KOHLHEPP ROBERT J

Form 4

October 30, 2002

FORM 4

_ Check this box if no longer subject to Section

obligations may continue.

16. Form 4 or Form 5

See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response. . .0.5

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

Filed By Romeo & Dye's Instant Form 4 Filer www.section16.net

1. Name and Ad Kohlhepp, Rob			ime and Ti HANNIFI		Per	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
(Last) (First) (Middle)				ortin	entification g Person, (voluntary)		Mon	atement for th/Day/Year ober 29, 2002	10	X Director			
(Street) Cincinnati, OH 45262								5. If Amendment, Date of Original (Month/Day/Year)		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)		Zip)	1	[abl				rities Acquired, Di	spose				
Security action Execution			3. Transaction Code (Instr. 8		4. Securition or Dispose (Instr. 3, 4	d of (L		5. Amount of Securities Beneficially Owned Follow-			7. Nature of Indirect Beneficial Ownership		
	Year)	(Month/Day/ Year)	Code	V	Amount	(A) or (D)	Price	ing Reported Transactions(s) (Instr. 3 & 4)		(Instr. 4)	(Instr. 4)		
Common Stock	10/29/02		$\mathbf{A}_{\underline{}}^{(1)}$		918	A	\$43.58	5	1,918	D			

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

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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)											
1. Title of	2. Conver-	3.	3A.	4.	5.	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Nature
Derivative	sion or	Trans-	Deemed	Trans-	Number	and Expiration	Amount of	Derivative	Derivative	Owner-	of Indirect
Security	Excercise	action	Execution	action	of	Date	Underlying	Security	Securities	ship	Beneficial
	Price of	Date	Date,	Code	Derivati	(Month/Day/	Securities	(Instr. 5)	Beneficially	Form	Ownership
(Instr. 3)	Derivative		if any		Securitie	Y ear)	(Instr. 3 & 4)		Owned	of Deriv-	(Instr. 4)
	Security	(Month/	(Month/	(Instr.	Acquired	i			Following	ative	
		-	Day/	8)	(A) or				Reported	Security:	
		Year)	Year)		Dispose	1			Transaction(s)	Direct	
			1								

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

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				of (D) (Instr. 3, 4 & 5)								(D) or Indirect (I) (Instr. 4)		
			Code	V	(A)		Exer-cisable	Expira- tion Date		Amount or Number of Shares				
Option to Buy	\$39.84	8/07/02	A	V	500		8/07/03		Common Stock	500	(2)	500	D	
Option to Buy	\$39.84	8/07/02	A	V	500		8/07/04		Common Stock	500	(2)	500	D	

Explanation of Responses:

(1) Conversion of one hundred percent of director's fees for one-year term of office into restricted stock pursuant to the Corporation's Non-Employee Directors Stock Plan in a transaction exempt under Rule 16b-3.

(2) Granted under the Corporation's Non-Employee Directors Stock Option Plan in a transaction exempt under Rule 16b-3.

By: /s/ THOMAS L. MEYER, ATTORNEY-IN-FACT October 29, 2002

Date

**Signature of Reporting Person

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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^{**}Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).