

ANDERSON RICHARD A  
Form 3  
April 30, 2003

**FORM 3**

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

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF  
SECURITIES**

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

Filed By  
Romeo and Dye's  
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1. Name and Address of Reporting Person* <b>Anderson, Richard A.</b>		2. Date of Event Requiring Statement Month/Day/Year <b>04/27/03</b>	4. Issuer Name <b>and</b> Ticker or Trading Symbol <b>BellSouth Corporation (BLS)</b>	
(Last) (First) (Middle) <b>1155 Peachtree Street NE, Suite 1701</b>	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) <b>President - Customer Markets</b>	6. If Amendment, Date of Original (Month/Day/Year)
(Street) <b>Atlanta, GA 30309</b>				7. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
(City) (State) (Zip)	<b>Table I Non-Derivative Securities Beneficially Owned</b>			
1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)	
<b>Common Stock</b>	<b>142,064</b>	<b>D</b>		
<b>Common Stock</b>	<b>484</b>	<b>I</b>	<b>by Spouse</b>	
<b>Common Stock</b>	<b>1,798.506</b>	<b>I</b>	<b>ESIP</b>	
<b>Common Stock</b>	<b>14,694.515</b>	<b>I</b>	<b>ESOP</b>	

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 5(b)(v).

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**FORM 3 (continued) Table II - Derivative Securities Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date	3. Title and Amount of Securities	4. Conversion or	5. Ownership Form	6. Nature of Indirect Beneficial Ownership
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	(Month/Day/ Year)		Underlying Derivative Security (Instr. 4)		Exercise Price of Derivative Security	of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Incentive Stock Option (right to buy)	10/28/1997	4/28/2007	Common Stock	320	\$21.655	D	
Incentive Stock Option (right to buy)	10/22/2002	04/22/2012	Common Stock	3,254	\$30.725	D	
Incentive Stock Option (right to buy)	10/27/1998	04/27/2008	Common Stock	1,382	\$31.500	D	
Incentive Stock Option (right to buy)	10/23/2001	04/23/2011	Common Stock	2,483	\$40.265	D	
Non-Qualified Stock Option (right to buy)	02/01/2001	02/02/2006	Common Stock	4,600	\$21.280	D	
Non-Qualified Stock Option (right to buy)	02/03/2000	02/03/2007	Common Stock	61,400	\$22.190	D	
Non-Qualified Stock Option (right to buy)	02/02/2001	02/02/2008	Common Stock	130,600	\$30.906	D	
Non-Qualified Stock Option (right to buy)	03/01/2005	03/01/2012	Common Stock	247,300	\$39.020	D	
Non-Qualified Stock Option (right to buy)	02/01/2004	02/01/2011	Common Stock	159,100	\$42.250	D	
Non-Qualified Stock Option (right to buy)	02/01/2002	02/01/2009	Common Stock	119,000	\$45.531	D	
Non-Qualified Stock Option (right to buy)	02/01/03	02/01/2010	Common Stock	223,600	\$45.656	D	
Non-Qualified Stock Option (right to buy)	03/03/06	03/03/2013	Common Stock	261,100	\$21.745	D	
Phantom Deferral Shares			Common Stock	8,852.928 <sup>(1)</sup>		D	

Explanation of Responses:

(1) PHANTOM SHARES ACQUIRED UNDER THE BELL SOUTH COMPENSATION DEFERRAL PLAN AND AS A RESULT OF REINVESTMENT OF DIVIDENDS ACCRUED ON PHANTOM SHARES PREVIOUSLY ACQUIRED UNDER VARIOUS DEFERRAL PLANS IN TRANSACTIONS EXEMPT UNDER RULE 16b-3 AND DEFERRED INTO PHANTOM ACCOUNT.

By: /s/ **Richard A. Anderson**

**04/30/03**

Date

\*\*Signature of Reporting Person

\*\*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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