FORM 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

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

[] Form 3 Holdings Reported

[] Form 4 Transactions Reported

ANNUAL 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

1. Name and Addr	Name and Address of Reporting Person*		2. Issuer Name and Ticker or Trading Symbol						6. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
									irector	X	10% Owner				
		Hyatt X Officer (give title below) Other (specify below) (Middle) 3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary) 4. Statement for Month/Year 7. Individual or Joint/Group Reporting (check applicable line) 5. If Amendment, Date of Original (Month/Year) 5. If Amendment, Date of Original (Month/Year) X Form Filed by One Reporting Person													
Brown	J.	Hyatt						Chairman and Chief Executive Officer							
(Last)	(First)	(Middle)	Number of Person, if	f Reporting an entity											
213 Riverside			,					X Form Filed by One Reporting Person							
	(Street)]					F	orm Filed by More tha	n One	e Reporting Perso	on			
Ormond Beac	ch FL	32176													
(City)	(State)	(Zip)	Table I ¾ Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
1. Title of Security (Instr. 3)			2. Trans- action Date (Month/ Day/ Year)	2A. Deemed Execu- tion Date, if any (Month/ Day/ Year)	3. Trans- action Code (Instr.8)	4. Securities Au Disposed of (Instr. 3, 4 au Amount	(D)) or Prio	5. Amount of Securities Be eficially Own at end of Issuer's Fisca Year (Instr. 3 and 4	ied 1	6. Owner- ship Form: Di- rect (D) or Indi- rect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
Common Stock,	\$.10 par value		12/3/02	Teal)	G	2,245	D	N/A	18,335		D**				
Common Stock,									10,870,664		I	Limited Partnership			
			<u> </u>		<u> </u>	<u> </u>					ļ				
L			<u> </u>		<u> </u>										

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

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(Over) SEC2270 (9-02)

**Joint with Spouse

FORM 5 (continued)	1													
FORM 5 (continued)	Table II ¾ Derivative Securities Acquired, Disposed of, or Beneficially Owned													
	(e.g., puts, calls, warrants, options, convertible securities)													
1. Title of Derivative Security (Instr. 3)	2. Conver- sion or Exercise Price of Deriva- tive Sec- urity	3. Trans -action Date (Month/ Day/ Year)	3A. Deem -ed Ex- ecution Date, if any (Month/ Day/ Year)	4. Trans- action Code (Instr.8)	5. Number of Deriva- tive Securities Ac- quired (A) or Dis- posed of (D) (Instr. 3, 4 and 5)		6. Date Exercis- able and Expi- ration Date (Month/Day/ Year)		7. Title and Amount of Underly- ing Securities (Instr. 3 and 4)		of De- riva- tive Secu- rity	9. Number of De- rivative Securi- ties Ben- eficially Owned at End of	10. Owner- ship of Deriva- tive Se- curity: Direct (D) or Indirect	11. Nature of Indirect Benefi- cial Owner- ship (Instr. 4)
					(A)	(D)	Date Exer- cisable	Expira- tion Date	Title	Amount or Number of Shares	l` ´l'	Year (Instr. 4)	(I) (Instr. 4)	
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1		1	1						1	1	1	1	1	1

Explanation of Responses:

(1) Based upon information supplied as of 12/31/02 by the Plan's recordkeeper. Number of shares varies periodically based on contributions to the plan.

/S/ J. HYATT BROWN

1/28/03 Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

**Signature of Reporting Person J. Hyatt Brown

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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