

Edgar Filing: PARFET WILLIAM U - Form 4

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (mm/dd/yy) | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | |
|---------------------------------------|---|---|---|--|------------------|----------|
| | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | | | | | | |
| | 11/21/01 | G(2) | V | 4,445 | D | \$45.425 |
| | 11/21/01 | G(2) | V | 4,192 | D | \$45.425 |
| | 11/21/01 | G(2) | V | 2,222 | D | \$45.425 |
| | 11/21/01 | G(2) | V | 1,115 | D | \$45.425 |
| | 11/23/01 | P | | 10,000 | A | \$45.83 |

* If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

(Print or Type Responses)

(Over)

(Form 4-07/99)

FORM 4 (continued)

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

Edgar Filing: PARFET WILLIAM U - Form 4

| 1. Title of Derivative Security (Instr. 3) | 2. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity | 3. Trans- action Date (Month/ Day/ Year) | 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 |
|--|---|--|--|--|---|--|
| Option (right to buy) | \$46.40 | | | | 3/31/00 5/3/09 | Common Stock 3,570 |
| Option (right to buy) | \$52.8125 | | | | 6/23/00 6/22/10 | Common Stock 6,600 |
| Option (right to buy) | \$51.095 | 4/17/01 | M V | 6,600 | 4/17/01 4/16/11 | Common Stock 6,600 |

Explanation of Responses:

- (1) Shares representing deferred directors' fees payable in stock which are held in trust with re shared voting power.
- (2) Gifts by trust of which Reporting Person is trustee. The Reporting Person disclaims benefici
- (3) Shares held in trust over which voting and/or disposition power is shared in Reporting Person Reporting Person disclaims any beneficial ownership in these reported shares and the filing o as an admission that the Reporting Person, for the purposes of Section 16 of the Securities E otherwise, is the beneficial owner of such securities.

/s/ Don Schmitz

12/10/01

**Signature of Reporting Person

Date

*Don Schmitz, attorney-in-fact for William U. Parfet

* Executed pursuant to a Power of Attorney

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

Edgar Filing: PARFET WILLIAM U - Form 4

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 provided is insufficient, see Instruction 6 for procedure.