

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

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(f) of the Investment Company Act of 1940

<p><input type="checkbox"/> Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)</p>	<p>OMB Approval OMB Number - 3235-0287 Expires: December 31, 2001 Estimated average burden hours per response - 0.5</p>
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1. Name and Address of Reporting Person\*

Icahn (Last)	Carl (First)	C. (Middle)	
c/o Icahn Associates Corp. 767 Fifth Avenue, Suite 4700 (Street)			
New York (City)	New York (State)		10153

2. Issuer Name and Ticker or Trading Symbol

Vector Group, Ltd. (VGR)

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

4. Statement for October 9, 2002 - October 11, 2002  
(Month/Date/Year)

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

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

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

6. Relationship of Reporting Person to Issuer  
(Check all applicable)

<input type="checkbox"/> Director	<input checked="" type="checkbox"/>	10% Owner	
<input type="checkbox"/> Officer	<input type="checkbox"/>	Other (specify below)	
(give title below)			

7. Individual or Joint/Group Filing (check applicable line)

<input type="checkbox"/>	Form filed by One Reporting Person
<input checked="" type="checkbox"/>	Form Filed by More than One Reporting Person

Table I (A) - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security  
(Instr. 3)

Common Stock, \$0.10 par value ("Shares")

2. Transaction Date  
(Month/Day/Year)

## 3. Transaction Code (Instr. 8)

Code V  
P

4. Securities Acquired (A) or Disposed of (D)  
(Instr. 3, 4 and 5)

Amount	(A) or (D)	Price
55,000	A	\$12.15

5. Amount of Securities Beneficially Owned at End of Transaction  
(Instr. 3 and 4)

7,337,689

6. Ownership Form: Direct (D) or Indirect (I)  
(Instr. 4)

I

7. Nature of Indirect Beneficial Ownership  
(Instr. 4)

See Explanation

Table I (B) - Non-Derivative Securities Acquired, Disposed of, or  
Beneficially Owned1. Title of Security  
(Instr. 3)

Common Stock, \$0.10 par value ("Shares")

2. Transaction Date  
(Month/Day/Year)

10/10/02

## 3. Transaction Code (Instr. 8)

Code V  
P

4. Securities Acquired (A) or Disposed of (D)  
(Instr. 3, 4 and 5)

Amount	(A) or (D)	Price
70,000	A	\$12.03

5. Amount of Securities Beneficially Owned at End of Transaction  
(Instr. 3 and 4)

7,407,689

6. Ownership Form: Direct (D) or Indirect (I)  
(Instr. 4)

I

7. Nature of Indirect Beneficial Ownership  
(Instr. 4)

See Explanation





Signature: Barberry Corp.

By: /s/ Robert J. Mitchell  
Name: Robert J. Mitchell  
Title: Authorized Signatory