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AT&T CORP  
Form 8-K  
October 06, 2005

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d)  
OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report: October 5, 2005

AT&T CORP.  
(Exact Name of Registrant as Specified in Charter)

New York

(State or Other Jurisdiction of Incorporation)

1-1105 13-4924710  
(Commission File Number) (IRS Employer Identification No.)

One AT&T Way  
Bedminster, New Jersey 07921  
(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: (908) 221-2000

Not Applicable

(Former Name or Former Address, If Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (See General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 1.01. Entry into a Material Definitive Agreement

On October 5, 2005, AT&T Corp. ("AT&T") entered into a \$500 million 364-Day Revolving Credit Facility Agreement (the "Agreement") with a group of financial institutions, including J.P. Morgan Securities Inc., Citigroup Global Markets

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Inc. and Banc of America Securities LLC, as Joint Lead Arrangers and Joint Bookrunners. A copy of the Agreement is attached to this Form 8-K as Exhibit 10(i)(38). The Agreement replaces the \$1 billion 364-Day Revolving Credit Facility Agreement dated as of October 6, 2004 among AT&T and a group of financial institutions.

### Item 9.01. Financial Statements and Exhibits

The following exhibit is filed as part of this Report:

#### (c) Exhibits

Exhibit No.	Description
10(i)38	364-Day Revolving Credit Facility Agreement among AT&T Corp. and a group of financial institutions, including J.P. Morgan Securities Inc., Citigroup Global Markets Inc. and Banc of America Securities LLC, as Joint Lead Arrangers and Joint Bookrunners.

#### SIGNATURES

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 hereunto duly authorized.

AT&T CORP.

/s/ Robert S. Feit

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By: Robert S. Feit  
Vice President - Law and Secretary

October 6, 2005

#### EXHIBIT INDEX

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