



**Edgar Filing: HAMADA ROBERT S - Form 4**

Director  10% Owner  
 Officer (give title below)  Other (specify below)

7. Individual or Joint/Group Filing (Check Applicable line)

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

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 Table I -- Non-Derivative Securities Acquired, Disposed of,  
 or Beneficially Owned  
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	2.	2A.	3.	4.			
	Trans-	Deemed	Transaction	Securities Acquired (A) or			
	action	Execution	Code	Disposed of (D)			
1.	Date	Date, if	(Instr. 8)	(Instr. 3, 4 and 5)			
Title of Security	Date	any	-----				
(Instr. 3)	(mm/dd/yy)	(mm/dd/yy)	Code V	Amount		(A)	Price
						or	
						(D)	

FORM 4 (continued)

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

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1. Title of Derivative Security (Instr. 3)	2. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (mm/dd/ yy)	3A. Deemed Execut- ion Date if any (mm/dd/ yy)	4. Trans- action Code (Instr. 8) ----- Code V	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) ----- (A) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) ----- Date Expira- tion Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares
Stock Equivalent Units	1-for-1	1-31-03		A	1,793.40	(1) (1)	Common Stock 1,793.4

Explanation of Responses:

ROBERT S. HAMADA

February 3, 2003

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\*\*Signature of Reporting Person

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Date

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

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4(b) (v) .

\*\* 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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