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SPRINT CORP
Form S-8 POS
May 18, 2004

Registration No. 333-86458

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 1
TO
Form S-8
REGISTRATION STATEMENT
Under
THE SECURITIES ACT OF 1933

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

Kansas	48-0457967
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)

Post Office Box 7997, Shawnee Mission, Kansas 66207-0997
(Address of principal executive offices)

SPRINT RETIREMENT SAVINGS PLAN
AND
SPRINT RETIREMENT SAVINGS PLAN FOR BARGAINING UNIT EMPLOYEES
(Full title of the Plans)

CLAUDIA S. TOUSSAINT
Vice President, Corporate Governance and Ethics, and Corporate Secretary
P.O. Box 7997
Shawnee Mission, Kansas 66207-0997
(Name and address of agent for service)

Telephone number, including area code, of agent for service:
(913) 794-1513

This Registration Statement as originally filed related to the offering of 6,200,000 shares of FON Common Stock and 10,400,000 shares of PCS Common Stock issuable under the Sprint Retirement Savings Plan and the Sprint Retirement Savings Plan for Bargaining Unit Employees.

On February 28, 2004, Sprint's board of directors approved the recombination of the PCS Common Stock and the FON Common Stock, effective on April 23, 2004 (the "Conversion Date"). All of the shares of FON Common Stock covered by this Registration Statement have been issued. 8,074,528 shares of PCS

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Common Stock were issued before the Conversion Date, leaving 2,325,472 shares of PCS Common Stock. Following the recombination of the PCS Common Stock and the FON Common Stock, no shares of PCS Common Stock may be issued. Accordingly, the purpose of this Post-Effective Amendment No. 1 is to deregister the remaining 2,325,472 shares of PCS Common Stock covered by this Registration Statement.

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PART II. INFORMATION REQUIRED IN THE REGISTRATION STATEMENT

Item 8. Exhibits.

Exhibit Number	Exhibits
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24.	Power of Attorney.
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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the

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requirements for filing on Form S-8 and has duly caused this Amendment to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Overland Park, State of Kansas, on the 18th day of May, 2004.

SPRINT CORPORATION

By /s/ Claudia S. Toussaint
(Claudia S. Toussaint, Vice President)

Pursuant to the requirements of the Securities Act of 1933, this Amendment to the Registration Statement has been signed by the following persons in the capacities and on the date indicated.

Name	Title	Date
G. D. FORSEE*	Chairman of the Board and Chief Executive Officer (Principal Executive Officer))))))
ROBERT J. DELLINGER*	Executive Vice President - Chief Financial Officer (Principal Financial Officer))))))
J. P. MEYER*	Senior Vice President and Controller (Principal Accounting Officer))))))
DUBOSE AUSLEY*	Director)))
<hr/> <u>(Gordon M. Bethune)</u>	Director)))
E. LINN DRAPER, JR. *	Director)))

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<hr/> <u>(Deborah A. Henretta)</u>	Director)))
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I. O. HOCKADAY, JR.*	Director)	
)	
)	
L. K. LORIMER*	Director)	
)	
)	
C. E. RICE*	Director)	
)	
)	
LOUIS W. SMITH*	Director)	
)	May 18, 2004
)	
GERALD L. STORCH*	Director)	

/s/ Claudia S. Toussaint

* Signed by Claudia S. Toussaint, Attorney-in-Fact, pursuant to Power of Attorney filed with this Amendment to the Registration Statement No. 333-86458.

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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Employee Benefits Committee has duly caused this Amendment to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Overland Park, State of Kansas, on the 18th day of May, 2004.

SPRINT RETIREMENT SAVINGS PLAN

By: /s/ E. J. Holland, Jr.
E.J. Holland, Jr.
Employee Benefits Committee Co-Chairperson

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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Employee Benefits Committee has duly caused this Amendment to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Overland Park, State of Kansas, on the 18th day of May, 2004.

SPRINT RETIREMENT SAVINGS PLAN FOR
BARGAINING UNIT EMPLOYEES

By: /s/ E. J. Holland, Jr.
E.J. Holland, Jr.
Employee Benefits Committee Co-Chairperson

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EXHIBIT INDEX

Exhibit Number	Exhibits
24.	Power of Attorney.