TURNER JIM L Form 4/A April 23, 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

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

OMB APPROVAL

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 Name and Ado Turner, Jim L. 			ne and Ticl Company		Pe	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
(Last) (First) (Middle)				of Reporting Person, if an entity (voluntary)				tatement for nth/Day/Year 31/03	10	X Director			
(Street) Dallas, TX 75225								Amendment, e of Original onth/Day/Year) 1.6/03	(C <u>X</u> Pe	C. Individual or Joint/Group Filing Check Applicable Line) ✓ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State) (Zip)	T	able	I Non-D	erivati	ve Secu	irities Acquired	, Dispose	d of, or Benef	icially Owned		
. Title of 2. Trans- 2A. Deem Security action Execution Instr. 3) Date Date,			3. Trans-4. Securities Acquir action Code (A) or Disposed of (Instr. 8) (Instr. 3, 4 & 5)					5. Amount of Securities Beneficially		6. Owner- ship Form: Direct (D)	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 Stock	03/31/03		A	V	460	A	0(1))	106,446	D			

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. nuts calls warrants ontions convertible securities)

(e.g., pais, cans, warrants, options, convertible securities)													
Title of	2. Conver-	3.	3A.	4.	5.	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Natui		
erivative	sion or	Trans-	Deemed	Trans-	Number	and Expiration	Amount of	Derivative	Derivative	Owner-	of Indire		
ecurity	Exercise	action	Execution	action	of	Date	Underlying	Security	Securities	ship	Beneficia		
	Price of	Date	Date,	Code	Derivati	(Medonth/Day/	Securities	(Instr. 5)	Beneficially	Form	Ownersh		
nstr. 3)	Derivative		if any		Securition	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			
	erivative ecurity	erivative sion or Exercise Price of Derivative Security	Title of 2. Conver-3. Trans- ecurity Exercise action Price of Date Derivative Security (Month/ Day/	Title of erivative sion or Transbucurity Exercise action Execution Price of Date Date, if any Security (Month/Day/Day/Day/	Title of 2. Conversion or Sion or Trans- Exercise Exercise action Execution Price of Date Date, Code Instr. 3) Title of 2. Conversion Sion or Trans- Execution Execution Date Date, Code If any Security (Month/ (Month/ Day/ Day/ 8)	Title of 2. Conver-3. 3A. 4. 5. Perivative sion or Trans- Deemed Trans- Decemed Exercise action Execution action of Price of Date Date, Code Derivati Security (Month/ (Month/ Day/ Day/ 8) (A) or	Title of 2. Conver-3. 3A. 4. 5. 6. Date Exercisable erivative sion or Trans- Exercise action Execution action of Date Price of Date Date, Code Derivative Security (Month/ Day/ Securities) Security (Month/ Day/ Day/ B) (A) or Securities 1	erivative sion or Trans- ccurity Exercise action Price of Date Derivative Security Security Security Security Day/ Derivative Day/ Deprivative Security (Month/ Day/ Securities) Deprivative Security (Month/ Day/ Securities) Deprivative Security (Month/ Day/ Securities) Number and Expiration Of Date Underlying Securities Securities Securities (Instr. 3 & 4)	Title of erivative sion or Transbuckerity Exercise action Price of Date Detervative Date, Code Derivative Security Secur	Title of sion or Transberrivative Exercise action Price of Date Date, Derivative Security Sec	Title of sion or Transbucurity Exercise action Execution action Date Date, Code Derivative Security Se		

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

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			Code	(I 3, 5)	nstr. 4 &				Amount or		(D) or Indirect (I) (Instr. 4)	
							Date		Number of Shares			
Non-Qualified Stock Option	\$6.0300					07/16/96	07/16/06	Common Stock	17,000	17,000	D	
Non-Qualified Stock Option	\$13.5300					06/10/97	06/10/07	Common Stock	25,500	25,500	D	
Non-Qualified Stock Option	\$29.3150					06/30/98	6/30/08	Common Stock	15,000	15,000	D	
Non-Qualified Stock Option	\$20.9375					06/30/09	6/30/09	Common Stock	15,000	15,000	D	
Non-Qualified Stock Option	\$24.4375					6/30/00	6/30/10	Common Stock	15,000	15,000	D	
Non-Qualified Stock Option	\$26.5500					6/29/01	6/29/11	Common Stock	15,000	15,000	D	
Non-Qualified Stock Option	\$37.1600					7/01/02 ⁽²⁾	7/01/12	Common Stock	15,000	15,000	D	

Explanation of Responses:

(1) These are restricted shares issued under Dean's 1997 Stock Option and Restricted Stock Plan in payment of fees owed for services as an independent director. All such shares are subject to a 3-year vesting period, with the first vesting occurring as of the date the shares were issued. (2) All the options listed on this Table II were granted under the Issuer's Amended and Restated Stock Option and Restricted Stock Plan, and are fully vested and immediately exercisable.

By: /s/ Jim L. Turner

04/22/2003

Date

**Signature of Reporting Person

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