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VIZANKO JAMES K

Form 4

February 05, 2003

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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_ 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

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

Name and Address of Reporting Person* Vizanko James K.					me and Tic	ker or	P	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) (First) (Middle)				orting	ntification I g Person, voluntary)	Numbe		Statement for onth/Day/Year /03	X	_ Director			
							T	P, CFO & C reasurer	<u> </u>				
Duluth, MN 558	(Street)						Da	f Amendment, te of Original onth/Day/Year)	(() <u>X</u> P()	Check Application Form filed by the erson	y One Reporting y More than One		
(City)	(State) (Zip)	Т	able	I Non-D)erivat	ive Sec	urities Acquired, Di	spose	ed of, or Bene	eficially Owned		
1. Title of Security (Instr. 3)	action Date (Month/ Day/ Year)	2A. Deemed Execution Date, if any (Month/Day/ Year)	3. Transaction C (Instr. 8 Code	Code	4. Securitie (A) or Disp (Instr. 3, 4 Amount	% 5) (A) or		5. Amount of Securities Beneficially Owned Following Reported Transactions(s)		6. Owner- ship Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
G G I					2605.52	(D)		(Instr. 3 & 4)	05.53	ъ			
Common Stock	2/3/03		A		2605.53	A		260	05.53	D			
Common Stock								10823	.83 <u>(1)</u>	I	By RSOP Trust		
Common Stock								878	89.88	I	By Spouse		

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	l. Title of	2. Conver-	3.	3A.	4.	5. Number	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Nature
I	Derivative	sion or	Trans-	Deemed	Trans-	of	and Expiration	Amount of	Derivative	Derivative	Owner-	of Indirect

^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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(Instr. 3)	Exercise Price of Derivative Security	Date	Execution Date, if any (Month/ Day/ Year)	action Code (Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5)		(Month/Day/ Year)		Underlying Securities (Instr. 3 & 4)		Security (Instr. 5)	Beneficially Owned Following Reported Transaction(s) (Instr. 4)		Beneficial Ownership (Instr. 4)
				Code V	(A)		Date Exer-cisable	Expira- tion Date		Amount or Number of Shares			(I) (Instr. 4)	
Employee Stock Option - Right to Buy	20.51	2/3/03		A	23959		see below(2)	2/3/13	Common Stock	23959		23959	D	

Explanation of Responses:

(1) Includes shares acquired in exempt transactions under ALLETE's retirement savings and stock ownership plan, and is based on plan information available as of February 3, 2003.

(2) The option vests annually, 50% in 2004 and 50% in 2005.

By: /s/ Ingrid K. Johnson
Ingrid K. Johnson f/k/a Ingrid Kane-Johnson for
James K. Vizanko

**Signature of Reporting Person

February 5, 2003

Date

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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^{**}Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).