

CENTEX CORP  
Form 8-K  
January 10, 2002

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): January 8, 2002

Centex Corporation  
(Exact name of registrant as specified in its charter)

**Nevada**  
(State of other jurisdiction  
of incorporation)

**1-6776**  
(Commission File Number)

**75-0778259**  
(IRS Employer  
Identification No.)

**2728 N. Harwood Street, Dallas, Texas**  
(Address of principal executive offices)

**75201**  
(Zip code)

Registrant's telephone number including area code: **(214) 981-5000**

**Not Applicable**  
(Former name or former address if changed from last report)

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**Item 5. Other Events.**

On January 8, 2002, Centex Corporation (the Registrant ) decreased the aggregate initial offering amount of its Senior Medium-Term Notes, Series E and/or Subordinated Medium-Term Notes, Series E (collectively, the Series E Notes ) from \$500,000,000 to \$350,000,000. The aggregate principal amount of Series E Notes was decreased by \$150,000,000 so that the Registrant may offer additional types of its securities pursuant to its Registration Statement on Form S-3 (File No. 333-49966), filed with the Securities and Exchange Commission (the Commission ) on November 15, 2000 and declared effective thereby on December 7, 2000, pursuant to which the Registrant registered \$1,100,000,000 aggregate initial offering price of its securities for offer and sale in accordance with applicable provisions of the Securities Act of 1933, as amended (the Securities Act ). On March 23, 2001, the Registrant filed with the Commission, pursuant to Rule 424(b)(5) under the Securities Act, its Prospectus, dated December 7, 2000, and Prospectus Supplement, dated March 22, 2001, pertaining to the offer and sale of the Series E Notes. On January 9, 2002, the Registrant filed, pursuant to 424(b)(3) under the Securities Act, a Supplement to the Prospectus Supplement, dated January 8, 2002, regarding the decrease in the aggregate initial offering price of Series E Notes.

**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.

CENTEX CORPORATION

By: /s/ Vicki A. Roberts

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Name: Vicki A. Roberts  
Title: Vice President and Treasurer

Date: January 10, 2002.