STEWART ROBERT S Form 4 September 20, 2002

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# 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

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

1.	Name and Address of Reporting Person* (Last, First, Middle) Stewart, Robert S.			2.	2. Issuer Name and Ticker or Trading Symbol  Centex Corporation (CTX)  4. Statement for Month/Day/Year  September 19, 2002  6. Relationship of Reporting Person(s) to Issuer (Check All Applicable)		<ul><li>3.</li><li>5.</li></ul>	Person, if an entity (Voluntary)		
	Centex Corporation 2728 North Harwood, 9th Floor		4.							
	(Street)		6.	•			7.	Individual or Joint/Group Filing (Check Applicable Line)		
	Dallas, TX 75201		_	o	Director O	10% Owner		X	Form filed by One Reporting Person	
	(City)	(City) (State) (Zip)			x o	Officer (give tith Other (specify b Senior Vice Pre	fy below)		0	Form filed by More than One Reporting Person

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 4(b)(v).

Security (Instr. 3)	2. Transaction Date 2 (Month/Day/Year)	ca. Deemed Execution Date, if any. (Month/Day/Year)	3. Transaction 4 Code (Instr. 8)	J. Securities Acq or Disposed of (Instr. 3, 4 and	<b>(D)</b>	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)
			Code V	(A) or Amount (D)	Price			
Common Stock	9/19/02		M	10,000 A	\$46.1258	10,000	D	
			I	Page 2				

#### Table II Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative 2. Conversion or Exercise 3. Transaction 3a. Deemed Execution 4. Transaction 5. Number of Derivative Securities Price of Derivative Acquired (A) or Disposed of (D) Security Date Date, if any Code (Instr. 3) Security (Month/Day/Year) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) CodeV (A)(D)

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Tabl			sposed of, or Beneficial tions, convertible securi		
6. Date Exercisable and 7. Expiration Date (Month/Day/Year)	Amount Der of Underlying Sec	ivative Securitie	of Derivative s Beneficially Owned g Reported Transaction(s)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (Instr. 4)	11. Nature of Indirect (I) Beneficial Ownership (Instr. 4)
Date Expiration Exercisable Date	Amount or Number of Title Shares				
Explanation of Response	s:				
	/s/ Robert S. Stewart	Ģ	9/20/02		
•	**Signature of Reportin	g	Date		

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).