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AFFILIATED COMPUTER SERVICES INC

Form 8-K/A

July 25, 2002

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 8-K/A
CURRENT REPORT

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

Date of Report (Date of earliest event reported): June 10, 2002

Commission file number 0-24787

AFFILIATED COMPUTER SERVICES, INC.
(Exact name of registrant as specified in its charter)

Delaware

(State or other Jurisdiction of Incorporation)

51-0310342

(IRS Employer Identification No.)

2828 NORTH HASKELL
DALLAS, TEXAS 75204
(Address of principal executive offices)
(Zip Code)

(214) 841-6111
(Registrant's telephone number, including area code)

ITEM 2. ACQUISITIONS OR DISPOSITION OF ASSETS

This Form 8-K/A amends and supplements the current report on Form 8-K dated June 10, 2002 (filed June 12, 2002) to include Item 7(a) Financial Statements of Businesses Acquired and Item 7(b) Pro Forma Financial Information and related exhibits.

On June 10, 2002, Affiliated Computer Services ("ACS") acquired AFSA Data Corporation ("AFSA") a subsidiary of FleetBoston Financial Corporation, for \$410 million in cash plus related transaction costs (the "AFSA Acquisition"). ACS funded the AFSA Acquisition with a combination of a new \$375-million term credit facility from Goldman, Sachs & Co. and Wells Fargo (the "Interim Facility"), borrowing on the Company's existing \$450 million revolving credit facility and

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existing cash on hand.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS

- (a) Financial Statements of Businesses Acquired:
 - (1) Consolidated Financial Statements of AFSA Data Corporation (A Subsidiary of FleetBoston Financial Corporation) as of March 31, 2002 (unaudited) and December 31, 2001 and 2000 and for the three months ended March 31, 2002 and 2001 (unaudited) and the years ended December 31, 2001 and 2000.
- (b) Unaudited Pro Forma Combined Financial Statements:
 - (1) Unaudited Pro Forma Combined Balance Sheet as of March 31, 2002.
 - (2) Unaudited Pro Forma Combined Statement of Income for the nine months ended March 31, 2002.
 - (3) Unaudited Pro Forma Combined Statement of Income for the year ended June 30, 2001.
 - (4) Notes to Unaudited Pro Forma Combined Financial Statements
- (c) Exhibits:
 - 23.1 Consent of Independent Accountants
 - 99.1 Financial Statements of Affiliated Computer Services, Inc. and Subsidiaries as of June 30, 2001 and each of the three years in the period ended June 30, 2001, incorporated by reference from Affiliated Computer Services, Inc. Annual Report on Form 10-K for the fiscal year ended June 30, 2001.
 - 99.2 Financial Statements of Affiliated Computer Services, Inc. and Subsidiaries as of March 31, 2002 and the nine months ended March 31, 2002 and 2001, incorporated by reference from Affiliated Computer Services, Inc. Quarterly Report on Form 10-Q for the period ended March 31, 2002.
 - 99.3 Consolidated Financial Statements of AFSA Data Corporation (A Subsidiary of FleetBoston Financial Corporation) as of March 31, 2002 (unaudited) and December 31, 2001 and 2000 and for the three months ended March 31, 2002 and 2001 (unaudited) and the years ended December 31, 2001 and 2000.
 - 99.4 Unaudited Pro Forma Combined Financial Information

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.

Dated: July 25, 2002

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Affiliated Computer Services, Inc.

By: /s/ Warren D. Edwards

Warren D. Edwards
Executive Vice President and
Chief Financial Officer

INDEX TO EXHIBITS

EXHIBIT NUMBER -----	DESCRIPTION -----
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99.4	Unaudited Pro Forma Combined Financial Information