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TWYMAN ROBERT J Form 4 April 23, 2003

| FORM 4 | UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549 | | | | | | | |
|---|---|--|----------|--|--|--|--|--|
| [] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b) | STATEMENT OF | CHANGES IN BENEFICIAL OWNERSHIP | | | | | | |
| | | ties Exchange Act of 1934, Sect ction 30(h) of the Investment C | | | | | | |
| 1. Name and Address of Reporting Pers | | d Ticker or Trading Symbol | 6. R | | | | | |
| Twyman, Robert J. | | ncorp, Inc. / GOV | , | | | | | |
| (Last) (First) (Middle) | | | | | | | | |
| 60 Perrin Road | (voruneary) | April 23, 2003 | | | | | | |
| (Street) | | 5. If Amendment, Date of Original (Month/Day/Year) | 7. I | | | | | |
| Potsdam, NY 13676 | | | [X] | | | | | |
| (City) (State) (Zip) | Table I - Non-Deri | vative Securities Acquired, Dis | posed of | | | | | |
| 1. Title 2. Trans- 2A.Deemed 3 of action Execution Security Date Date, if (Instr.3) any (Month/Day, (Month/ Year) Day/Year) | .Trans- 4. Securit action or Disp (Instr. (Instr. 8) | ies Acquired (A) 5. Amou osed of (D) Secu Bene Owne Repo | | | | | | |
| | Code V Amount | (A) or (D) Price | | | | | | |
| | | () - () | | | | | | |

^{**} Not an acquisition or disposition - represents the number of shares, which vested (20%) in the which were awarded to Officers and previously held by Management Recognition Plan (MRP) Trust. The by the officers.

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Reminder: Report on a separate line for each class of securities beneficially owned directly or i * If the form is filed by more than one reporting person, see instruction 4(b)(v).

Potential Persons who respond to the collection of information contained In this form are not required to respond unless the form displays a current control number.

FORM 4 (continued)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (E.G., puts, calls, warrants, options, convertible securities)

| 1. | Title of Derivative Security (Instr. 3) | 2. | Conversion or Exercise Price of Derivative Security | 3. | Transaction Date (Month/Day/ Year) | 3A | Deemed Executi Date, i any (Mo/Dy/ | on f | Transaction Code (Instr. 8) | 5. | Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) |
|----|--|----|---|----|---|----|--|---------|-----------------------------------|----|--|
|----|--|----|---|----|---|----|--|---------|-----------------------------------|----|--|

Code V (A) (D)

Option to \$9.30 Purchase

FORM 4 (continued)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (E.G., puts, calls, warrants, options, convertible securities)

| | | | | | | | | | |
|---------|--|--|----|---|----|--|--|-----|----------------------------|
| 6. | Date Exercisable and Expiration Date (Month/Day/Year | Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. | Price of Derivative Security (Instr. 5) | 9. | Number of 10. Derivative Securities Beneficially Owned Follow- ing Reported Transactions(s) (Instr. 4) | Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. | Na In Be Ow (I |
| Dat | e Expir- | Amount or | | | | | | | |

| Date Exer- cisable | Expir- ation Date | Title | Amount or Number of Shares | | |
|--------------------------|-------------------------|--------|----------------------------|---------|-----------|
| 04/23/03 | 04/23/12 | Common | 2,500 | 2,500 * | D(500 sh) |

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Stock

______ I(2,000 sh) E

Explanation of Responses

* 20% of the options awarded vested and were exercisable on April 23, 2003 and an equal amount will vest on each of April 23, 2004, 2005, 2006 and 2007.

> /s/ ROBERT J. TWYMAN April 23, 2003 /s/ ROBERT J. TWYMAN **Signature of Reporting Person Date

** 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 provided is insufficient, see Instruction 6 for procedure.