FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

OMB APPROVAL
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

(Print or Type Responses)

1. Name and Address of	of Reporting Person	k	2. Issuer Na	ame and Ticke	r or Tradi	ng Sy	mbol		6. Rel		of Reporting Person(s) ck all applicable)	to Issuer	
									X	Director		10% Owner	
			В	rown & Bi	rown, I	nc. ((BRO)			Officer (g title belov		Other (specify below)	
Riedman	John	R.											
(Last)	(First)	(Middle)	3. I.R.S. Ide Number of Person, if (Voluntar	of Reporting an entity	Mo	onth/	ent for Day/Year	3	7. Ind	ividual or	Joint/Group Filing (Ch	eck Applicable L	ine)
1125 West Side I	Orive						ndment,		X	Form file	d by One Reporting Pe	erson	
	(Street)		\dashv				Original /Day/Year)			Form file	d by More than One R	eporting Person	
Rochester	NY	14624											
(City)	(State)	(Zip)		7	able I ¾	Non	-Derivative	Secu	rities A	cquired,	Disposed of, or Benef	icially Owned	
1. Title of Security (Instr. 3)			2. Trans- action Date	2A. Deemed Execution Date, if any (Month/	3. Trans- action Code (Instr.8	B)	4. Securities or Dispos (Instr. 3,	sed of 4 and	(D) ` 5)	,	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Owner- ship Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Owner- ship
			Day/ Year)	`Day/ Year)	Code	V	Amount	(A) or (D)		Price	(Instr. 3 and 4)	(Instr. 4)	(Instr. 4)
Common Stock, \$.10	par value		1/31/03		A	V	500	A	N/A		21,680	D	
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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).

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(Over) SEC 1474 (9-02)

FORM 4 (continued)					Т	able II ¾ D	erivative Se	curities A	Acquired,	Dispose	d of, or Beneficially	Owned			
											rtible securities)				
Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	action Date	3A. Deemed Execution Date, if any (Month/ Day/ Year)	4. Trans- action Code (Instr.		5. Number o ative Secu quired (A) posed of ((Instr. 3, 4	rities Ac- or Dis- D)	6. Date cisabl Expir Date (Mon Year)	e and	Unde	and Amount of rlying Securities . 3 and 4)	8. Price of Deriv- ative Secur- ity (Instr. 5)	9. Number of deriv- ative Secur- ities Bene- ficially Owned Follow-	10. Owner-ship Form of Deri- vative Security: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
			iear)	Code	V	(A)	(D)	Date Exer- cisable	Expira- tion Date	Title	Amount or Number of Shares		ing Reported Trans- action(s) (Instr. 4)	(I) (Instr. 4)	
None.															
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Explanation of Responses

** 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.

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.

/S/ JOHN R. RIEDMAN

1/31/03

**Signature of Reporting Person
JOHN R. RIEDMAN

Date

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