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AT&T LATIN AMERICA CORP
Form SC 13D/A
December 17, 2002

SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

SCHEDULE 13D
Under the Securities Exchange Act of 1934

(Amendment No. 3)

AT&T Latin America Corp.

(Name of Issuer)

Class A Common Stock, Par Value \$0.0001 Per Share

(Title of Class of Securities)

04649A106

(CUSIP Number)

Robert S. Feit
Vice President-Law and Secretary
AT&T Corp.
One AT&T Way
Bedminster, NJ 07921
(800) 257-7865

(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

December 17, 2001

(Date of Event which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box .

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7(b) for other parties to whom copies are to be sent.

(Continued on following pages)
(Page 1 of 5 Pages)

The information required on 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 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).

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

AT&T Corp.
I.R.S. Identification No. 13-4924710

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2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a)
 (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS*

N/A

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

New York

| | | | |
|--|----|--------------------------|-------------------|
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH EACH | 7 | SOLE VOTING POWER | 8,000,000 |
| | 8 | SHARED VOTING POWER | 73,081,595 shares |
| | 9 | SOLE DISPOSITIVE POWER | 8,000,000 |
| | 10 | SHARED DISPOSITIVE POWER | 73,081,595 shares |

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

81,081,595 shares

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

68.5%

14 TYPE OF REPORTING PERSON*

CO

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Item 1. Security and Issuer.

This Amendment relates to the Class A Common Stock, par value \$0.0001 per share ("Class A Common Stock"), of AT&T Latin America Corp., a Delaware corporation ("ATTL"). The address of the principal executive office of ATTL is 2020 K Street, N.W., Washington, DC 20006. This Amendment amends the Schedule 13D Statement (the "Schedule 13D") of AT&T Corp., a New York corporation ("AT&T")

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relating to the Issuer filed on February 14, 2001 and the Schedule 13D Amendments of AT&T filed on January 23, 2002 and March 5, 2002.

Item 2. Identity and Background.

The list of executive officers and directors of AT&T furnished in response to Item 2 is hereby amended to read as set forth in Schedule I.

Item 4. Purpose of Transaction.

The information previously furnished in response to Item 4 is hereby amended by adding at the end thereto the following:

In connection with ATTL's publicly announced intention to consider certain alternatives, AT&T is currently reviewing its investment in ATTL and is considering a number of alternatives that relate to its debt and equity interests in ATTL. These alternatives may result in the sale or other disposition of some or all of AT&T's position in the Class A Common Stock in one or more transactions.

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SIGNATURE

After reasonable inquiry and to the best of the undersigned's knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: December 17, 2002

AT&T Corp.

By: /s/ Robert S. Feit

Robert S. Feit
Authorized Signatory

The original statement shall be signed by each person on whose behalf the statement is filed or his authorized representative. If the statement is signed on behalf of a person by his authorized representative (other than an executive officer or general partner of this filing person), evidence of the representative's authority to sign on behalf of such person shall be filed with the statement, provided, however, that a power of attorney for this purpose which is already on file with the Commission may be incorporated by reference.

The name and any title of each person who signs the statement shall be typed or printed beneath his signature.

Attention. Intentional misstatements or omissions of fact constitute Federal criminal violations (see 18 U.S.C. 1001).

Schedule I

Betsy J. Bernard - Executive Vice President and President - AT&T Corp.
James W. Cicconi - General Counsel and Executive Vice President - Law &

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Government Affairs

Nicholas S. Cyprus - Vice President & Controller, AT&T Corp.
David W. Dorman - Chairman of the Board and Chief Executive Officer - AT&T Corp.

Hossein Eslambolchi - President - AT&T Labs and Chief Technology Officer
Robert S. Feit - Vice-President - Law and Secretary
Mirian M. Graddick-Weir - Executive Vice President - Human Resources
Thomas W. Horton - Senior Executive Vice President and Chief Financial Officer, AT&T Corp.

Frank Ianna - Executive Vice President and President AT&T Network Services

Richard J. Martin - Executive Vice President - AT&T Corp. and Chairman of the AT&T Foundation

John C. Petrillo - Executive Vice President - Corporate Strategy & Business Development

John Polumbo - Executive Vice President and CEO - AT&T Consumer
Constance Weaver - Senior Vice President - Public Relations, Employee Communications and Brand Management

Kenneth T. Derr - Director; Chairman of the Board, Retired - Chevron Corporation

M. Kathryn Eickhoff - Director; President, Eickhoff Economics Incorporated
Frank Herringer - Director; Chairman, Transamerica Corporation
Amos B. Hostetter, Jr. - Director; Chairman, Pilot House Associates
Shirley A. Jackson - Director; President, Rensselaer Polytechnic Institute
Jon C. Madonna - Director; Chairman, DigitalThink, Inc.
Donald F. McHenry - Director; President, The IRC Group, LLC
Tony L. White - Director; Chairman, President and CEO, Applera Corporation