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SPRINT CORP  
Form S-8 POS  
July 02, 2004

Registration No. 033-53695

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
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POST-EFFECTIVE AMENDMENT NO. 2  
TO  
Form S-8  
REGISTRATION STATEMENT  
Under  
THE SECURITIES ACT OF 1933  
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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)  
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SPRINT CORPORATION  
1988 EMPLOYEES STOCK PURCHASE PLAN  
(Full title of the Plan)  
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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  
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This Registration Statement as originally filed related to the offering of 7,000,000 shares of Sprint Common Stock ("Sprint Common Stock") issuable under the 1988 Employees Stock Purchase Plan. In connection with the spin-off of Sprint's cellular division in March 1996, the number of shares covered by the Registration Statement was increased to 8,498,000 shares to prevent dilution. A total of 2,458,077 shares were issued before the reclassification of Sprint Common Stock into FON Common Stock and PCS Common Stock in November 1998, leaving 6,039,923 shares. The remaining 6,039,923 shares were reclassified into 6,039,923 shares of FON Common Stock and 3,019,961 shares of PCS Common stock. A total of 765,830 shares of FON Common Stock were issued before the two-for-one

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split of the FON Common Stock in the 1999 second quarter, leaving 5,274,093 shares of FON Common Stock. The two-for-one split of the FON Common Stock increased the number of shares of FON Common Stock under the registration statement to 10,548,186 shares of FON Common Stock. A total of 2,145,554 shares of PCS Common Stock were issued before the two-for-one split of the PCS Common Stock in the 2000 first quarter, leaving 874,407 shares of PCS Common Stock. The two-for-one split of the PCS Common Stock increased the number of shares of PCS Common Stock under the Registration Statement to 1,748,814 shares of PCS Common Stock.

The remaining 1,748,814 shares of PCS Common Stock were issued before the PCS Common Stock and the FON Common Stock were recombined on April 23, 2004. In addition, the remaining 10,548,186 shares of FON Common Stock have been issued. Therefore, no shares of FON Common Stock or PCS Common Stock remain available under the Registration Statement.

### PART II. INFORMATION REQUIRED IN THE REGISTRATION STATEMENT

Item 8. Exhibits.

Exhibit  
Number Exhibits

24. Power of Attorney.

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SIGNATURES



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C. E. RICE*	Director	)	
		)	
		)	
LOUIS W. SMITH*	Director	)	
		)	July 2, 2004
		)	
GERALD L. STORCH*	Director	)	
		)	

/s/ Claudia S. Toussaint  
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\* Signed by Claudia S. Toussaint,  
Attorney-in-Fact, pursuant to  
Power of Attorney filed with this  
Amendment to the Registration  
Statement No. 033-53695.

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EXHIBIT INDEX

Exhibit Number	Exhibits
24.	Power of Attorney.