

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

TABLE II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

Explanation of Responses:

Includes acquisition of 146.08 shares under the Corporation's Employees Stock Purchase Plan, a 16(b)-3 qualified plan and the Dividend Reinvestment Program.

Represents a restricted stock award under the Corporation's 16b-3 qualified 1993 Stock Incentive Plan

N/A

All options and stock appreciation rights are issued under the Corporation's 16b-3 qualified Stock Incentive Plan, including options issued under predecessor plan. The Plans include a feature which permits the exercise price for an option to be paid by withholding a portion of the shares otherwise issuable upon exercise.

Exercisable at the rate of 20% per year, beginning one year after grant date; expires ten (10) years after grant.

SIGNATURE OF REPORTING PERSON
/s/ Robert H. Saunders, Jr.

DATE
02/26/2003

