

NAPIER JAMES V
 Form 5
 February 13, 2003

- 1. Name and Address of Reporting Person
 NAPIER, JAMES V.
 3355 Lenox Road, Suite 750
 Atlanta, GA 30326
 US
- 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)
 Director 10% Owner
 Officer (give title below) Other (specify below)
- 7. Individual or Joint/Group Filing (Check Applicable Line)
 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

1. Title of Security	2. Trans-	2A.Execu-	3. Trans-	4. Securities Acquired (A) or Disposed of (D)	5. Amo
	action	action	action		Securi
	Date	Date	Code		Benefi
					Owned
	(Month/	(Month/			Follow
	Day/	Day/			Yea
	Year)	Year)		Amount A/D Price	

Common Stock (Restricted Stock 05/31/2002 A