

MENTOR CORP /MN/
Form 3
September 16, 2002

UNITED STATES SECURITIES AND EXCHANGE
COMMISSION
Washington, DC 20549

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Form 3 INITIAL STATEMENT OF BENEFICIAL OWNERSHIP
OF SECURITIES

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(f) of the Investment
Company Act of 1940

(Print or Type
Responses)

1. Name and Address of Reporting Person* Cathy Ullery Mentor Corporation 201 Mentor Drive Santa Barbara, CA 93111 (Last) (First) (Middle) Ullery, Cathy		2. Date of Event Requiring Statement (Month/Day/Year) September 12, 2002	4. Issuer Name and Ticker or Trading Symbol Mentor Corporation "MNTR"		
(Street) 201 Mentor Drive		3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) __ Director __ 10% Owner _x_ Officer (give title below) __ Other (specify below) <u>Vice President, Human Resources</u>		6. If Amendment, Date of Original (Month/Day/Year) N/A
(City) (State) (Zip) Santa Barbara, CA 93111					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 Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	50	D	

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Employee Stock Options,	*7/28/99	7/28/08	Common Stock	1,000	20.50	D	

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right to buy							
Employee Stock Options, right to buy	*5/14/00	5/14/09	Common Stock	3,000	15.25	D	
Employee Stock Options, right to buy	*2/16/01	2/16/10	Common Stock	2,000	26.50	D	
Employee Stock Options, right to buy	*5/5/01	5/5/10	Common Stock	10,000	16.625	D	
Employee Stock Options, right to buy	*5/23/02	5/23/11	Common Stock	20,000	26.61	D	
Employee Stock Options, right to buy	*5/22/03	5/22/12	Common Stock	14,000	38.02	D	

*These options become exercisable at the rate of 25% of the options granted per year beginning on the first anniversary of grant.

Grant of option pursuant to 1991 Stock Option Plan As Amended and Amended 2000 Long-Term Incentive Plan.

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Explanation of Responses:

/S/CATHY ULLERY
**Signature of Reporting Person

September 13, 2002
Date

* If the form is filed by more than one reporting person, *see* Instruction 5(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.