

BELLSOUTH CORP  
Form 8-K  
October 24, 2001

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SECURITIES AND EXCHANGE COMMISSION

Washington, D. C. 20549

FORM 8-K  
CURRENT REPORT

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported):  
October 22, 2001

BELLSOUTH CORPORATION  
(Exact name of registrant as specified in its charter)

Georgia  
(State or other  
jurisdiction of  
incorporation) (Commission  
File Number) (IRS Employer  
Identification  
No.)

1-8607

58-1533433

Room 15G03, 1155 Peachtree Street, N. E., Atlanta, Georgia  
(Address of principal executive offices) (Zip Code)

30309-3610

Registrant's telephone number, including area code  
(404) 249-2000

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Item 5. Other Events and Regulation FD Disclosure

Item 7. Financial Statements and Exhibits

SIGNATURE

Underwriting Agreement dated 10-22-01

Form of Note for the 5% Note due 2006

Form of Note for the 6% Note due 2011

Form of Note for the 6 7/8% Notes due 2031

Ratio of Earnings to Fixed Charges

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Item 5. Other Events and Regulation FD Disclosure

On October 22, 2001, BellSouth announced the issuance and sale of \$1,000,000,000 aggregate principal amount of 5% Notes due 2006, \$1,000,000,000 aggregate principal amount of 6% Notes due 2011 and \$750,000,000 aggregate principal amount of 6 7/8% Notes due 2031. The Registrant is filing this Current Report on Form 8-K so as to file with the Commission certain items that are to be incorporated by reference into its Registration Statements (File No. 333-67084 and 333-77053).

Item 7. Financial Statements and Exhibits

(c) Exhibits

Exhibit No.

1 Underwriting Agreement dated as of October 22, 2001 between BellSouth Corporation and Morgan Stanley & Co. and Salomon Smith Barney Inc., as representatives of the several underwriters.

4-a Form  
of Note for  
the 5% Note  
due  
2006 4-b  
Form of  
Note for the  
6% Note due  
2011 4-c  
Form of  
Note for the  
6 7/8%  
Notes due  
2031 12  
Ratio of  
Earnings to  
Fixed  
Charges

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

BELLSOUTH CORPORATION

By: W. Patrick Shannon

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W. Patrick Shannon

Vice  
President  
Finance and  
Supply Chain  
Management  
October 23,  
2001