

FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 & 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
						(A)	(D)	Date Exercisable	Expiration Date						Title
Option to Buy	\$39.84	8/7/02		A	V	6,775		8/7/03	8/6/12	Common Stock	6,775	⁽⁴⁾	6,775⁽⁵⁾	D	
Option to Buy	\$39.84	8/7/02		A	V	6,775		8/7/04	8/6/12	Common Stock	6,775	(4)	6,775⁽⁵⁾	D	

Explanation of Responses:

(1) Parker Retirement Savings Plan.

(2) Direct - Dividend Reinvestment Plan.

(3) Wife - Dividend Reinvestment Plan.

(4) Granted under the Corporation's 1993 Stock Incentive Program in a transaction exempt under Rule 16b-3.

(5) In addition to the options reported hereon, Mr. Garey owns 45,160 additional options which were granted pursuant to the Corporation's 1993 Stock Incentive Program, at various exercise prices and expiration dates, as previously reported.

By: /s/ **Thomas L. Meyer, Attorney-in-Fact**

November 20, 2002

Date

**Signature of Reporting Person

**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.

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 Number.