## UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

## FORM 4

OMB APPROVAL
OMB Number: 3235-0287
Expires: January 31, 2005
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nours per response0.5

## 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

IN 10% Owner

	Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).				
1.	Name and Address of Reporting Person* (Last, First, Middle)	2.	Issuer Name and Ticker or Trading Symbol	3.	I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)
	Pegasys Systems Incorporated		Manhattan Associates, Inc. (MANH)	_	
	2300 Windy Ridge Parkway,	4.	Statement for Month/Day/Year	5.	If Amendment, Date of Original (Month/Day/Year)
	Suite 700		10/30/02	_	
	(Street)	6.	Relationship of Reporting Person(s) to Issuer (Check All Applicable)	7.	Individual or Joint/Group Filing (Check Applicable Line)

- IX Form filed by One Reporting Person
- Form filed by More than One Reporting Person

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

Director

□ Officer (give title below)

□ Other (specify below)

\* If the form is filed by more than one reporting person, see instruction 4(b)(v).

Atlanta, GA 30339

(State)

(Zip)

(City)

Title of Security (Instr. 3)	2. Transaction Date 2a. (Month/Day/Year)	Deemed Execution 3. Date, if any. (Month/Day/Year)	Transa Code (Instr.		4. Securities A or Disposed (Instr. 3, 4	of (D)		5.	Amount of Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 and 4)	6.	Ownership 7. Form: Direct (D) or Indirect (I) (Instr. 4)	Nature of Indirect Beneficial Ownershi (Instr. 4)
			Code	v	Amount	(A) or (D)	Price					
Common Stock	10/28/02		S		116,304	D	\$23.2266					
Common Stock	10/29/02		S		36,552	D	\$22.2418	_	5,481,304	_	D	
										_		
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## ${\sf Table \ I-Non-Derivative \ Securities \ Acquired, \ Disposed \ of, \ or \ Beneficially \ Owned}$

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Table II — Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)													
	Title of Derivative Security (Instr. 3)		Conversion or Exercise Price of Derivative Security	3.	Transaction Date (Month/Day/Year)	3a	Deemed Execution Date, if any (Month/Day/Year)	4.	Transacti Code (Instr. 8)	on	5.	Number of Derivat Acquired (A) or Dis (Instr. 3, 4 and 5)	
									Code	v		(A)	(D)
		_		_		_							
		_		_		_		_					
						P	age 3						

_		Tabl	e II				, Disposed of, or Beneficially is, options, convertible secu				
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)	Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (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		Amount o Number o Title Shares							
			_								

**Explanation of Responses:** 

/s/ Larry W. Shackelford Larry W. Shackelford, Esq., As Attorney-in-Fact for Alan J. Dabbiere, Chairman of Pegasys Systems Incorporated

10/30/02

\*\*Signature of Reporting Person

Date

\*\* 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.

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