

Edgar Filing: MCGUIRE JOSEPH G - Form 5

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

FORM 5 (CONTINUED)

TABLE II -- DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIAL
(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)	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.
				(A) (D)	Date Exercisable	Expiration Date

OPTION	3.62	10/27/2000	X	1,312		
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OPTION	12.97	9/27/2001	J(2)	25,000	9/27/02	9/27/07
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1. Title of Derivative Security	9. Number of Derivative	10. Ownership of Derivative	11. Nature of Indirect
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(Instr. 3)	Securities Beneficially Owned at End of Year (Instr. 4)	Security: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
OPTION	82,400	D	
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Explanation of Responses:

1. Gift of 1,480 shares to Bethany Congregational Church, Foxboro, MA.
2. The 25,000 option shares granted 9/27/2001 are subject to an annual vesting schedule, to be fully vested by 9/27/2004.

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

/s/ J

**Sig

Note: File three copies of this Form, one of which must be manually signed.
 If space provided is insufficient, see Instruction 6 for procedure.
 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 number.