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FRANKLIN H ALLEN

Form 5

February 13, 2003

- Name and Address of Reporting Person FRANKLIN, H. ALLEN
 270 Peachtree Street, NW Atlanta, GA 30303
- 2. Issuer Name and Ticker or Trading Symbol Vulcan Materials Company
- 3. IRS or Social Security Number of Reporting Person (Voluntary)
- 4. Statement for Month/Year 12/2002
- 5. If Amendment, Date of Original (Month/Year)
- 6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 - (X) Director () 10% Owner
 - () Officer (give title below) () Other (specify below)
- 7. Individual or Joint/Group Filing (Check Applicable Line)
 - (X) Form filed by One Reporting Person
 - () Form filed by More than One Reporting Person

TABLE I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

+	r		+		+	+			+
1. Title of Security	2. Tı	rans-	2A	.Execu-	13.	Trans- 4.	Securities	Acquired (A	A) 5. Amo
	ac	ction		action		action	or Disposed	l of (D)	Securi
T I	Dε	ate		Date		Code			Benefi
T I	İ					1			Owned
T I	(Mc	onth/		(Month/		1			Follow
	Dε	ay/		Day/	1	+		+	+ Yea
	Υe	ear)		Year)		Am	ount A/	/D Price	1
+	h		+		+		+	+	+

Common Stock (Restricted Stock 05/31/2002