COLLENS LEWIS M Form 4 April 16, 2003

FORM 4

_ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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OMB APPROVAL

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Add Collens, Lewis M			ne and Ticl Company		Pe	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) 1555 Astor St., 4	of Reporting Person,				Mo	tatement for nth/Day/Year 31/03	10	∑ Director 10% Owner Officer (give title below) Dther (specify below)			
Chicago, IL 606						F Amendment, e of Original onth/Day/Year)	(C <u>X</u> Pe	7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(City) (State) (Zip)				I Non-D	erivati	Dispose	posed of, or Beneficially Owned			
1. Title of Security (Instr. 3)	2. Trans- action Date (Month/ Day/ Year)	2A. Deemed Execution Date, if any (Month/Day/ Year)	3. Trans action ((Instr. 8 Code	Code	4. Securitie (A) or Disp <u>(Instr. 3, 4</u> Amount	posed o		5. Amount of Securities Beneficially Owned Follow- ing Reported Transactions(s) (Instr. 3 & 4)		· · ·	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	03/31/03		Α	V	531	Α	0 <u>(1</u>		3,514	D	

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g. puts calls warrants options convertible securities)

(e.g., puts, cans, warrants, options, convertible securities)												
2. Conver-	3.	3A.	4.	5.	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Natur		
sion or	Trans-	Deemed	Trans-	Number	and Expiration	Amount of	Derivative	Derivative	Owner-	of Indired		
Exercise	action	Execution	action	of	Date	Underlying	Security	Securities	ship	Beneficia		
Price of	Date	Date,	Code	Derivati	Melonth/Day/	Securities	(Instr. 5)	Beneficially	Form	Ownersh		
Derivative		if any		Securitie	¥ear)	(Instr. 3 & 4)		Owned	of Deriv-	(Instr. 4)		
Security	(Month/	(Month/	(Instr.	Acquire	đ			Following	ative			
	Day/	Day/	8)	(A) or				Reported	Security:			
	Year)	Year)		Dispose	d			Transaction(s)	Direct			
	sion or Exercise Price of Derivative Security	2. Conver- 3. sion or Trans- Exercise action Price of Date Derivative Security (Month/ Day/	2. Conver- 3. 3A. sion or Trans- Deemed Exercise action Execution Price of Date Date, Derivative if any Security (Month/ Month/ Day/ Day/	2. Conver-3.3A.4.sion orTrans-DeemedTrans-ExerciseactionExecutionactionPrice ofDateDate,CodeDerivativeif anySecurity(Month/ (Month/ (Instr.Day/Day/8)	2. Conver-3.3A.4.5.sion orTrans-DeemedTrans-NumberExerciseactionExecutionactionofPrice ofDateDate,CodeDerivatiDerivativeif anySecuritieSecuritieSecurity(Month/ (Month/ (Instr.AcquireDay/Day/8)(A) or	2. Conver- 3. 3A. 4. 5. 6. Date Exercisable sion or Trans- Deemed Trans- Numberand Expiration Exercise action Execution action of Date Price of Date Date, Code Derivative Month/Day/ Security (Month/ (Month/ (Instr. Acquired Day/ Day/ 8) (A) or Or	2. Conver- 3. 3A. 4. 5. 6. Date Exercisable 7. Title and sion or Trans- Deemed Trans- Numberand Expiration Amount of Exercise action Execution action of Date Underlying Price of Date Date, Code Derivative frame Securities Derivative if any Securities Securities Instr. 3 & 4) Security (Month/ (Instr. Acquired Day/ Day/ 8) (A) or	2. Conver- 3. 3A. 4. 5. 6. Date Exercisable 7. Title and 8. Price of sion or Trans- Deemed Trans- Number and Expiration Amount of Derivative Exercise action Execution action of Date Underlying Security Price of Date Date, Code Derivative/Month/Day/ Securities (Instr. 5) Derivative if any SecuritieXear) (Instr. 3 & 4) (Instr. 5) Security (Month/ (Instr. Acquired Day/ Day/ 8) (A) or	2. Conver- 3. 3A. 4. 5. 6. Date Exercisable 7. Title and 8. Price of 9. Number of sion or Trans- Deemed Trans- Number and Expiration Amount of Derivative Derivative Exercise action Execution action of Date Underlying Security Securities Price of Date Date, Code Derivative Month/Day/ Securities (Instr. 5) Beneficially Derivative if any Securites (Instr. 3 & 4) Owned Following Security Day/ Day/ 8) (A) or Or Reported	2. Conver- sion or Exercise action3A.4.5.6. Date Exercisable Annumber and Expiration7. Title and Amount of8. Price of Derivative9. Number of Derivative10.2. Conver- sion or Exercise action3A.4.5.6. Date Exercisable Date7. Title and Amount of8. Price of Derivative9. Number of Derivative10.Price of Derivative Derivative SecurityDate if any (Month/ Day/ Day/Code if any Securitie Securitie Securitie Securitie Securitie Securitie Securitie7. Title and Amount of Underlying Securities (Instr. 3 & 4)8. Price of Derivative Securities (Instr. 5)9. Number of Derivative Owner- Securities Owned of Deriv- Following Reported10.		

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				Code	of (1 (Ins 3, 4 5) V (A)	tr. & (D)	Exer-cisable	Expira- tion Date	Title Amount or Number		× /	(D) or Indirect (I) (Instr. 4)	
										of Shares			
Non-Qualified Stock Option	\$37.1600						07/01/02		Common Stock	15,000	15,000	D	

Explanation of Responses:

(1) These are restricted shares issued under Dean's 1997 Stock Option and Restricted Stock Plan in payment of fees owed for services as an independent director. All such shares are subject to a 3-year vesting period, with the first vesting occurring as of the date the shares were issued.

**Signature of Reporting Person

By: /s/ Lewis M. Collens

04/16/2003

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 is insufficient, See Instruction 6 for procedure.

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