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MASCITELLI FRANCESCO Form 4 January 21, 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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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

| Name and Ad Mascitelli Fran | | | me and Tio p, Inc, (AT | | Tradiı | ng Symbol | | of Reporting (all applicable) | | | | | |
|--|---|----------------------|---|------|---|--|----------------------------------|---|--|---|--|--|--|
| (Last) 475 West Terra | 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) | | | | | Statement for lonth/Day/Year l/20/03 | | | | | | | |
| | | | | | | | <u>Executive</u> Officer | | | | | | |
| | (Street) | | | | | | 5. | If Amendment, | 7. Individual or | 7. Individual or Joint/Group Filing | | | |
| Crystal Lake, IL 60014 | | | | | | | | ate of Original Aonth/Day/Year) | X Form filed by Person Form filed by | (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | |
| (City |) (State) | (Zip) | Т | able | e I Non-I | Derivat | sposed of, or Beneficially Owned | | | | | | |
| 1. Title of Security (Instr. 3) | of 2. Trans- 2A. Deemed action Execution | | 3. Trans action C (Instr. 8 Code | ode | 4. Securitie (A) or Disj (Instr. 3, 4 Amount | posed o | | 5. Amount of Securities Beneficially Owned Follow- | 6. Owner- ship Form: Direct (D) or Indirect (I) | 7. Nature of Indirect Beneficial Ownership | | | |
| | Year) | (Month/Day/ Year) | | | | or (D) | | ing Reported Transactions(s) (Instr. 3 & 4) | (Instr. 4) | (Instr. 4) | | | |

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. nuts calls warrants antians convertible securities)

| (e.g., puts, cans, warrants, options, convertible securities) | | | | | | | | | | | | |
|---|------------|-----------|-----------|---------|------------|---------------------|----------------|-------------|----------------|-----------|------------|--|
| 1. Title of | 2. Conver- | 3. Trans- | 3A. | 4. | 5. Number | 6. Date Exercisable | 7. Title and | 8. Price of | 9. Number of | 10. | 11. Natu | |
| Derivative | sion or | action | Deemed | Trans- | of | and Expiration | Amount of | Derivative | Derivative | Owner- | of Indire | |
| Security | Exercise | Date | Execution | action | Derivative | Date | Underlying | Security | Securities | ship | Beneficia | |
| | Price of | | Date, | Code | Securities | (Month/Day/ | Securities | (Instr. 5) | Beneficially | Form | Ownersh | |
| (Instr. 3) | Derivative | (Month/ | if any | | Acquired | Year) | (Instr. 3 & 4) | | Owned | of Deriv- | (Instr. 4) | |
| | Security | Day/ | (Month/ | (Instr. | (A) or | | | | Following | ative | | |
| | | Year) | - | 8) | Disposed | | | | Reported | Security: | | |
| | | | Year) | | of (D) | | | | Transaction(s) | Direct | | |
| | | | | | | | | | (Instr. 4) | (D) | | |
| | | | | | | | | | | | | |

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| | | | | | (Instr. 3 & 5) | 3, 4 | | | | | | or Indirect | | |
|-----------------|-------|----------|------|---|-------------------|------|--------------|-------------------------|-----------------|--|--|----------------|-------------------|--|
| | | | Code | v | (A) | | Exer-cisable | Expira- tion Date | | Amount or Number of Shares | | | (I) (Instr. 4) | |
| Stock Option | 30.25 | 01/20/03 | Α | | 15,000 | | (1) | | Common Stock | 15,000 | | 15,000 | D | |

Explanation of Responses:

(1) The option vests in three equal annual installments beginning on the first anniversary of the grant date.

By: /s/ Francesco Mascitelli by Stephen J. Hagge as attorney-in-fact

<u>01/21/03</u> 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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