

CENTEX CORP
Form 10-Q
August 13, 2003

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

FORM 10-Q

JOINT QUARTERLY REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934
For the Quarterly Period Ended

June 30, 2003

Commission File No. 1-6776

Centex Corporation

A Nevada Corporation

IRS Employer Identification No. 75-0778259
2728 N. Harwood
Dallas, Texas 75201
(214) 981-5000

Commission File Nos. 1-9624 and 1-9625, respectively

3333 Holding Corporation

A Nevada Corporation

Centex Development Company, L.P.

A Delaware Limited Partnership

IRS Employer Identification Nos. 75-2178860 and 75-2168471, respectively
2728 N. Harwood
Dallas, Texas 75201
(214) 981-6770

The registrants have filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months and have been subject to such filing requirements for the past 90 days.

Indicate the number of shares of each of the registrants' classes of common stock (or other similar equity securities) outstanding as of the close of business on August 8, 2003:

Centex Corporation	Common Stock	61,757,886 shares
3333 Holding Corporation	Common Stock	1,000 shares
Centex Development Company, L.P.	Class A Units of Limited Partnership Interest	32,260 units
Centex Development Company, L.P.	Class C Units of Limited Partnership Interest	208,330 units

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3333 Holding Corporation and Subsidiary
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Centex Corporation and Subsidiaries
Statements of Consolidated Earnings
(Dollars in thousands, except per share data)
(unaudited)

	<i>For the Three Months Ended June 30,</i>	
	2003	2002
Revenues		
Home Building	\$ 1,504,493	\$ 1,105,515
Financial Services	266,860	180,540
Construction Products	144,089	128,775
Construction Services	375,755	360,721
Investment Real Estate	2,745	6,643
Other	22,776	29,219
	2,316,718	1,811,413
Costs and Expenses		
Home Building	1,349,041	1,005,452
Financial Services	201,261	156,234
Construction Products	121,210	101,043
Construction Services	371,196	352,641
Investment Real Estate	1,990	2,548
Other	24,349	31,424
Corporate General and Administrative	19,232	12,634
Interest Expense	16,964	15,334
Minority Interest	7,485	8,882
	2,112,728	1,686,192
Earnings (Loss) from Unconsolidated Entities	5,080	(495)
Earnings from Continuing Operations Before Income Taxes	209,070	124,726
Income Taxes	66,736	37,456
Earnings from Continuing Operations	142,334	87,270
Earnings from Discontinued Operations, net of Taxes of \$246 and \$261	456	485
Net Earnings	\$ 142,790	\$ 87,755
Basic Earnings Per Share		
Continuing Operations	\$ 2.32	\$ 1.42
Discontinued Operations	0.01	0.01
	\$ 2.33	\$ 1.43

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Diluted Earnings Per Share		
Continuing Operations	\$ 2.22	\$ 1.37
Discontinued Operations	0.01	0.01
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	\$ 2.23	\$ 1.38
	<hr/>	<hr/>
Average Shares Outstanding		
Basic	61,245,265	61,168,777
Dilutive Securities:		
Options	2,522,463	1,998,229
Other	165,118	430,110
	<hr/>	<hr/>
Diluted	63,932,846	63,597,116
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Cash Dividends Per Share	\$ 0.04	\$ 0.04
	<hr/>	<hr/>

See Notes to Consolidated Financial Statements.

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Centex Corporation and Subsidiaries
Consolidated Balance Sheets with Consolidating Details
(Dollars in thousands)

Centex Corporation and Subsidiaries		
	June 30, 2003*	March 31, 2003
Assets		
Cash and Cash Equivalents	\$ 111,025	\$ 469,778
Restricted Cash	214,442	172,321
Receivables -		
Residential Mortgage Loans Held for Investment, net	5,105,695	4,642,826
Residential Mortgage Loans Held for Sale	347,012	303,328
Construction Contracts	287,560	251,024
Trade, including Notes of \$66,478 and \$31,315	439,018	406,008
Inventories -		
Housing Projects	3,599,916	3,306,655
Land Held for Development and Sale	102,212	106,057
Land Held Under Option Agreements not Owned	50,092	
Construction Products	54,894	58,254
Other	16,041	15,278
Investments -		
Centex Development Company, L.P.	296,903	281,100
Joint Ventures and Other	118,397	102,277
Unconsolidated Subsidiaries		
Property and Equipment, net	672,955	681,165
Other Assets -		
Deferred Income Taxes	58,195	52,929
Goodwill	303,800	304,780
Mortgage Securitization Residual Interest	104,917	108,102
Deferred Charges and Other, net	205,359	238,290
Assets of Discontinued Operations	10,704	110,364
	\$ 12,099,137	\$ 11,610,536
Liabilities and Stockholders Equity		
Accounts Payable	\$ 619,055	\$ 630,118
Accrued Liabilities	938,558	1,028,211
Debt -		
Centex	2,083,960	2,105,880
Financial Services	5,483,846	4,998,819
Payables to Affiliates		
Liabilities of Discontinued Operations	910	19,435
Minority Interests	224,237	170,227
Stockholders Equity -		
Preferred Stock: Authorized 5,000,000 Shares, None Issued		
Common Stock: \$.25 Par Value; Authorized 100,000,000 Shares; Outstanding 61,887,222 and 60,836,091 Shares, Respectively	15,746	15,483
Capital in Excess of Par Value	161,258	98,711
Unamortized Value of Deferred Compensation	(31,337)	(2,398)
Retained Earnings	2,644,436	2,597,078
Treasury Stock, at Cost; 1,095,648 and 1,096,844 Shares, Respectively	(45,011)	(45,037)

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Accumulated Other Comprehensive Income (Loss)	<u>3,479</u>	<u>(5,991)</u>
Total Stockholders' Equity	<u>2,748,571</u>	<u>2,657,846</u>
	<u>\$ 12,099,137</u>	<u>\$ 11,610,536</u>

See Notes to Consolidated Financial Statements.

**Unaudited*

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Centex Corporation and Subsidiaries
Consolidated Balance Sheets with Consolidating Details
(Dollars in thousands)

Centex**		Financial Services	
June 30, 2003*	March 31, 2003	June 30, 2003*	March 31, 2003
\$ 99,541	\$ 454,696	\$ 11,484	\$ 15,082
36,218	8,349	178,224	163,972
		5,105,695	4,642,826
287,560	251,024	347,012	303,328
228,626	207,704	210,392	198,304
3,599,916	3,306,655		
102,212	106,057		
50,092			
54,894	58,254		
5,936	6,832	10,105	8,446
296,903	281,100		
118,397	102,277		
455,183	405,407		
630,315	639,069	42,640	42,096
(33,816)	(36,534)	92,011	89,463
287,198	287,725	16,602	17,055
		104,917	108,102
117,634	156,650	87,725	81,640
10,704	110,364		
\$ 6,347,513	\$ 6,345,629	\$ 6,206,807	\$ 5,670,314
\$ 571,129	\$ 589,530	\$ 47,926	\$ 264,352
720,635	804,447	217,923	
2,083,960	2,105,880	5,483,846	4,998,819
		35,882	25,736
910	19,435		
222,308	168,491	1,929	1,736
15,746	15,483	1	1
161,258	98,711	200,467	200,467
(31,337)	(2,398)		
2,644,436	2,597,078	239,332	198,145