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UNITED STATES  
SECURITIES AND  
EXCHANGE  
COMMISSION -----  
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----- FORM  
4 WASHINGTON,  
D.C. 20549 OMB  
APPROVAL - -----  
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----- / / CHECK  
THIS BOX IF NO  
STATEMENT OF  
CHANGES IN  
BENEFICIAL  
OWNERSHIP OMB  
NUMBER: 3235-  
0287 LONGER  
SUBJECT TO  
EXPIRES:  
JANUARY 31,  
2005 SECTION  
16. FORM 4 OR  
Filed pursuant  
to Section  
16(a) of the  
Securities  
Exchange Act of  
1934, ESTIMATED  
AVERAGE BURDEN  
FORM 5  
OBLIGATIONS MAY  
Section 17(a)  
of the Public  
Utility Holding  
Company Act of  
1935 or HOURS  
PER RESPONSE  
.... 0.5  
CONTINUE. SEE  
Section 30(h)  
of the  
Investment  
Company Act of  
1940 -----  
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INSTRUCTION  
1(b). (Print or  
Type Responses)  
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1. Name and  
Address of  
Reporting  
Person\* 2.  
Issuer Name AND  
Ticker or  
Trading Symbol  
6. Relationship  
of Reporting  
Person(s) to  
Issuer (Check  
all applicable)  
X Director 10%  
Owner Mills,  
Cheryl D  
Cendant  
Corporation  
(CD) -----







----- 7. Title and Amount of 8. Price of 9.  
Number of 10. Ownership 11. Nature of Underlying  
Securities Derivative Derivative Form of Indirect  
(Instr. 3 and 4) Security Securities Derivative  
Beneficial (Instr. 5) Beneficially Securities:  
Ownership Owned Direct (D) or (Instr. 4)  
Following Indirect (I) Reported (Instr. 4)  
Transaction(s) ----- (Instr. 4)  
Title Amount or Number of Shares - -----  
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----- Explanation of  
Responses: (1) Represents the average closing  
price for the last five trading days of the most  
recently ended quarter. Award represents  
quarterly non-employee director retainer fee in  
consideration of performance of services; no  
monetary consideration was paid by the reporting  
person. /s/ Lynn Feldman 1/14/03 - -----

----- \*\*Signature of  
Reporting Person Date By: Lynn A. Feldman,  
Attorney-in-fact on behalf of Cheryl D. Mills  
Reminder: Report on a separate line for each  
class of securities beneficially owned directly  
or indirectly. \* If the form is filed by more  
than one reporting person, SEE Instruction 4(b)  
(v). \*\* 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 is insufficient, SEE  
Instruction 6 for procedure.