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MASCO CORP /DE/
Form 8-K
August 20, 2002

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 8-K
CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported) August 20, 2002

Masco Corporation
(Exact name of Registrant as Specified in Charter)

Delaware ----- (State or Other Jurisdiction of Incorporation)	1-5794 ----- (Commission File Number)	38-1794485 ----- (IRS Employer Identification No.)
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21001 Van Born Road, Taylor, Michigan ----- (Address of Principal Executive Offices)	48180 ----- (Zip Code)
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(313) 274-7400

Registrant's telephone number, including area code

Item 5. Other Events

The opinion of John R. Leekley filed herewith is incorporated by reference into the Company's Registration Statements on Form S-3 (No. 333-73802).

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits.

(c) Exhibits

99 Opinion of John R. Leekley

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

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MASCO CORPORATION

By: /s/ John R. Leekley

Name: John R. Leekley
Title: Senior Vice President and
General Counsel

August 20, 2002

EXHIBIT INDEX

99 Opinion of John R. Leekley