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AMEREN CORP
Form 8-A12B/A
March 12, 2002

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FORM 8-A/A
Amendment No. 1 to
Form 8-A filed on February 26, 2002

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR (g) OF THE
SECURITIES EXCHANGE ACT OF 1934

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

Missouri	1-14756	43-1723446
(State of incorporation or organization)	(Commission File Number)	(I.R.S. Employer Identification No.)

1901 Chouteau Avenue
St. Louis, Missouri 63103
(314) 621-3222
(Address of principal executive offices, including zip code)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class to be so registered	Name of each exchange on which each class is to be so registered
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Normal Units	New York Stock Exchange

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), check the following box. [X]

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), check the following box. []

Securities Act registration statement file number to which this form relates: 333-81774.

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

The Commission is respectfully requested to send copies of all notices, orders and communications to:

Warner L. Baxter
Senior Vice President, Finance

Robert J. Reger, Jr., Esq.
Thelen Reid & Priest LLP
40 West 57th Street

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Steven R. Sullivan
Vice President, General Counsel and Secretary
1901 Chouteau Avenue
St. Louis, Missouri 63103
(314) 621-3222

New York, New York 10019
(212) 603-2000

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INFORMATION REQUIRED IN REGISTRATION STATEMENT

Item 1. Description of Registrant's Securities to be Registered.

The class of securities to be registered hereby are the Normal Units of Ameren Corporation, a Missouri corporation (the "Company").

For a description of the Normal Units, reference is made to (i) Registration Statement File No. 333-81774 on Form S-3 of the Company filed with the Securities and Exchange Commission (the "Commission") on January 31, 2002, as amended by Amendment No. 1 filed with the Commission on February 19, 2002 and by Post-Effective Amendment No. 1 filed with the Commission on March 12, 2002 and (ii) the final prospectus supplement for the Normal Units filed with the Commission pursuant to Rule 424(b)(5) under the Securities Act of 1933, as amended, on February 26, 2002, which description is incorporated herein by reference.

Item 2. Exhibits.

Exhibit	Description
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1.	Purchase Contract Agreement dated as of March 1, 2002, between the Company and The Bank of New York, as purchase contract agent (incorporated herein by reference to Exhibit 4.15 to Post-Effective Amendment No. 1 to Registration Statement No. 333-81774).
2.	Pledge Agreement dated as of March 1, 2002, among the Company, The Bank of New York, as purchase contract agent and BNY Trust Company of Missouri, as custodial agent, collateral agent and securities intermediary (incorporated herein by reference to Exhibit 4.16 to Post-Effective Amendment No. 1 to Registration Statement No. 333-81774).
3.	Form of Certificate of Normal Units (attached as an exhibit to the Company order which is incorporated herein by reference to Exhibit 4.8 to Post-Effective Amendment No. 1 to Registration Statement No. 333-81774).
4.	Remarketing Agreement dated as of March 4, 2002, among the Company, The Bank of New York, as purchase contract agent and Goldman, Sachs & Co.,

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as remarketing agent (incorporated herein by reference to Exhibit 4.18 to Post-Effective Amendment No. 1 to Registration Statement No. 333-81774).

5. Indenture of the Company with The Bank of New York, as trustee, dated as of December 1, 2001, relating to the Company's senior debt securities (incorporated herein by reference to Exhibit 4.5 to Registration Statement No. 333-81774).
6. Company order relating to \$345,000,000 Notes due May 15, 2007 issued under the Indenture which are a component of the Normal Units (including the form of such Notes) (incorporated herein by reference to Exhibit 4.8 to Post-Effective Amendment No. 1 to Registration Statement No. 333-81774).

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SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement on Form 8-A to be signed on its behalf by the undersigned, thereto duly authorized.

Dated: March 12, 2002

AMEREN CORPORATION

By: /s/ Steven R. Sullivan

Name: Steven R. Sullivan
Title: Vice President,
General Counsel and
Secretary