| OMB APPROVAL |  |
| :--- | ---: |
| OMB Number: <br> Estimated average burden <br> hours per response: | 0.5 |

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940



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

| 1. Title of Security (Instr. 3) | 2. TransactionDate(Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. <br> Transaction Code (Instr. <br> 8) |  | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) |  |  | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct <br> (D) or Indirect <br> (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  |  | Code | v | Amount | (A) or (D) | Price |  |  |  |
| Common Stock |  |  |  |  |  |  |  | $24,628^{(1)}$ | D |  |
| Common Stock |  |  |  |  |  |  |  | 4,017.705 ${ }^{(2)}$ | I | By <br> Trustee of 401(k) |
| Common Stock |  |  |  |  |  |  |  | $46.413^{(3)}$ | I | By <br> Trustee <br> of ESOP |

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

| 1. Title of Derivative (Instr. 3) | 2. <br> Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any <br> (Month/Day/Year) | 4. <br> Transaction Code (Instr. <br> 8) |  | 5. Number of Derivative Securities Acquired <br> (A) or Disposed of <br> (D) (Instr. 3, 4 and 5) |  | 6. Date Exercisable and Expiration Date (Month/Day/Year) |  | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) |  | $\begin{array}{\|l} \text { 8. Price of } \\ \text { Derivative } \\ \text { Security } \\ \text { (Instr. 5) } \end{array}$ | 9. Number of derivative Securities Beneficially Owned <br> Following Reported Transaction(s) (Instr. 4) | 10. <br> Ownership <br> Form: <br> Direct (D) <br> or Indirect <br> (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  |  |  | Code | v | (A) | (D) | Date <br> Exercisable | Expiration Date | Title | Amount or Number of Shares |  |  |  |  |
| Option (right to buy) | \$31.3 |  |  |  |  |  |  | (4) | 02/14/2004 | $\begin{gathered} \text { common } \\ \text { stock } \end{gathered}$ | 5,067 |  | 5,067 | D |  |
| Option (right to buy) | \$31.3 |  |  |  |  |  |  | (4) | 04/19/2005 | $\begin{gathered} \text { common } \\ \text { stock } \end{gathered}$ | 10,000 |  | 10,000 | D |  |
| Option (right to buy) | \$31.3 |  |  |  |  |  |  | (4) | 03/28/2006 | $\begin{gathered} \text { common } \\ \text { stock } \end{gathered}$ | 9,200 |  | 9,200 | D |  |
| Option (right to buy) | \$31.3 |  |  |  |  |  |  | (4) | 03/12/2007 | $\begin{gathered} \text { common } \\ \text { stock } \end{gathered}$ | 414 |  | 414 | D |  |
| Option (right to buy) | \$31.3 |  |  |  |  |  |  | (4) | 04/03/2007 | $\begin{gathered} \text { common } \\ \text { stock } \end{gathered}$ | 9,600 |  | 9,600 | D |  |
| Option (right to buy) | \$31.3 |  |  |  |  |  |  | (4) | 03/01/2008 | $\begin{gathered} \text { common } \\ \text { stock } \end{gathered}$ | 5,000 |  | 5,000 | D |  |
| Option (right to buy) | \$31.3 |  |  |  |  |  |  | (4) | 03/12/2008 | $\begin{aligned} & \text { common } \\ & \text { stock } \end{aligned}$ | 289 |  | 289 | D |  |
| Option (right to buy) | \$31.3 |  |  |  |  |  |  | (4) | 04/01/2008 | $\begin{gathered} \text { common } \\ \text { stock } \end{gathered}$ | 11,500 |  | 11,500 | D |  |
| Option (right to buy) | \$31.3 |  |  |  |  |  |  | (4) | 03/11/2009 | $\begin{aligned} & \text { common } \\ & \text { stock } \end{aligned}$ | 593 |  | 593 | D |  |
| Option (right to buy) | \$31.3 |  |  |  |  |  |  | (4) | 03/31/2009 | $\begin{aligned} & \text { common } \\ & \text { stock } \end{aligned}$ | 11,500 |  | 11,500 | D |  |
| Option (right to buy) | \$31.3 |  |  |  |  |  |  | (4) | 03/29/2010 | $\begin{gathered} \text { common } \\ \text { stock } \end{gathered}$ | 15,333 |  | 15,333 | D |  |
| Option (right to buy) | \$31.3 |  |  |  |  |  |  | 11/16/2004 | 11/15/2011 | $\begin{aligned} & \text { common } \\ & \text { stock } \end{aligned}$ | 23,000 |  | 23,000 | D |  |

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

| 1. Title of Derivative Security (Instr. 3) | 2. <br> Conversion or Exercise Price of Derivative Security | 3. Transaction <br> Date <br> (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. <br> Transaction Code (Instr. 8) |  | 5. Number of Derivative Securities Acquired <br> (A) or Disposed of <br> (D) (Instr. 3, 4 and 5) |  | 6. Date Exercisable and Expiration Date (Month/Day/Year) |  | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) |  | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. <br> Ownership Form: <br> Direct (D) or Indirect <br> (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  |  |  | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |  |  |  |  |
| Option (right to buy) | \$36.66 |  |  |  |  |  |  | (5) | 11/21/2012 | common stock | 28,750 |  | 28,750 | D |  |
| Option (right to buy) | \$24.49 |  |  |  |  |  |  | (5) | 11/18/2010 | common stock | 14,750 |  | 14,750 | D |  |
| Resticted <br> Share <br> Units | (6) | 12/13/2002 |  | J | V | $227.99^{(7)}$ |  | (8) | (8) | common stock | 227.99 | \$36.955 | 9,589.44 | D |  |
| Resticted Share <br> Units ${ }^{(10)}$ | (6) |  |  |  |  |  |  | (8) | (8) | common stock | 4,325 |  | 4,325 | D |  |
| Share Units | (6) | 01/16/2003 |  | F | V |  | $62.72{ }^{(9)}$ | (8) | (8) | $\begin{aligned} & \text { common } \\ & \text { stock } \end{aligned}$ | 62.72 | \$39.14 | 5,201.72 | D |  |
| Share <br> Units | (6) | 07/16/2003 |  | J | V | $322.09^{(7)}$ |  | (8) | (8) | common stock | 322.09 | \$26.45 | 5,523.81 | D |  |
| Share Units | (6) | 12/12/2003 |  | J | V | $102.84{ }^{(7)}$ |  | (8) | (8) | common stock | 102.84 | \$23.79 | 5,626.61 | D |  |
| Resticted <br> Stock <br> Units | (6) | 12/13/2002 |  | J | V | $116.815^{(7)}$ |  | (8) | (8) | common stock | 116.815 | \$28.91 | 4,913.352 | D |  |
| Resticted <br> Stock <br> Units | (6) | 07/16/2003 |  | J | V | $167.228^{(7)}$ |  | (8) | (8) | common stock | 167.228 | \$26.45 | 5,080.58 | D |  |
| Resticted <br> Stock <br> Units | (6) | 12/12/2003 |  | J | V | $52.785^{(7)}$ |  | (8) | (8) | common stock | 52.785 | \$23.79 | 5,131.37 | D |  |
| Phantom Stock Units | (6) | 12/13/2002 |  | J | V | $52.94{ }^{(7)}$ |  | (8) | (8) | common stock | 52.94 | \$36.96 | 2,226.61 | D |  |
| Phantom <br> Stock <br> Units | (6) | 07/16/2003 |  | J | V | $75.78{ }^{(7)}$ |  | (8) | (8) | common stock | 75.78 | \$26.44 | 2,302.39 | D |  |
| Phantom <br> Stock <br> Units | (6) | 12/12/2003 |  | J | V | $24.19^{(7)}$ |  | (8) | (8) | common stock | 24.19 | \$23.79 | 2,326.58 | D |  |

Explanation of Responses:

1. Some of these shares are restricted.
 change in stock price, due to the conversion from units to shares.
 prices.
2. These options have vested.
3. These options vest one-third on each of the first three anniversaries of the date of the grant.
4. These units convert on a one-to-one basis.
5. These units were credited to the reporting person's account as dividend equivalents.
6. This date is not applicable to these units
7. This tax payment is attributable to dividend equivalents
8. The restricted award and dividend equivalents are being reported separately to reflect that the award is restricted and the dividend equivalents are not restricted.

## Remarks:

James M. Quinn, as attorney-infact for Gary P. VanGraafeiland
** Signature of Reporting Person

12/16/2003 Date

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).
** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. $78 f f(\mathrm{a})$.
Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.
Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

