## FORM 4

to Section 16. Form 4 or Form 5

obligations may continue. See

Instruction 1(b).

Check this box if no longer subject

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL OMB Number: 3235-0287

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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

Filed By Romeo and Dye's Section 16 Filer www.section16.net

1. Name and Address o  J. S. Standish Co.			me <b>and</b> Ticker or T ernational Corp. ('			6. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (Fir	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)				atement for th/Day/Year 5/2003	Director X 10% Owner Officer (give title below) Other (specify below)				
(Street) Albany, NY 12201-1907			36-3060162			Date	Amendment, of Original nth/Day/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-Derivative Securities Acquired, Disposed of, or Beneficially Owned							
1. Title of Security (Instr. 3)	action Date	2A. Deemed Execution Date, if any (Month/Day/ Year)	3. Transaction Code (Instr. 8) Code		4. Securities Acqui (D) (Instr. 3, 4 & 5)  Amount	red (A) (A) or	or Disposed of Price	5. Amount of Securities Beneficially Owned Follow- ing Reported Transactions(s) (Instr. 3 & 4)	6. Owner-ship Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Class A Common Stock	01/15/03		С		300,000	(D) <b>A</b>	1-for-	1	D	
Class A Common Stock	1/15/03 <sup>(1)</sup>		S		300,000	D	\$22.5	1 (	D	

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. Trans-	- 3A.	4.	5. Numbe	er of Derivative	6. Date		7. Title an	d Amount	8. Price of	9. Number of	10.	11. Nature
Derivative	sion or	action	Deemed	Trans-	Securities	s Acquired (A) or	Exercisa	able	of Underly	ying	Derivative	Derivative	Owner-	of Indirect
Security	Exercise	Date	Execution	action	Disposed	of (D)	and Exp	iration	Securities		Security	Securities	ship	Beneficial
	Price of		Date,	Code			Date		(Instr. 3 &	(4)	(Instr. 5)	Beneficially	Form	Ownership
(Instr. 3)	Derivative		if any		(Instr. 3,	4 & 5)	(Month/Da	ay/	ľ		ĺ	Owned	of	(Instr. 4)
l` í	Security	Day/ Year)	(Month/	(Instr.			Year)					Following	Deriv-	<u> </u>
		1000)	Day/ Year)	8)	1							Reported	ative	
			""	1								Transaction(s)	Security:	
				Code	(A)	(D)	Date	Expira-	Title	Amount		(Instr. 4)	Direct	
							L_	tion	1	or		ľ	(D)	
				ΙI			cisable	l		Number			or	
				ΙI						of			Indirect	
				ΙI						Shares			(I)	
													(Instr. 4)	
Class B	.(2	01/15/03		С		300,000	<u>(2)</u>	<u>(2)</u> .	Class A	300,000		2,939,113	D	
Common									Common			'''		
Stock				ΙI										

Explanation of Responses:

(1) Sale pursuant to a 10b5-1 plan.

(2) Convertible, on a share-for-share basis, into Class A Common Stock.

By: /s/ J. Spencer Standish, President

<u>January 16, 2003</u>

Date

\*\*Signature of Reporting Person

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.

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

<sup>\*\*</sup>Intentional misstatements or omissions of facts constitute Federal Criminal Violations