GEYER STAN Form 4/A December 03, 2002

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

_ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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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

Filed By Romeo & Dye's Instant Form 4 Filer www.section16.net

1. Name and A	Address of Rep			er Name ar			Per to I	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last	, , ,	of I	Repo	S. Identifications described in the second s	on,		4. Statement for Month/Day/Year December 3, 2002	109	X Director 10% Owner Officer (give title below) Other (specify below)			
Chaska, MN	(Street) 55318						(Cł <u>X</u> I Per _ I	7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person				
(Ci	ty) (State)	(Zip)		7	Гable I	Non-l	Deriva	tive Securities Acquire	d, Disposed	sed of, or Beneficially Owned		
1. Title of Security (Instr. 3)	action Execution action Date Date, (Month/ Day/ if any			1	4. Securiti Acquired Disposed (Instr. 3, 4 Amount	(A) of (D) of (A) (A) or	or)))	5. Amount of Securities Beneficially Owned Following Reported Transactions(s)	6. Owner-ship Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	11/27/02		G	V	1,500	(D) D	N/A	(Instr. 3 & 4)				
Common Stock	11/27/02		G	V	73,500	D	N/A	493,121	D D	by trust		
Common Stock								15,000	I	by SBCA Charitable Remainder Unitrust ⁽¹⁾		
Common Stock	11/27/02		G	V	1,500	D	N/A					
Common Stock	11/27/02		G	V 73,500 D N/A		338,918	B I	by family members				
Common Stock								400,000	I	by Transend Company, LP ⁽²⁾		
Common Stock								30,925	5 I	by family foundation		
Common Stock	11/27/02		G	V	73,500	A	N/A					

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Common Stock	11/27/02	G	V	3,000	A	N/A			
Common Stock	11/27/02	G	V	73,500	A	N/A	150,000	I	by Transend Company II, LP ⁽³⁾
Common Stock	11/27/02	G	V	1,500	A	N/A			
Common Stock	11/27/02	G	V	1,500	A	N/A			
Common Stock	11/27/02	G	V	3,000	D	N/A	0	I	by CHAE Industries, LLC(4)
Common Stock							291,878	I	by ESOP

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	5. <i>6</i>		6. Date Exercisable		7. Title and		8. Price of	9. Number of	10.	11. Nature
Derivative	sion or	Trans-	Deemed	Trans-	N	lum	ber	and Expiratio	n	Amount o	f	Derivative	Derivative	Owner-	of Indirect
Security	Exercise	action	Execution	action	o	f		Date		Underlying		Security	Securities	ship	Beneficial
	Price of	Date	Date,	Code	D	eriv	ati	Month/Day/ Securities			(Instr. 5)	Beneficially	Form	Ownership	
(Instr. 3)	Derivative		if any		S	ecui	ritio	X ear)	(Instr. 3 & 4)			Owned	of Deriv-	(Instr. 4)	
	Security	(Month/	(Month/	(Instr.	Α	Acquired							Following	ative	
		Day/		8)	(1	A) o	r						Reported	Security:	
		Year)	Year)		D	ispo	ose	d					Transaction(s)	Direct	
					o	f (D)						(Instr. 4)	(D)	
													,	or	
					(1	[nstr								Indirect	
					3	, 4 &	Š.							(I)	
					5)								(Instr. 4)	
				Code	V (A) (D)	Date	Expira-	Title	Amount				
					ľ	ĺ			tion		or				
									Date		Number				
											of				
											Shares				
Stock	\$ 3.15							(5)	12/11/07	Common	294,574		294,574	D	
Option								_		Stock	,		Í		
(right to															
buy)															
Stock	\$3.15							(6)	2/11/08	Common	254,744		254,744	D	
Option								_		Stock			,		
(right to															
buy)															
Stock	\$9.63							(7)	9/18/10	Common	30,000		30,000	D	
Option								_		Stock	,		Í		
(right to															
buy)															
Stock	\$8.38				Ī			(8)	11/26/10	Common	90,000		90,000	D	
Option								_		Stock	,				
(right to															
buy)															
/															

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

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Stock Option (right to buy)	\$ 11.00			(9)	Common Stock	300	300	D	
Stock Option (right to buy)	\$8.04			(10)	Common Stock	120,000	120,000	D	
Stock Option (right to buy)	\$ 5.90			(11)	Common Stock	100,000	100,000	D	

Explanation of Responses:

- (1) Form 4 was amended to add this indirect ownership which was inadvertently not included in Reporting Person's last Form 4.
- (2) Transend Company, LP is a grantor retained annuity trust and was formed as a part of a series of transactions for estate planning purposes.
- (3) Transend Company II, LP is a grantor retained annuity trust and was formed as a part of a series of transactions for estate planning purposes.
- (4) CHAE Industries, LLC was formed as part of a series of transactions for estate planning purposes.
- (5) 100% vested
- (6) 100% vested
- (7) 15,000 shares are exercisable; 7,500 additional shares will become exercisable on each of August 19, 2003 and 2004.
- (8) 22,500 shares are exercisable; an additional 22,500 shares will vest on each of November 27, 2002, 2003 and 2004.
- (9) 100% vested
- (10) 30,000 shares are exercisable; 30,000 additional shares will become exercisable on each of October 15, 2003, 2004 and 2005.
- (11) 25,000 shares will become exercisable on each of October 15, 2003, 2004, 2005 and 2006.

By: /s/ Lori Cameron December 3, 2002

Attorney-in-Fact for Stan Geyer

**Signature of Reporting Person

Date

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).