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BERNDT RICHARD O

Form 4 March 27, 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

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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

1. Name and A Berndt, Richa			ne and Tic Mortgage &		Symbol C ("MMA")	Pe	Relationship or erson(s) Issuer (Check	of Reporting all applicable)					
				rting	ntification N Person, voluntary)	Number	Moı	tatement for nth/Day/Year rch 27, 2003	10	X Director			
(Street) Baltimore, MD 21210							Date			7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person			
(Cit	y) (State) (Zip)	T	able	I Non-D	erivati	ive Seci	irities Acquired, Dis	pose	d of, or Benef	icially Owned		
1. Title of Security (Instr. 3)	2. Trans- action Date	2A. Deemed Execution Date,	3. Transaction C	Code	4. Securitie (A) or Disp (Instr. 3, 4	osed o		5. Amount of Securities Beneficially		ship Form:	7. Nature of Indirect Beneficial		
	(Month/ Day/ Year)	if any (Month/Day/ Year)	Code	V	Amount	(A) or (D)	Price	Owned Following Reported Transactions(s) (Instr. 3 & 4)		or Indirect (I) (Instr. 4)	Ownership (Instr. 4)		
Common Shares <u>(1)</u>	3/25/03		A		168.705	A	23.71	16,018	.315				

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)

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	Exercise	action	Execution	action	of	Date	Underlying	Security	Securities	ship	Beneficial
	Price of	Date	Date,	Code	Derivati	ØMonth/Day/	Securities	(Instr. 5)	Beneficially	Form	Ownership
(Instr. 3)	Derivative		if any		Securiti	X ear)	(Instr. 3 & 4)		Owned	of Deriv-	(Instr. 4)
	Security	(Month/	(Month/	(Instr.	Acquire	d			Following	ative	
		-		8)	(A) or				Reported	Security:	
		Year)	Year)		Dispose	d			Transaction(s)	Direct	

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

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			О	of (I))					` /	(D)	
											or	
			(.	Inst	r.						Indirect	
			3	3, 4	&						(I)	
			5	5)							(Instr. 4)	
		Code	V (A)				Title	Amount			
						Exer-cisable	tion		or			
							Date		Number			
									of			
									Shares			

Explanation of Responses:

(1) Shares awarded in accordance with the 2001 Non-Employee Directors' Share Plan.

By: /s/ Angela A. Barone

3/27/03 Date

**Signature of Reporting Person

**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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