#### STAVROPOULOS WILLIAM S

Form 4 April 21, 2003

## FORM 4

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

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

#### 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 a	Address of Repo			me and Tio		_	g Symbol	Person(s)	ship of Reporting  Sheck all applicable)				
(Last		3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)				Mo	Statement for onth/Day/Year 18/03	_ Officer (	X Director				
Midland, MI	(Street) 48674					Dat	f Amendment, te of Original onth/Day/Year)	cinal (Check Applicable					
(City) (State) (Zip)				Table I Non-Derivative Securities Acquired,						Disposed of, or Beneficially Owned			
1. Title of Security (Instr. 3)	action	2A. Deemed Execution Date, if any (Month/Day/ Year)	3. Trans action C (Instr. 8 Code	ode	4. Securition (A) or Disposition (Instr. 3, 4) Amount	posed o	f (D)	5. Amount of Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 & 4)	6. Owner ship Forr Direct (D or Indirec (Instr. 4)	n: Indirect Beneficial ct (I) Ownership			

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)

		( •	Si, Paris,	•••••	100220039	perons, con cres	910 8000110108)				
1. Title of	2. Conver-	3. Trans-	3A.	4.	5. Number	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Natui
Derivative	sion or	action	Deemed	Trans-	of	and Expiration	Amount of	Derivative	Derivative	Owner-	of Indire
Security	Exercise	Date	Execution	action	Derivative	Date	Underlying	Security	Securities	ship	Beneficia
	Price of		Date,	Code	Securities	(Month/Day/	Securities	(Instr. 5)	Beneficially	Form	Ownersh
(Instr. 3)	Derivative	(Month/	if any		Acquired	Year)	(Instr. 3 & 4)		Owned	of Deriv-	(Instr. 4)
	Security	Day/	(Month/	(Instr.	(A) or				Following	ative	
		Year)	Day/	8)	Disposed of				Reported	Security:	
			Year)		(D)				Transaction(s)	Direct	
									(Instr. 4)	(D)	
					(Instr. 3, 4				(======================================	or	
							1				

<sup>\*</sup> If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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					& 5)								Indirect	
			Code	V	(A)			Expira-	Title	Amount			(I) (Instr. 4)	
							Exer-cisable	tion		or			(1118tt . 4)	
								Date		Number				
										of				
										Shares				
Phantom	04/18/03		$\mathbf{A}^{(1)}$		66.5218				Common	66.5218	\$22.549	12,821.0395 <sup>(2)</sup>	D	
Deferral									Stock					
Shares														

Explanation of Responses:

(1) SHARES OF PHANTOM STOCK ACQUIRED PURSUANT TO BELLSOUTH CORPORATION DEFERRAL PLAN IN TRANSACTION EXEMPT UNDER RULE 16b-3(d).

(2) INCLUDES SHARES OF PHANTOM STOCK ACQUIRED AS A RESULT OF REINVESTMENT OF DIVIDENDS ACCRUED ON PHANTOM SHARES PREVIOUSLY ACQUIRED UNDER VARIOUS DEFERRAL PLANS IN TRANSACTIONS EXEMPT UNDER RULE 16b-3 AND DEFERRED INTO PHANTOM ACCOUNT.

By: /s/ Marcy A. Bass
Attorney in Fact

04/21/03 Date

\*\*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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<sup>\*\*</sup>Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).