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<input type="checkbox"/> Commercial Paper Rate	
<input type="checkbox"/> CMT Rate	Spread : Plus 18 basis points (.
<input type="checkbox"/> Federal Funds Rate	
<input checked="" type="checkbox"/> LIBOR Telerate	Initial Interest Rate: TBD.
<input type="checkbox"/> LIBOR Reuters	
<input type="checkbox"/> Prime Rate	Interest Rate Reset Period: Quart
<input type="checkbox"/> 91-Day Treasury Bill Rate	

Reset Date(s): Each January 25th, April 25th, July 25th and October 25th during the term of the Notes, beginning April 25, 2002, subject to following business day convention.	Interest Payment Date(s): Each January 25 and October 25th Notes, and the April 25, 2002, day convention.
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Interest Determination Date: 2 London and New York Business Days prior to the related Reset Date.	Interest Period: From and includ Payment Date (o the case of the Period) to but Interest Payment the case of th Period).
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Lock-in Period Start Date: Not Applicable.	Accrual Method: Actual/360.
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Maximum Interest Rate: Not Applicable.	Minimum Interest Rate: Not App
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Form: Book-entry.

Denominations: \$1,000 minimum and integral multiples of \$1,000 in excess thereof.

Trustee: JPMorgan Chase Bank, formerly known as The Chase Manhattan Bank.

Issue Price: 100%.

Agent's Commission: 0.039%.

Net Proceeds: \$49,980,500.

Agent: Salomon Smith Barney, Inc. is acting as underwriter for this issuance.

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