

Edgar Filing: CORNELL HELEN W - Form 4

7. Individual or Joint/Group Filing (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. Transaction Date (Month/ Day/Year)	2A. Deemed Execution Date, if any (Month/ Day/Year)	3. Transaction Code (Instr. 8) ----- Code V	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) ----- Amount or Price (A) or (D)	5. A S B O R T (a
Common Stock	1/2/03		P	478 (1) A 17.0800	3

TABLE II -- DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIA (E.G., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIE

1. Title of Derivative	2. Conver- sion or Exer- cise Price of Deriv- ative	3. Trans- action Date (Month/ Day/Year)	3A. Deemed Execu- tion Date, if any (Month/ Day/Year)	4. Trans- action Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year) ----- Date Expira-	7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number
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Security (Instr. 3)	Secu- rity	Day/ Year)	Day/ Year)	----- Code V	----- (A) (D)	Exer- cisable	tion Date	Title	of Shares
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Employee Stock Option (Right to buy)	17.6850	2/24/03		A	9,600	(3)	2/24/13	Common Stk.	9,600
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