

Edgar Filing: OREILLY DAVID E - Form 4

or Beneficially Owned

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1. Title of Security (Instr. 3)	2. Transaction Date (mm/dd/yy)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	(A) Amount	(D) or Price
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Common Stock

	04/29/03	S		83,500	D \$29.6103
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Common Stock

Common Stock

* If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

(Print or Type Responses)

(Over)

(Form 4-07/99)

FORM 4 (continued)

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

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2. Conver- sion or Exer-	4.	5. Number of Derivative Securities	6. Date	7. Title and Amount of Underlying Securities
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1. Title of Derivative Security (Instr. 3)	cise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	Trans- action Code (Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	Exercisable and Expiration Date (Month/Day/Year)	(Instr. 3 and 4) ----- Amount or Number of Shares
Employee stock options with tandem withholding right (right to buy)	\$12.25				12/1/98(1) 12/1/07	Common Stock
Employee stock options with tandem withholding right (right to buy)	\$21.31				8/5/00(1) 8/5/09	Common Stock
Employee stock options with tandem withholding right (right to buy)	\$26.51				6/14/02(1) 6/14/11	Common Stock
Employee stock options with tandem withholding right (right to buy)	\$23.55				2/13/04(1) 2/13/13	Common Stock
Variable Prepaid Forward Sales Contract Confirmation					(2) 4/18/05	Common Stock
Variable Prepaid Forward Sales Contract Confirmation					(2) 4/17/06	Common Stock
Variable Prepaid Forward Sales Contract Confirmation					(2) 4/17/07	Common Stock
Variable Prepaid Forward Sales Contract Confirmation					(2) 4/18/05	Common Stock

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Variable Prepaid			
Forward Sales			Common
Contract Confirmation	(2)	4/17/06	Stock

Variable Prepaid			
Forward Sales			Common
Contract Confirmation	(2)	4/17/07	Stock

Variable Prepaid			
Forward Sales			Common
Contract Confirmation	(2)	4/18/05	Stock

Variable Prepaid			
Forward Sales			Common
Contract Confirmation	(2)	4/17/06	Stock

Variable Prepaid			
Forward Sales			Common
Contract Confirmation	(2)	4/17/07	Stock

Variable Prepaid			
Forward Sales			Common
Contract Confirmation	(2)	4/18/05	Stock

Variable Prepaid			
Forward Sales			Common
Contract Confirmation	(2)	4/17/06	Stock

Variable Prepaid			
Forward Sales			Common
Contract Confirmation	(2)	4/17/07	Stock

Explanation of Responses:

All share ending balances have been adjusted to reflect 100% stock dividends in the form of two stock splits: July 31, 1997 and November 15, 1999. Payment dates

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on the dividends were August 31, 1997 and November 30, 1999, respectively.

/s/David E. O'Reilly

4/30/03

David E. O'Reilly

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 provided is insufficient, see Instruction 6 for procedure.

Page 2

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