

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

SCHEDULE 13G

(Amendment No. 1)

Under the Securities Exchange Act of 1934

Dover Corp.

-----  
(Name of Issuer)

COMMON STOCK

-----  
(Title of Class of Securities)

260003108

-----  
(CUSIP Number)

December 31, 2001

-----  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1. NAMES OF REPORTING PERSONS.  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY).

Trustees of General Electric Pension Trust  
I.R.S. # 14-6015763

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(a)   
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

State of New York

5. SOLE VOTING POWER

None

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH:

6. SHARED VOTING POWER

3,987,550

7. SOLE DISPOSITIVE POWER.

None

8. SHARED DISPOSITIVE POWER.

3,987,550

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,987,550

10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES  
(SEE INSTRUCTIONS)

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

2.0% (4.7% if aggregated with the shares beneficially owned by the  
other Reporting Persons (as defined in the Introductory Note))

12. TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

EP

-----  
1. NAMES OF REPORTING PERSONS.  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY).  
  
GE Asset Management Incorporated, as Investment Manager of GEPT (as defined below) and as Investment Adviser to certain other entities and accounts  
I.R.S. #06-1238874  
-----

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)  
  
(a)   
(b)

3. SEC USE ONLY  
-----

4. CITIZENSHIP OR PLACE OF ORGANIZATION  
  
State of Delaware  
-----

	5.	SOLE VOTING POWER	
			5,145,518
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:	6.	SHARED VOTING POWER	
			3,987,550
	7.	SOLE DISPOSITIVE POWER.	
			5,145,518
	8.	SHARED DISPOSITIVE POWER.	
			3,987,550

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
  
9,133,068  
-----

10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES  
(SEE INSTRUCTIONS)  
-----

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
  
4.5% (4.7% if aggregated with the shares beneficially owned by the other Reporting Persons)  
-----

12. TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)  
  
IA, CO  
-----

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1. NAMES OF REPORTING PERSONS.  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY).

General Electric Company  
I.R.S. #14-0689340

-----  
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(a)   
(b)

-----  
3. SEC USE ONLY

-----  
4. CITIZENSHIP OR PLACE OF ORGANIZATION

State of New York

-----  
5. SOLE VOTING POWER

None

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH:

-----  
6. SHARED VOTING POWER

Disclaimed (see 9 below)

-----  
7. SOLE DISPOSITIVE POWER.

None

-----  
8. SHARED DISPOSITIVE POWER.

Disclaimed (see 9 below)

-----  
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

Beneficial ownership of all shares disclaimed by General Electric  
Company

-----  
10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES  
(SEE INSTRUCTIONS)  
 Disclaimed (see 9 above)

-----  
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

Not applicable (see 9 above)

-----  
12. TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

CO

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1. NAMES OF REPORTING PERSONS.  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY).

General Electric Capital Services, Inc.  
I.R.S. #06-1109503

-----  
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(a)   
(b)

-----  
3. SEC USE ONLY

-----  
4. CITIZENSHIP OR PLACE OF ORGANIZATION

State of Delaware

-----  
5. SOLE VOTING POWER

None

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH:

-----  
6. SHARED VOTING POWER

Disclaimed (see 9 below)

-----  
7. SOLE DISPOSITIVE POWER.

None

-----  
8. SHARED DISPOSITIVE POWER.

Disclaimed (see 9 below)

-----  
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

Beneficial ownership of all shares disclaimed by General Electric  
Capital Services, Inc.

-----  
10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES  
(SEE INSTRUCTIONS)  
 Disclaimed (see 9 above)

-----  
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

Not applicable (see 9 above)

-----  
12. TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

CO

-----  
1. NAMES OF REPORTING PERSONS.  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY).

Employees Reinsurance Corporation  
I.R.S. #

-----  
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(a)   
(b)

-----  
3. SEC USE ONLY

-----  
4. CITIZENSHIP OR PLACE OF ORGANIZATION

State of Missouri

-----  
5. SOLE VOTING POWER

16,000

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH:

-----  
6. SHARED VOTING POWER

Disclaimed (see 9 below)

-----  
7. SOLE DISPOSITIVE POWER.

16,000

-----  
8. SHARED DISPOSITIVE POWER.

Disclaimed (see 9 below)

-----  
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

16,000 (Beneficial ownership of all shares owned by GE Frankona  
Ruckversicherungs AG is disclaimed by Employers Reinsurance  
Corporation)

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10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES  
(SEE INSTRUCTIONS)  
 Disclaimed (see 9 above)

-----  
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.01% (4.7% if aggregated with the shares beneficially owned by the  
other Reporting Persons)

-----  
12. TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

CO, IC

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1. NAMES OF REPORTING PERSONS.  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY).

GE Frankona Ruckversicherungs AG  
I.R.S. #

-----  
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(a)   
(b)

-----  
3. SEC USE ONLY

-----  
4. CITIZENSHIP OR PLACE OF ORGANIZATION

Federal Republic of Germany

-----  
5. SOLE VOTING POWER

149,900

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH:

-----  
6. SHARED VOTING POWER

None

-----  
7. SOLE DISPOSITIVE POWER.

149,900

-----  
8. SHARED DISPOSITIVE POWER.

None

-----  
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

149,900

-----  
10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES  
(SEE INSTRUCTIONS)

-----  
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.1% (4.7% if aggregated with the shares beneficially owned by the  
other Reporting Persons)

-----  
12. TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

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1. NAMES OF REPORTING PERSONS.  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY).

General Electric Mortgage Insurance Corporation  
I.R.S. #

-----  
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(a)   
(b)

-----  
3. SEC USE ONLY

-----  
4. CITIZENSHIP OR PLACE OF ORGANIZATION

State of North Carolina

-----  
5. SOLE VOTING POWER

83,390

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH:

-----  
6. SHARED VOTING POWER

None

-----  
7. SOLE DISPOSITIVE POWER.

83,390

-----  
8. SHARED DISPOSITIVE POWER.

None

-----  
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

83,390

-----  
10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES  
(SEE INSTRUCTIONS)

-----  
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.1% (4.7% if aggregated with the shares beneficially owned by the  
other Reporting Persons)

-----  
12. TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

CO, IC



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1. NAMES OF REPORTING PERSONS.  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY).

Coregis Insurance Company  
I.R.S. #

-----  
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(a)   
(b)

-----  
3. SEC USE ONLY

-----  
4. CITIZENSHIP OR PLACE OF ORGANIZATION

State of Indiana

-----  
5. SOLE VOTING POWER

19,500

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH:

-----  
6. SHARED VOTING POWER

None

-----  
7. SOLE DISPOSITIVE POWER.

19,500

-----  
8. SHARED DISPOSITIVE POWER.

None

-----  
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

19,500

-----  
10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES  
(SEE INSTRUCTIONS)

-----  
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.01% (4.7% if aggregated with the shares beneficially owned by the  
other Reporting Persons)

-----  
12. TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

IC, CO

INTRODUCTORY NOTE: This Amendment No. 1 amends the Statement on Schedule 13G filed on behalf of General Electric Company, a New York corporation ("GE"), GE Asset Management Incorporated, a Delaware corporation and a wholly owned subsidiary of GE ("GEAM") and the Trustees of General Electric Pension Trust, a New York common law trust ("GEPT") on February 14, 2001 (as amended, the "Schedule 13G"). This Amendment No. 1 is filed on behalf of GE, GEAM, GEPT, General Electric Capital Services, Inc., a Delaware corporation and a wholly owned subsidiary of GE ("GECS"), General Electric Mortgage Insurance Corporation, a North Carolina corporation and an indirect wholly owned subsidiary of GECS ("GEMI"), Employers Reinsurance Corporation, a Missouri corporation and an indirect wholly owned subsidiary of GECS ("ERC"), GE Frankona Ruckversicherungs AG, a company organized under the laws of the Federal Republic of Germany and an indirect wholly owned subsidiary of ERC ("GEFR") and Coregis Insurance Company, an Indiana corporation and an indirect wholly owned subsidiary of GECS ("Coregis") (collectively, the "Reporting Persons"). GEAM is a registered investment adviser and acts as Investment Manager of GEPT, and as Investment Adviser to certain other entities and accounts. GEAM may be deemed to be the beneficial owner of 3,987,550 shares of Common Stock of Dover Corp. (the "Issuer") owned by GEPT and of 5,145,518 shares of Common Stock of the Issuer owned by such other entities and accounts. GEAM, GEPT, GECS, GEFR, ERC, GEMI and Coregis each expressly disclaim that they are members of a "group." GECS disclaims beneficial ownership of all shares held by GEFR, ERC, GEMI and Coregis. ERC disclaims beneficial ownership of all shares held by GEFR. GE disclaims beneficial ownership of all shares and expressly disclaims that it is a member of a "group."

The Items from the Schedule 13G are hereby amended to read as follows:

Item 2(a) Name of Person Filing

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Trustees of General Electric Pension Trust (See Schedule II)

GE Asset Management Incorporated, as Investment Manager of GEPT and as Investment Adviser to certain entities and accounts.

General Electric Company

General Electric Capital Services, Inc.

Employers Reinsurance Corporation

GE Frankona Ruckversicherungs AG

General Electric Mortgage Insurance Corporation

Coregis Insurance Company

Item 2(b) Address of Principal Business Office or, if none, Residence

The address of the principal offices of GEPT and GEAM is 3003 Summer Street, Stamford, Connecticut 06905. The address of the principal offices of General Electric Company is 3135 Easton Turnpike, Fairfield, Connecticut 06431. The address of the principal offices of ERC is 5200 Metcalfe, Overland Park, Kansas 66205. The address of the principal offices of GECS is 260 Long Ridge Road, Stamford, Connecticut 06927. The address of the principal offices of GEFR is Maria-Theresia-Strasse 35, D-81675 Munchen, Germany. The address of the principal offices of GEMI is 6601 Six Forks Road, Raleigh, North Carolina 27615. The address of the principal offices of Coregis is 181 West Madison, Chicago, Illinois 60602.

Item 2(c) Citizenship

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General Electric Pension Trust - New York common law trust  
 GE Asset Management Incorporated - Delaware corporation  
 General Electric Company - New York corporation  
 General Electric Capital Services, Inc. - Delaware corporation  
 GE Frankona Ruckversicherungs AG - Federal Republic of Germany company  
 Employers Reinsurance Corporation - Missouri corporation  
 General Electric Mortgage Insurance Corporation - North Carolina corporation  
 Coregis Insurance Company - Indiana corporation

Item 4 Ownership

	GEPT	GEAM	GE
(a) Amount beneficially owned	3,987,550	9,133,068	Disclaimed
(b) Percent of class	2.0%	4.7%	Disclaimed
(c) No. of shares to which person has			
(i) sole power to vote or direct the vote	None	5,145,518	None
(ii) shared power to vote or direct	3,987,550	3,987,550	Disclaimed
(iii) sole power to dispose or to direct disposition	None	5,145,518	None
(iv) share power to dispose or to direct disposition	3,987,550	3,987,550	Disclaimed

Item 4 Ownership

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	GEMI	ERC	GEFR
(a) Amount beneficially owned	83,390	16,000	149,900
(b) Percent of class	0.1%	0.01%	0.1%
(c) No. of shares to which person has			
(i) sole power to vote or direct the vote	83,390	16,000	149,900
(ii) shared power to vote or direct	None	Disclaimed	None
(iii) sole power to dispose or to direct disposition	83,390	16,000	149,900
(iv) shared power to dispose or to direct disposition	None	Disclaimed	None

Item 4 Ownership

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	Coregis	GECS	GE
(a) Amount beneficially owned	19,500	Disclaimed	Disclaimed
(b) Percent of class	0.01%	Disclaimed	Disclaimed
(c) No. of shares to which person has			
(i) sole power to vote or direct the vote	19,500	None	None
(ii) shared power to vote or direct	None	Disclaimed	Disclaimed
(iii) sole power to dispose or to direct disposition	19,500	None	None

(iv) shared power to dispose or to direct disposition

None

Disclaimed

Disclaimed

Item 5 Ownership of Five Percent or Less of a Class  
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If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following:

[X]

Item 10 Certification  
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By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 14, 2002

GENERAL ELECTRIC PENSION TRUST  
By: GE Asset Management Incorporated,  
its Investment Manager

By: /s/ Michael M. Pastore  
-----  
Name: Michael M. Pastore  
Title: Vice President

GE ASSET MANAGEMENT INCORPORATED

By: /s/ Michael M. Pastore  
-----  
Name: Michael M. Pastore  
Title: Vice President

GENERAL ELECTRIC COMPANY

By: /s/ John H. Myers  
-----  
Name: John H. Myers  
Title: Vice President

GENERAL ELECTRIC CAPITAL SERVICES, INC.

By: /s/ Jonathan K. Sprole  
-----  
Name: Jonathan K. Sprole  
Title: Attorney-in-Fact

EMPLOYERS REINSURANCE CORPORATION

By: /s/ Tom Powers

-----  
Name: Tom Powers  
Title: Vice President

GE FRANKONA RUCKVERSICHERUNGS AG

By: /s/ Kieran Dempsey

-----  
Name: Kieran Dempsey  
Title: Chief Investment Officer

GENERAL ELECTRIC  
MORTGAGE INSURANCE  
CORPORATION

By: /s/ Jerome T. Upton

-----  
Name: Jerome T. Upton  
Title: Vice President and Controller

COREGIS INSURANCE  
COMPANY

By: /s/ Terry Isenberg

-----  
Name: Terry Isenberg  
Title: Vice President

POWER OF ATTORNEY

The undersigned, General Electric Capital Services, Inc., a Delaware corporation (hereinafter referred to as the "Corporation") does hereby make, constitute and appoint the persons listed below as the Corporation's true and lawful agent and attorney-in-fact (hereinafter referred to as the "Attorney") to act either together or alone in the name and on behalf of the Corporation for and with respect to the matters hereinafter described.

Name of Attorney:

Michael A. Gaudino  
Robert O. O'Reilly, Sr.  
Murry K. Stegelmann  
James Ungari  
Preston Abbott  
Leon E. Roday  
J. Gordon Smith  
Michael E. Pralle  
Iain MacKay  
Jonathan K. Sprole  
Barbara J. Gould  
Robert L. Lewis  
Wendy E. Ormond  
Mark F. Mylon

Each attorney shall have the power and authority to do the following:

To execute and deliver any Schedule 13D, Schedule 13G or Forms 3, 4 and 5 or any amendments thereto required to be filed with the Securities and Exchange Commission under the Securities Exchange Act of 1934 on behalf of the Corporation with regard to any securities owned by the Corporation, General Electric Capital Corporation or any of their subsidiaries.

And, in connection with the foregoing, to execute and deliver all documents, acknowledgements, consents and other agreements and to take such further action as may be necessary or convenient for the Corporation in order to more effectively carry out the intent and purpose of the foregoing.

Agreements, commitments, documents, instruments, and other writing executed by the Attorney in accordance with the terms hereof shall be binding upon the Corporation without attestation and without affixation of the seal of the Corporation. The Power of Attorney conferred hereby shall not be delegable by any Attorney. The Attorney shall serve without compensation for acting in the capacity of agent and attorney-in-fact hereunder.

Unless revoked by the Corporation, this Power of Attorney shall be governed under the laws of the State of New York and the authority of the Attorney hereunder shall terminate on March 31, 2002.

IN WITNESS WHEREOF, the Corporation has caused this Power of Attorney to be executed, attested and its corporate seal to be affixed pursuant to authority granted by the Corporation's board of directors, as of the 22nd day of February, 2000.

General Electric Capital Services, Inc.

(Corporate Seal)

By: /s/ Nancy E. Barton  
-----  
Nancy E. Barton, Senior Vice President

Attest:

/s/ Brian T. MacAnaney  
-----  
Brian T. MacAnaney, Assistant Secretary



JOINT FILING AGREEMENT  
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This will confirm the agreement by and between all the undersigned that the Schedule 13G on or about this date and any amendments thereto with respect to the beneficial ownership by the undersigned of shares of the Common Stock of Dover Corp. is being filed on behalf of each of the undersigned.

Dated: February 14, 2002

GENERAL ELECTRIC PENSION TRUST  
By: GE Asset Management Incorporated,  
its Investment Manager

By: /s/ Michael M. Pastore  
-----

Name: Michael M. Pastore  
Title: Vice President

GE ASSET MANAGEMENT INCORPORATED

By: /s/ Michael M. Pastore  
-----

Name: Michael M. Pastore  
Title: Vice President

GENERAL ELECTRIC COMPANY

By: /s/ John H. Myers  
-----

Name: John H. Myers  
Title: Vice President

GENERAL ELECTRIC CAPITAL SERVICES, INC.

By: /s/ Jonathan K. Sprole

-----  
Name: Jonathan K. Sprole  
Title: Attorney-in-Fact

EMPLOYERS REINSURANCE CORPORATION

By: /s/ Tom Powers

-----  
Name: Tom Powers  
Title: Vice President

GE FRANKONA RUCKVERSICHERUNGS AG

By: /s/ Kieran Dempsey

-----  
Name: Kieran Dempsey  
Title: Chief Investment Officer

GENERAL ELECTRIC  
MORTGAGE INSURANCE  
CORPORATION

By: /s/ Jerome T. Upton

-----  
Name: Jerome T. Upton  
Title: Vice President and Controller

COREGIS INSURANCE  
COMPANY

By: /s/ Terry Isenberg

-----  
Name: Terry Isenberg  
Title: Vice President

TRUSTEES OF GENERAL ELECTRIC PENSION TRUST

3003 Summer Street, P.O. Box 7900  
Stamford, Connecticut 06904

The names of the Trustees of General Electric Pension Trust are as follows:

Eugene K. Bolton

Michael J. Cosgrove

Ralph R. Layman

Alan M. Lewis

Robert A. MacDougall

John H. Myers

Donald W. Torey

John J. Walker