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

FORM 4/A

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

(X) Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person:

Cynthia A. Montgomery
200 Clifton Street
Belmont, MA 02178

2. Issuer Name and Ticker or Trading Symbol:

Newell Rubbermaid Inc.
(NWL)

3. IRS or Social Security Number of Reporting Person (Voluntary):

4. Statement for Month/Year:

5/02

5. If Amendment, Date of Original (Month/Year):

6/3/02, 6/27/02

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

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1. Title of Security (Instr. 3)	2. Transaction Date (Month / Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
		Code	V	Amount	(A)or(D)	Price			

~~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)~~	~~4. Transaction Code (Instr. 8)~~	~~5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)~~	~~6. Date Exercisable and Expiration Date (Month/Day/ Year)~~	~~7. Title and Amount of Underlying Securities (Instr. 3 and 4)~~	~~8. Price of Derivative Security (Instr. 5)~~	~~9. Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4)~~	~~10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)~~	~~11. Nature of Indirect Beneficial Ownership (Instr. 4)~~

								Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
			Code	V	(A)	(D)								
Option(1)	$35.34	5/9/02	A	V	2000		(2)	5/9/02		Common Stock	2000	$35.34	17,000	D

Explanation of Responses:

(1) Amends Forms 4 filed on 6/3/02 and 6/27/02.

(2) Options become exercisable in five installments of 20%, beginning 5/9/03.

SIGNATURE OF REPORTING PERSON:

Cynthia A. Montgomery

DATE: July 11, 2002