

Edgar Filing: CATHEY HARVE - Form 5

X

--- Officer (give title below) --- Other (specify below)

VICE PRESIDENT FINANCE

7. Individual or Joint/Group Reporting (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 (Instr. 3)	2. Trans- action Date (Month/ Day/ Year)	2A. Deemed Execu- tion Date, if any (Month/ Day/ Year)	3. Trans- action Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price

Balance Forward Common Stock	01/06/03	01/06/03	J	6,619 A See Note
1. Title of Security (Instr. 3)	5. Amount of Securities Benefi- cially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	

Balance Forward Common Stock	18,000	D		
	24,619	D		

Note: Received distribution of vested interest in account with Company's Employee Stock Ownership Plan due to termination of plan.

*If the form is filed by more than one reporting person, see

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instruction 4(b)(v).

(Over)
SEC 2270 (09-02)

FORM 5 (continued)

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

1. Title Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/ Day/ Year)	3A. Deemed Execution Date, if any (Month/ Day/ Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) (D)
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Balance:

ISO granted 12-15-93	\$13.81	Bal Fwd			
ISO granted 06-20-96	\$11.063	Bal Fwd			
ISO granted 01-11-99	\$10.25	Bal Fwd			
SO granted 04-20-00	\$7.0625	Bal Fwd			

1. Title Derivative Security (Instr. 3)	6. Date Exer- cisable and Expiration Date (Month/ Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Deriva- tive Security (Instr. 5)	9. Number of Derivative Securities Benefi- cially Owned at End of Year (Instr. 4)
	Date Exer- cisable	Expira- tion Date	Title Amount or Number of Shares	

Balance:

ISO granted 12-15-93	See Note	12-03	Common Stk.	3,000
ISO granted 06-20-96	See Note	06-06	Common Stk.	15,000
ISO granted 01-11-99	See Note	01-09	Common Stk.	5,000
SO granted	See		Common	

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04-20-00 Note 04-10 Stk. 15,000

1. Title	10. Ownership	11. Nature of
Derivative	of Derivative	Indirect
Security	Security:	Beneficial
(Instr. 3)	Direct (D)	Ownership
	or Indirect	(Instr. 4)
	(I) (Instr. 4)	

Balance:

ISO granted	
12-15-93	D
ISO granted	
06-20-96	D
ISO granted	
01-11-99	D
SO granted	
04-20-00	D

Explanation of Responses:

Note: Each incentive stock option contract expires ten years from date of grant, and provides that shares will become exercisable as follows: 25% after two years; 50% after three years; 75% after four years and 100% after five years; all from date of grant; all option contracts are granted at market price on the date of grant.

/s/Harve Cathey

March 24, 2003

**Signature of Reporting Person

Date

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations. 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 is insufficient, see Instruction 6 for procedure.

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 OMB Number.