ALLTEL CORP
Form 10-K/A
April 25, 2002

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D. C. 20549

FORM 10-K

/A

AMENDMENT NO. 1 TO ANNUAL REPORT FILED PURSUANT TO

SECTION 13 OR 15 (d) OF THE SECURITIES EXCHANGE ACT OF 1934

Commission file number 1-4996

ALLTEL CORPORATION

(Exact name of registrant as specified in its charter)

DELAWARE	34-0868285
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)
One Allied Drive, Little Rock, Arkansas	72202
(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code (501) 905-8000

Securities registered pursuant to Section 12 (b) of the Act: Title of each class

Name of each exchange on which registered

Common Stock

New York and Pacific

$2.06 No Par Cumulative Convertible Preferred Stock

New York and Pacific

Securities registered pursuant to Section 12(g) of the Act:NONE

(Title of Class)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. YES X NO __ Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K. (X)

Aggregate market value of voting stock held by non-affiliates as of

February 25, 2002 - $17,507,298,406

Common shares outstanding, February 25, 2002 - 310,854,020

DOCUMENTS INCORPORATED BY REFERENCE

Document	Incorporated Into
Proxy statement for the 2002 Annual Meeting of stockholders	Part III

The Exhibit Index is located on page 2 of this amendment.

SIGNATURE

The undersigned registrant hereby amends the following items, financial statements, exhibits or other portions of its 2001 Annual Report on Form 10-K as set forth in the pages attached hereto;

(list all such items, financial statements, exhibits

or other portions amended)

Item 14

Exhibits, Financial Statement Schedules and Reports on Form 8-K.

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

ALLTEL CORPORATION
(Registrant)

By: /s/ Jeffery R. Gardner
Jeffery R. Gardner
Senior Vice President - Chief Financial Officer
(Principal Financial Officer)
April 25, 2002

ALLTEL Corporation

Securities and Exchange Commission

Form 10-K, Part IV

Item 14. Exhibits, Financial Statement Schedules and Reports on Form 8-K:

3. Exhibits:

See "Exhibit Index" located on page 2 of this amendment.

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EXHIBIT INDEX

Number and Name

(23)(a) Consent of Arthur Andersen LLP (filed herewith).

(99)(a) Form 11-K information for the ALLTEL Corporation 401(k) Plan as of December 31, 2001 and 2000 and for the year ended December 31, 2001 (filed herewith).

(99)(b)

Letter to the Securities and Exchange Commission regarding confirmation of Arthur Andersen LLP representations (filed herewith).

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