



Date	Price of Derivative Security	Date	Code	or Disposed of (D)		
Exercisable	Expiration		Code	V	A	D
<S>	<C>	<C>	<C>	<C>	<C>	<C>
<C>						
Non-Qualified Stock Option 07/26/03 (right to buy)	\$4.2300	11/14/02	M			10,000 (2)
Non-Qualified Stock Option 07/26/03 (right to buy)	\$4.2300	11/14/02	M			7,500 (2)
Non-Qualified Stock Option 07/26/03 (right to buy)	\$4.2300	11/14/02	M			7,500 (2)

<CAPTION>  
Table II (PART 2) Derivative Securities Acquired, Disposed of, or Beneficially Owned (Columns 1,3 and 7 through 11)

1) Title of Derivative 11) Nature of Security Indirect Beneficial Ownership	3) Trans- action Date	7) Title and Amount of Underlying Securities Title	8) Price of Deri- vative Security	9) Number of Derivative Securities Beneficially Owned at End of Month	10) D I
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<S>	<C>	<C>	<C>	<C>	<C>
<C>					
Non-Qualified Stock Option Direct (right to buy)	11/14/02	Common Stock	10,000		D
Non-Qualified Stock Option Direct (right to buy)	11/14/02	Common Stock	7,500		D
Non-Qualified Stock Option Direct (right to buy)	11/14/02	Common Stock	7,500	25,000	D

<FN>  
Explanation of Responses:  
  
(1)  
Securities held by Rita L. Atkinson & Richard C. Atkinson as Co-Trustees of the Richard Chatham Atkinson & Rita Loyd Atkinson Family Trust UTA dtd. 12/04/80.  
(2)  
Stock options granted under the Company's Non-Employee Directors' Stock Option Plan. The options vest at the rate of 20% on July 27, 1995, 20% on July 27, 1996, 20% on July 27, 1997, and 40% on July 27, 1998.

</FN>  
</TABLE>  
SIGNATURE OF REPORTING PERSON  
/S/ By: Noreen E. Burns, Attorney-in-Fact  
For: Richard Atkinson  
DATE 11/15/02