporation (CTX) <hr/>	<b>3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)</b>  <hr/>
4117 Stanford Ave. <hr/> <p style="text-align: center;"><i>(Street)</i></p> Dallas, TX 75205 <hr/> <p style="text-align: center;"><i>(City) (State) (Zip)</i></p>	<b>4. Statement for Month/Day/Year</b>  September 9, 2002 <hr/>	<b>5. If Amendment, Date of Original (Month/Day/Year)</b>  <hr/>
	<b>6. Relationship of Reporting Person(s) to Issuer (Check All Applicable)</b>  <input type="radio"/> Director <input type="radio"/> 10% Owner  <input type="radio"/> Officer (give title below)  <input checked="" type="radio"/> Other (specify below)  See footnote #3. <hr/>	<b>7. Individual or Joint/Group Filing (Check Applicable Line)</b>  <input checked="" type="checkbox"/> Form filed by One Reporting Person  <input type="checkbox"/> Form filed by More than One Reporting Person

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If the form is filed by more than one reporting person, see instruction 4(b)(v).

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2a. Deemed Execution Date, if any. (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or Price			
Common Stock	9/9/02		M	500 A	\$39.3600		
Common Stock	9/9/02		S	500 D	\$50.5100		
Common Stock	9/9/02		M	500 A	\$38.3438		
Common Stock	9/9/02		S	500 D	\$50.5100		

**Table II Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
*(e.g., puts, calls, warrants, options, convertible securities)*

1. Title of Derivative Security <i>(Instr. 3)</i>	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date <i>(Month/Day/Year)</i>	3a. Deemed Execution Date, if any <i>(Month/Day/Year)</i>	4. Transaction Code <i>(Instr. 8)</i>	5. Number of Derivative Securities Acquired (A) or Disposed of (D) <i>(Instr. 3, 4 and 5)</i>
					<b>Code V (A)(D)</b>
					Non Qualified Stock Option (Right to Buy) \$39.3600 9/9/02 M 500
					Non Qualified Stock Option (Right to Buy) \$38.3438 9/9/02 M 500



