

OWENS ODELL M
Form 4/A
April 17, 2003

FORM 4

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

OMB APPROVAL

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

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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

Filed By
Romeo and Dye's
Section 16 Filer
www.section16.net

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol			6. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Owens, O'dell M.			U.S. Bancorp (USB)			<input checked="" type="checkbox"/> Director					
(Last)	(First)	(Middle)	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)			4. Statement for Month/Day/Year May 17, 1999			<input type="checkbox"/> 10% Owner		
3849 Washington Avenue									<input type="checkbox"/> Officer (give title below)		
(Street)			5. If Amendment, Date of Original (Month/Day/Year)			7. Individual or Joint/Group Filing (Check Applicable Line)			<input checked="" type="checkbox"/> Form filed by One Reporting Person		
Cincinnati, OH 45229									<input type="checkbox"/> Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	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)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5)			5. Amount of Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 & 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, \$0.01 par value	5/17/99		M	V	18,000	A	\$13.7917			
Common Stock, \$0.01 par value	5/17/99		S		18,000	D	\$28.5975			
Common Stock, \$0.01 par value	5/17/99		M	V	4,500	A	\$21.00			
Common Stock, \$0.01 par value	5/17/99		S		4,500	D	\$28.5975	1,500	D	
Common Stock, \$0.01 par value								38,445.20	I	Deferred Compensation

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)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 & 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Name of Indirect Owner (Instr. 4)
				Code	V	(A)	(D)	Date Exer-cisable	Expira-tion Date					
Non-Employee Director Stock Option (Right to Buy)	\$13.7917	5/17/99		M	V	18,000		4/8/98	4/6/07	Common Stock	18,000	0		
Non-Employee Director Stock Option (Right to Buy)	\$21.00	5/17/99		M	V	4,500		4/14/99	4/14/08	Common Stock	18,000	13,500	D	
Non-Employee Director Stock Option (Right to Buy)	\$29.4167								3/9/09	Common Stock	10,800	10,800	D	

Explanation of Responses:

By: /s/ **Lee R. Mitau**
For O'dell M. Owens
 **Signature of Reporting Person

4/17/03
 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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