



FORM 4 (continued)

Table II -- Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	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 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 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. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Common Stock Par Value \$1.00	\$28.30	09/29/2005		M			5832	(1)	(1)	Common Stock	5832	\$28.30	173216	D	
Common Stock Par Value \$1.00	\$28.30	09/29/2005		M			4158	(1)	(1)	Common Stock	4158	\$28.30	169058	D	
Common Stock Par Value \$1.00	\$28.30	09/29/2005		M			3548	(1)	(1)	Common Stock	3548	\$28.30	165510	D	
Common Stock Par Value \$1.00	\$28.30	09/29/2005		M			2848	(1)	(1)	Common Stock	2848	\$28.30	162662	D	
Common Stock Par Value \$1.00	\$28.30	09/29/2005		M			3132	(1)	(1)	Common Stock	3132	\$28.30	159530	D	

Explanation of Responses: See attached footnote page.

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

Marcia S. Blaylock, By Power of Attorney

09/29/2005

Date

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

\*\* Signature of Reporting Person

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Vested and Issued Employee Restricted Stock Units