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CENDANT CORP
Form 8-K/A
March 21, 2001

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K/A
AMENDMENT NO. 1
to
CURRENT REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Commission File Number 1-10308

MARCH 21, 2001 (FEBRUARY 13, 2001)
Date of Report (Date Of Earliest Event Reported)

CENDANT CORPORATION
(Exact name of Registrant as specified in its charter)

DELAWARE
(State or Other Jurisdiction of
Incorporation or Organization)

06-0918165
(IRS Employer
Identification No.)

9 WEST 57TH STREET, NEW YORK, NY
(Address of Principal Executive Office)

10019
(Zip Code)

(212) 413 1800
(Registrant's telephone number, including area code)

NONE
(Former name, former address and former fiscal year, if applicable)

ITEM 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS.

(c) Exhibits

Exhibit No. -----	Description -----
4.1	Final copy of the Indenture, dated as of February 13, 2001, between Cendant Corporation and The Bank of New York, as trustee.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act

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of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunder duly authorized.

CENDANT CORPORATION

By: /s/ Eric J.Bock

Eric J. Bock
Senior Vice President - Law
and Corporate Secretary

Date: March 21, 2001

CENDANT CORPORATION
CURRENT REPORT ON FORM 8-K/A
REPORT DATED MARCH 21, 2001 (FEBRUARY 13, 2001)

EXHIBIT INDEX

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