

() Form filed by More than One Reporting Person

1. Title of Security	2. Trans- action Date	2A. Exec- ution Date	3. Trans- action Code	4. Securities Acquired (A) or Disposed of (D) Amount	A/ D	Price	5. Amount of Securities Beneficially Owned Following Reported Trans(s)
Common Stock	1/3/ 2003		F 1	769	D		62423
Common Stock							1370.015

1.Title of Derivative Security	2.Con- version or Exer- cise Price of Deriva- tive Secu- rity	3. Trans- action (Month/ Day/ Year)	3A. Deemed Execu- tion (Month/ Day/ Year)	4. Trans- action Code V	5.Number of De- rivative Secu- rities Acqui- red(A) or Dis- posed of(D) Amount	6.Date Exer- cisable and Expiration Date(Month/Day/Year) Date Expir- ation Date	7.Title and Amount of Underlying Securities Title and Number of Shares	8.P- vat- Sec- rit-
						A/ D cisa- ble		

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Preferred, Series C										Common Stock		
Option, Right to buy	\$48.4375									01/03/2010	Common Stock	
Option, Right to Buy	\$53.28									01/31/2011	Common Stock	
Option, Right to Buy	\$61.36									2/01/2012	Common Stock	
Option, Right to Buy	\$26.8125									7/01/2005	Common Stock	
Option, Right to buy	\$60.75									1/02/2008	Common Stock	
Option, Right to Buy	\$79.9375									7/01/2008	Common Stock	

Explanation of Responses:

1. Disposition of shares to the issuer to satisfy the tax withholding obligation associated with the vesting of restricted stock. Shares indicate corrected amount withheld due to incorrect withholding rate initially provided by the Corporation's third party vendor. The withholding and disposition of shares to the issuer is exempt under Rule 16b-3(e).

SIGNATURE OF REPORTING PERSON

R Eugene Taylor

R. Eugene Taylor