### WEAVER CONSTANCE K Form 3/A October 23, 2002

U.S. SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

FORM 3

#### 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(f) of the Investment Company Act of 1940

1.	Name and Address of Reporting Person*							
	Weaver	Constance	К.					
	(Last)	(First)	(Middle)					
	900 Rt. 202/206 N.							
	(Street)							
	Bedminster	NJ	07921					
	(City)	(State)	(Zip)					
2. Date of Event Requiring Statement (Month/Day/Year)								
	10/01/02							
3.	IRS Identification Numbe	r of Reporting Person,	if an Entity (Voluntary)					
4.	. Issuer Name and Ticker or Trading Symbol AT&T Corp. (T)							
5. Relationship of Reporting Person to Issuer (Check all applicable)								
	<pre>[_] Director [X] Officer (give title</pre>		10% Owner Other (specify below)					
Executive Vice President								
6.	If Amendment, Date of Or	iginal (Month/Day/Year	c)					
	October 1, 2002							
7.	Individual or Joint/Group Filing (Check applicable line)							
	[X] Form Filed by One Reporting Person							
	[_] Form Filed by More than One Reporting Person							
==								

Table I -- Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	(Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	(Instr.
	24,288.470(1)	D	
* If the Form is filed by mor	re than one Reporting Person,		
5(b)(v).  Reminder: Report on a separate l owned directly or indi		es beneficially	
(Pri	int of Type Responses)		
		(Over)	
FORM 3 (continued)			
	ative Securities Beneficially Ow rrants, options, convertible sec		

 Title and Amount of Securities Underlying Derivative Security (Instr. 4)

2. Date Exercisable

<pre>and Expiration Date (Month/Day/Year)</pre>			Amount	4. Conve
Date Exer- cisable	Expira- tion Date	Title	or Number of Shares	Exerc Price Deriv Secur
2	06/03/06	AT&T Common Stock	7,499	\$21.8368
2	06/03/06	AT&T Common Stock	20 <b>,</b> 356	\$21.8368
2	01/31/07	AT&T Common Stock	17 <b>,</b> 996	\$19.7859
2	01/30/08	AT&T Common Stock	13,497	\$31.7864
2	04/30/08	AT&T Common Stock	4,499	\$30.4652
3	01/29/09	AT&T Common Stock	10,497	\$45.2024
4	03/01/09	AT&T Common Stock	5,998	\$41.3491
5	02/28/10	AT&T Common Stock	18,695	\$34.3029
6	08/18/10	AT&T Common Stock	24,493	\$24.2291
7	03/15/11	AT&T Common Stock	58,411	\$17.3940
8	03/15/11	AT&T Common Stock	20,583	\$17.3940
9	07/02/11			\$16.8541
10	02/19/12			\$14.4800
	09/19/12	AT&T Common Stock	125,000	\$12.3350
	(Month Date Exer- cisable  2  2  2  2  3  4  5  6  7  8  9  10  11  12	(Month/Day/Year)  Date Expira- Exer- tion cisable Date  2 06/03/06  2 06/03/06  2 01/31/07  2 01/30/08  3 01/29/09  4 03/01/09  5 02/28/10  6 08/18/10  7 03/15/11  8 03/15/11  9 07/02/11  10 02/19/12	Month/Day/Year    Date   Expira-    Exer-   tion   cisable   Date   Title	(Month/Day/Year)         Amount of Number Number of Shares           Date         Expiration cisable         Title         Shares           2         06/03/06         AT&T Common Stock         7,499           2         06/03/06         AT&T Common Stock         20,356           2         01/31/07         AT&T Common Stock         17,996           2         01/30/08         AT&T Common Stock         13,497           2         04/30/08         AT&T Common Stock         10,497           3         01/29/09         AT&T Common Stock         10,497           4         03/01/09         AT&T Common Stock         5,998           5         02/28/10         AT&T Common Stock         24,493           7         03/15/11         AT&T Common Stock         24,493           9         07/02/11         AT&T Common Stock         13,723           10         02/19/12         AT&T Common Stock         60,000           11         09/19/12         AT&T Common Stock         125,000           12         12         AT&T Common Stock         15,233

Explanation of Responses: 1. Corrected Number. 2. Option fully vested. 3. Option 1/3 vested on 1/29/02 with remaining 2/3 vesting in equal installments on 1/29/03 and 1/29/04. 4. Option 1/3 vested on 3/1/02 with remaining vesting in equal installments on 3/1/03 and 3/1/04. 5. Option 1/2 vested in two equal installments on 2/28/01and 2/28/02 with remaining 1/2 vesting in equal installments on 2/28/03 and 2/28/04. 6. Option 1/2 vested in equal installments on 8/18/01 and 8/18/02 with remaining 1/2 vesting in equal installments on 8/18/03 and 8/18/04. 7. Option 1/2 vested on 3/15/02 with remaining 1/2 vesting on 3/15/03. 8. Option 1/4 vested on 3/15/02 with remaining 3/4 vesting in equal

installments on 3/15/03, 04 and 05. 9. Option 1/4 vested 7/2/02 with remaining 3/4 vesting in equal installments on 7/2/03, 04 and 05. 10. Option vests in equal installments on 2/19/03, 04, 05 and 06. 11. Option vests in two 25% installments on 9/19/03 and 9/19/04 with remaining 50% vesting on 9/19/05. 12. Fully vests on 3/15/04.

/s/ Constance K. Weaver 10/23/02
-----\*\*Signature of Reporting Person Date

 $\ensuremath{^{**}}$  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 provided is insufficient, see Instruction 6 for procedure.

(Print of Type Responses)

Page 2

EDGARLink 7.0 (8/00) Ver. 3.1