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UKROP JAMES E Form 5 February 07, 2003

FORM 5

_ 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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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

OMB APPROVAL

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| 1. Name and Add Ukrop James E | lress of Repor | ting Person* | 2. Issuer Nar Owens & M | | | 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
|----------------------------------|--|----------------------------------|--|--|--|---|---|--|-----------------|--|--|
| (Last) 4800 Cox Rd. | 3. I.R.S. Iden of Reporting if an entity (| Person, | 4. Stat Month 2/6/03 | ement for /Year | X Director 10% Owner Officer (give title below) Other (specify below) | | | | | | |
| Glen Allen, VA | (Street) 23060 | | | | Date o | Date of Original (Month/Year) | | 7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | |
| (City) | (State) (| Zip) | Table | I Non-D | erivati | ve Securit | ies Acquired, Disp | pose | ed of, or Benef | icially Owned | |
| Security | 2. Trans- action Date | 2A. Deemed Execution Date, | 3. Trans- action Code (Instr. 8) | 4. Securitie or Dispose (Instr. 3, 4 | d of (D | | 5. Amount of Securities Beneficially | | | 7. Nature of Indirect Beneficial | |
| (msu. 5) | | if any (Month/Day/ Year) | (msu. 6) | Amount | (A) or (D) | Price | Owned at End of Issuer's Fiscal year (Instr. 3 & 4) | | or Indirect (I) | | |
| Common Stock | 12/31/02 | 12/31/02 | G | 8,058 | D | \$16.979 | | 216 | D | | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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FORM 5 (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. | 6. Date Exercisable | 7. Title and | 8. Price of | 9. Number | 10. | 11. Nature |
|-------------|------------|---------|-----------|---------|-----------|---------------------|----------------|-------------|--------------|-----------|-------------|
| Derivative | sion or | Trans- | Deemed | Trans- | Number | and Expiration | Amount of | Derivative | of | Owner- | of Indirect |
| Security | Exercise | action | Execution | action | of | Date | Underlying | Security | Derivative | ship | Beneficial |
| | Price of | Date | Date, | Code | Derivati | Me Ionth/Day/ | Securities | (Instr. 5) | Securities | Form | Ownership |
| (Instr. 3) | Derivative | | if any | | Securitie | X ear) | (Instr. 3 & 4) | | Beneficially | of Deriv- | (Instr. 4) |
| | Security | (Month/ | (Month/ | (Instr. | Acquire | d | | | Owned | ative | |
| | | Day/ | | 8) | (A) or | | | | at End of | Security: | |
| | | Year) | Year) | | Dispose | d | | | Year | Direct | |

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

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| | | | (Ins | (Instr. 3, 4 & 5) | | | | | | (D) or Indirect (I) (Instr. 4) | |
|-----------------|--|--|------|-------------------|--------------|--|--|--|--------|--|--|
| | | | (A) | | Exer-cisable | | | Amount or Number of Shares | | | |
| Stock Option | | | | | | | | | 15,000 | D | |

Explanation of Responses:

By: /s/ James E. Ukrop

2/7/03 Date

D

**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).