



Stock Option (Right to buy)	\$57.5600	11/01/2000	A	2573	(01)	11/21/2007	Common Stock	2573	\$57.5600	2573	D
Stock Option (Right to buy)	\$57.5600	11/01/2000	A	4614	(01)	05/20/2009	Common Stock	4614	\$57.5600	4614	D
Phantom Stock Units		12/31/2000	A	213.0381	(02)	(03)	Common Stock	213.0381		789.6681	D
						(03)			(02)	(04)	

Explanation of Responses:

- (01) These options become exercisable twelve months from the grant date.
- (02) Conversion or Exercise Price of Derivative Security is 1 to 1.
- (03) Phantom Stock Units accrued under the Director Deferred Compensation Plan are to be settled in the Company's common stock upon the reporting person's separation from service.
- (04) Since the reporting person's last report, 471 Phantom Stock Units reported indirectly held are directly held.

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

/s/Mary F. Eure (POA)

02/14/2001

\*\*Signature of Reporting Person

Date

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

SEC 2270 (7-96)

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMD Number

