

Edgar Filing: JOHNSON JOEL W - Form 4

				(Instr. 3, 4 & 5)		Date Exer-cisable	Expira-tion Date	Title	Amount or Number of Shares		Indirect (I) (Instr. 4)	
				Code	V (A) (D)							
Restricted Stock Units	1-for-1	12/17/02		A	2,500	(1)	(1)	Common Stock	2,500		2,500	D
Non-Employee Director Stock Option (Right to Buy)	\$21.64	12/17/02		A	7,200	(2)	12/17/12	Common Stock	7,200		7,200	D
Non-Employee Director Stock Option (Right to Buy)	\$18.95						10/01/12	Common Stock	575		575	D
Non-Employee Director Stock Option (Right to Buy)	\$23.18						7/01/12	Common Stock	1,600		1,600	D
Non-Employee Director Stock Option (Right to Buy)	\$22.16						4/01/12	Common Stock	575		575	D
Non-Employee Director Stock Option (Right to Buy)	\$20.78						1/02/12	Common Stock	9,150		9,150	D
Non-Employee Director Stock Option (Right to Buy)	\$20.78						1/02/12	Common Stock	8,600		8,600	D
Non-Employee Director Stock Option (Right to Buy)	\$20.78						1/02/12	Common Stock	1,500		1,500	D
Non-Employee Director Stock Option (Right to Buy)	\$22.02						10/01/11	Common Stock	625		625	D
Non-Employee Director Stock Option (Right to Buy)	\$23.31						7/02/11	Common Stock	375		375	D
Non-Employee Director Stock Option (Right to Buy)	\$23.20						4/02/11	Common Stock	625		625	D
Non-Employee Director Stock Option (Right to Buy)	\$22.60						3/12/11	Common Stock	7,350		7,350	D
Non-Employee Director Stock Option (Right to Buy)	\$23.34						2/27/11	Common Stock	15,000		15,000	D
Non-Employee Director Stock	\$16.85						4/19/10	Common Stock	6,451		6,451	D

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Option (Right to Buy)														
Non-Employee Director Stock Option (Right to Buy)	\$29.35							4/20/09	Common Stock	6,451			6,451	D
Non-Employee Director Stock Option (Right to Buy)	\$25.20							2/17/09	Common Stock	9,487			9,487	D

Explanation of Responses:

- (1) The restricted stock units vest in four equal annual installments beginning on December 17, 2003. Vested units are payable in common stock when the reporting person retires in accordance with the Company's director retirement policy.
- (2) The option vests in four equal annual installments beginning on December 17, 2003.

By: /s/ **By Lee R. Mitau**
For Joel W. Johnson
 **Signature of Reporting Person

12/19/02
 Date

**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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