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NAPIER JAMES V
Form 5
February 13, 2003
     1. Name and Address of Reporting Person
       NAPIER, JAMES V.
        3355 Lenox Road, Suite 750
        Atlanta, GA 30326
        US
     2. Issuer Name and Ticker or Trading Symbol
        Vulcan Materials Company
     3. IRS or Social Security Number of Reporting Person (Voluntary)
     4. Statement for Month/Year
        12/2002
     5. If Amendment, Date of Original (Month/Year)
     6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
        (X) Director () 10% Owner
        ( ) Officer (give title below) ( ) Other (specify below)
     7. Individual or Joint/Group Filing (Check Applicable Line)
        (X) Form filed by One Reporting Person
        () Form filed by More than One Reporting Person
     TABLE I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned
     |1. Title of Security |2. Trans- |2A.Execu- |3. Trans- |4. Securities Acquired (A)|5. Amo
                                | action | action | action | or Disposed of (D) |Securi
     Date | Date | Code |
     | (Month/ | (Month/ |
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Common Stock (Restricted Stock 05/31/2002

А

 Day/
 |
 +----+
 Yea

 Year)
 |
 Amount
 |A/D|Price
 |

|Benefi

|Owned

|Follow