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WERNER ENTERPRISES INC

Form 8-K February 19, 2002

> SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

> > _____

FORM 8-K CURRENT REPORT Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): February 11, 2002

WERNER ENTERPRISES, INC. (Exact name of registrant as specified in its charter)

NEBRASKA 0-14690 47-0648386 (State or other jurisdiction of (Commission File (IRS Employer incorporation or organization) Number) Identification No.)

14507 FRONTIER ROAD POST OFFICE BOX 45308 OMAHA, NEBRASKA

68145 (402)895-6640 (Zip Code) (Registrant's telephone number) (Address of principal executive offices)

ITEM 5. OTHER EVENTS.

On February 11, 2002, the registrant issued a news release announcing that its Board of Directors declared a four for three split of the Company's common stock effected in the form of a 33 1/3 percent stock dividend. A copy of the news release is filed as an exhibit to this Form 8-

ITEM 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS.

Exhibit 99.1 News release issued by the registrant on February 11, 2002.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

WERNER ENTERPRISES, INC.

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Date: February 11, 2002 By: /s/ John J. Steele

John J. Steele

Vice President, Treasurer and Chief Financial Officer

Date: February 11, 2002 By: /s/ James L. Johnson

James L. Johnson

Vice President, Controller and

Corporate Secretary